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**AUNTEA JENNY**  
**沪上阿姨**

**Auntea Jenny (Shanghai) Industrial Co., Ltd.**  
**滬上阿姨(上海)實業股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 02589)**

## **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ITS ANNEXES AND ABOLITION OF THE BOARD OF SUPERVISORS**

In accordance with the Company Law of the People's Republic of China and the Guidelines on the Articles of Association of Listed Companies and other laws and regulations and normative rules in China, and to further enhance corporate governance in light of the Company's actual circumstances, the Company proposes to amend the Articles of Association of Auntea Jenny (Shanghai) Industrial Co., Ltd. (the "**Articles of Association**") and its annexes (namely, the Rules of Procedure for Shareholders' Meetings and the Rules of Procedure for the Board of Directors) (the "**Proposed Amendments**"). The Company intends to abolish the board of supervisors, with the relevant powers of the board of supervisors to be exercised by the audit committee of the board of directors. With effect from the date on which the amended Articles of Association come into effect, the current supervisors of the Company shall be relieved of their duties, and the Rules of Procedure for the Board of Supervisors shall be repealed accordingly. Prior to the approval of the amendments to the Articles of Association by the shareholders of the Company (the "**Shareholders**") at the shareholders' meeting of the Company, the board of supervisors shall continue to perform due diligence in their duties to safeguard the interests of the Company and all Shareholders. Details of the Proposed Amendments are set out in the appendix to this announcement.

The proposed amendments to the Articles of Association and its annexes are subject to approval by Shareholders at the shareholders' meeting of the Company. The amended Articles of Association and its annexes shall take effect from the date of approval at the shareholders' meeting. Prior to that, the current Articles of Association and its annexes shall remain in effect.

A circular containing, among other things, details of the above proposals, together with the notice of the shareholders' meeting, will be published in due course on the websites of HKExnews ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company (<https://ir.hsay.com>), and will be despatched in due course to Shareholders who have expressed their willingness to receive a printed copy.

By order of the Board  
**Auntea Jenny (Shanghai) Industrial Co., Ltd.**  
**Mr. Shan Weijun**  
*Chairperson of the Board and Executive Director*

Hong Kong, October 17, 2025

*As at the date of this announcement, the Board comprises: (i) Mr. Shan Weijun, Ms. Zhou Rongrong, Mr. Zhou Tianmu and Mr. Wang Jiaxing as executive Directors and (ii) Mr. Han Ding-gwo, Mr. Chung Chong Sun and Ms. Yu Fang Jing as independent non-executive Directors.*

## Annex: Comparison Table of Amendments to the Articles of Association and its Annexes: Rules of Procedure for Shareholders’ Meetings and Rules of Procedure for the Board of Directors

The bold text in the article indicates new or modified content, and the underlined text indicates deleted content.

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 11</b> These Articles of Association shall, from the date on which it becomes effective, become a legally binding document regulating the organisation and conduct of the Company, the rights and obligations between the Company and its shareholders, and the rights and obligations between the shareholders inter se, and a legally binding document over the Company, its shareholders, <u>directors, supervisors</u> and senior management personnel.</p> <p>Pursuant to the Articles of Association, shareholders may sue shareholders, shareholders may sue <u>directors, supervisors, general managers and other</u> senior management personnel of the Company, shareholders may sue the Company, and the Company may sue its shareholders, <u>directors, supervisors, general managers and other</u> senior management personnel.</p>	<p><b>Article 11</b> These Articles of Association shall, from the date on which it becomes effective, become a legally binding document regulating the organisation and conduct of the Company, the rights and obligations between the Company and its shareholders, and the rights and obligations between the shareholders inter se, and a legally binding document over the Company, its shareholders, directors and senior management personnel.</p> <p>Pursuant to the Articles of Association, shareholders may sue shareholders, shareholders may sue directors and senior management personnel of the Company, shareholders may sue the Company, and the Company may sue its shareholders, directors and senior management personnel.</p>	<p>In according to Article 121 and other relevant provisions of the currently effective Company Law of the People’s Republic of China (hereinafter referred to as the “<b>New Company Law</b>”), the Company intends to <b>abolish the Board of Supervisors and remove all references to ‘supervisors’ and ‘board of supervisors’</b> throughout the text.</p> <p>In accordance with Article 11 and other relevant provisions of the currently effective Guidelines for the Articles of Association of Listed Companies (hereinafter referred to as the “<b>New Guidelines on Articles of Association</b>”), the expression of “<b>general manager and other senior management personnel</b>” shall be <b>uniformly replaced throughout the text with “senior management personnel.”</b> Where subsequent amendment in the main text involve only modifications of the same nature as those listed above, such changes shall not be individually listed in the amendment comparison table</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 12</b> <u>Other senior</u> management under the Articles of Association shall refer to the deputy general manager, secretary to the board of directors, financial controller and other senior management personnel as determined by the board of directors.</p>	<p><b>Article 12</b> Senior management under the Articles of Association shall refer to the <b>general manager</b>, deputy general manager, secretary to the board of directors, financial controller and other senior management personnel as determined by the board of directors.</p>	<p>Article 265 of the New Company Law, Article 12 of the New Guidelines on Articles of Association</p>
<p><b>Article 17</b> The issuance of shares shall comply with the principle of openness, fairness and impartiality, and each share of the same category <u>shall have</u> equal rights.</p> <p>Shares of the same class issued at the same time <u>shall be</u> issued on the same terms and at the same price per share; a same price <u>shall be paid</u> for each share subscribed by the subscriber.</p>	<p><b>Article 17</b> The issuance of shares shall comply with the principle of openness, fairness and impartiality, and each share of the same category has equal rights.</p> <p>Shares of the same class issued at the same time <b>are</b> issued on the same terms and at the same price per share; a same price <b>is</b> paid for each share subscribed by the subscriber.</p>	<p>Article 17 of the New Guidelines on Articles of Association</p>
<p><b>Article 18</b> The shares issued by the Company <u>shall have par value</u>, and shall be denominated in RMB with a par value of RMB1 per share.</p>	<p><b>Article 18</b> The <b>par value</b> shares issued by the Company shall be denominated in RMB with a par value of RMB1 per share.</p>	<p>Article 18 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 23</b> The Company may, in accordance with the needs of its business operation and development and in accordance with the laws and regulations and the securities regulatory rules of the place where the Company's shares are listed, increase its capital by <u>separate resolutions</u> of the shareholders' meeting in the following manner:</p> <ol style="list-style-type: none"> <li>(1) <u>Public issuance</u> of shares after approval by, registration with or filing with the relevant authorities in accordance with the law;</li> <li>(2) <u>non-public offering</u> of shares;</li> <li>(3) bonus issue to existing shareholders;</li> <li>(4) capitalizing its capital common reserve;</li> <li>(5) other means as stipulated by laws and administrative regulations and as <u>approved</u> by relevant regulatory authorities such as the securities regulatory authority of the State Council and the regulatory authority of the place where the Company's shares are listed.</li> </ol>	<p><b>Article 23</b> The Company may, in accordance with the needs of its business operation and development and in accordance with the laws and regulations and the securities regulatory rules of the place where the Company's shares are listed, increase its capital by resolutions of the shareholders' meeting in the following manner:</p> <ol style="list-style-type: none"> <li>(1) issuance of shares <b>to unspecified parties</b> after approval by, registration with or filing with the relevant authorities in accordance with the law;</li> <li>(2) offering of shares <b>to specified parties</b>;</li> <li>(3) bonus issue to existing shareholders;</li> <li>(4) capitalizing its capital common reserve;</li> <li>(5) other means as stipulated by laws and administrative regulations and as <b>stipulated</b> by relevant regulatory authorities such as the securities regulatory authority of the State Council and the regulatory authority of the place where the Company's shares are listed.</li> </ol>	<p>Article 23 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>The Articles of Association authorize the board of directors to decide on the issuance of up to 50% of the issued shares within a period of three years. However, capital contributions in the form of non-monetary property shall be resolved by the shareholders' meeting.</p> <p>If the decision of the board of directors to issue shares pursuant to the provisions of the preceding paragraph results in a change in the registered capital of the Company or the number of issued shares, amendments to such matters recorded in the Articles of Association are not required to be voted on by the shareholders at a shareholders' meeting.</p> <p>Where the board of directors decides on the issuance of new shares in accordance with the authorization of the Articles of Association, the resolution of the board of directors shall be passed by more than two-thirds of all directors.</p>	<p>The Articles of Association authorize the board of directors to decide on the issuance of up to 50% of the issued shares within a period of three years. However, capital contributions in the form of non-monetary property shall be resolved by the shareholders' meeting.</p> <p>If the decision of the board of directors to issue shares pursuant to the provisions of the preceding paragraph results in a change in the registered capital of the Company or the number of issued shares, amendments to such matters recorded in the Articles of Association are not required to be voted on by the shareholders at a shareholders' meeting.</p> <p>Where the board of directors decides on the issuance of new shares in accordance with the authorization of the Articles of Association, the resolution of the board of directors shall be passed by more than two-thirds of all directors.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 29</b> The Company's shares <u>may</u> be transferred in accordance with the law. The overseas listed shares of the Company are listed and traded on SEHK.</p> <p>All transfers of H Shares shall be effected by way of written instrument of transfer in general or ordinary format or any such other format as acceptable to the Board of Directors (including the standard format of transfer or form of transfer as prescribed by SEHK from time to time). Such instrument of transfer shall only be signed by hand or, if the transferor or the transferee is a company, affixed with a valid seal of such company. If the transferor or transferee is a recognised clearing house as defined under the relevant ordinances of the laws of Hong Kong in force from time to time or a proxy thereof, the written instrument of transfer may be signed by hand or in machine-printed form. All instruments of transfer shall be kept at the legal address of the Company or other addresses as may be designated by the Board of Directors from time to time.</p>	<p><b>Article 29</b> The Company's shares <b>shall</b> be transferred in accordance with the law. The overseas listed shares of the Company are listed and traded on SEHK.</p> <p>All transfers of H Shares shall be effected by way of written instrument of transfer in general or ordinary format or any such other format as acceptable to the Board of Directors (including the standard format of transfer or form of transfer as prescribed by SEHK from time to time). Such instrument of transfer shall only be signed by hand or, if the transferor or the transferee is a company, affixed with a valid seal of such company. If the transferor or transferee is a recognised clearing house as defined under the relevant ordinances of the laws of Hong Kong in force from time to time or a proxy thereof, the written instrument of transfer may be signed by hand or in machine-printed form. All instruments of transfer shall be kept at the legal address of the Company or other addresses as may be designated by the Board of Directors from time to time.</p>	<p>Article 28 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 35</b> Shareholders of the Company shall enjoy the following rights:</p> <p>(1) to receive dividends and other forms of profit distributions in accordance with the proportion of the shares they hold;</p> <p>(2) to request, summon, preside over, attend or appoint a proxy to attend shareholders' meetings in accordance with the law, and exercising the corresponding rights to <u>speak and vote</u>;</p> <p>(3) to monitor <u>and manage</u> the Company's business operations and make recommendations or queries;</p> <p>(4) to transfer, grant or pledge the shares they hold in accordance with the provisions of the law, administrative regulations and these Articles of Association;</p> <p>(5) to inspect and copy these Articles of Association, the register of members, minutes of shareholders' meetings, resolutions of meetings of board of directors, <u>resolutions of meetings of board of supervisors</u> and financial accounting reports. Qualified shareholders may inspect the Company's accounting books and vouchers;</p>	<p><b>Article 35</b> Shareholders of the Company shall enjoy the following rights:</p> <p>(1) to receive dividends and other forms of profit distributions in accordance with the proportion of the shares they hold;</p> <p>(2) to request <b>to hold</b>, summon, preside over, attend or appoint a proxy to attend shareholders' meetings in accordance with the law, and exercising the corresponding rights to vote;</p> <p>(3) to monitor the Company's business operations and make recommendations or queries;</p> <p>(4) to transfer, grant or pledge the shares they hold in accordance with the provisions of the law, administrative regulations and these Articles of Association;</p> <p>(5) to inspect and copy these Articles of Association, the register of members, minutes of shareholders' meetings, resolutions of meetings of board of directors and financial accounting reports. Qualified shareholders may inspect the Company's accounting books and vouchers;</p>	<p>Article 34 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>(6) to participate in the distribution of the remaining properties of the Company in the event of its termination or liquidation in accordance with the proportion of the shares they hold;</p> <p>(7) to require the Company to acquire their shareholdings in the event of their disagreement to resolutions of the shareholders' meetings concerning merger or division of the Company;</p> <p>(8) other rights conferred by laws, administrative regulations, departmental rules, regulatory rules in the place where the Company's shares are listed or the Articles of Association.</p> <p>If the contents to be inspected or photocopied involve trade secrets and inside information of the Company and personal privacy of the relevant personnel, the Company may refuse to provide such contents.</p>	<p>(6) to participate in the distribution of the remaining properties of the Company in the event of its termination or liquidation in accordance with the proportion of the shares they hold;</p> <p>(7) to require the Company to acquire their shareholdings in the event of their disagreement to resolutions of the shareholders' meetings concerning merger or division of the Company;</p> <p>(8) other rights conferred by laws, administrative regulations, departmental rules, regulatory rules in the place where the Company's shares are listed or the Articles of Association.</p> <p>If the contents to be inspected or photocopied involve trade secrets and inside information of the Company and personal privacy of the relevant personnel, the Company may refuse to provide such contents.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 40</b> If a director or senior management personnel violates the provisions of laws, administrative regulations or these Articles of Association in performing duties and caused damage to the Company, shareholders who hold 1% or more of the shares in the Company, either individually or collectively, for 180 or more consecutive days may request the <u>board of supervisors</u> in writing to institute a legal action in a People’s Court; if the <u>board of supervisors</u> violates any law or administrative regulation or breaches the Articles of Association in performing duties and caused damage to the Company, the aforesaid shareholders may request the board of directors in writing to institute a legal action in the People’s Court.</p> <p>If the <u>board of supervisors</u> or the board of directors refuses to institute legal actions after receiving a written request from the shareholder as provided for in the preceding paragraph, or if no legal actions are instituted within 30 days from the date of receipt of the request, or if the situation is urgent and failure to institute proceedings immediately would cause irreparable damage to the interests of the Company, the shareholder as provided for in the preceding paragraph shall have the right to institute proceedings directly in the People’s Court in his own name and for the interests of the Company.</p>	<p><b>Article 40</b> If a director or senior management personnel <b>other than a member of Audit Committee</b> violates the provisions of laws, administrative regulations or these Articles of Association in performing duties and caused damage to the Company, shareholders who hold 1% or more of the shares in the Company, either individually or collectively, for 180 or more consecutive days may request the <b>audit committee</b> in writing to institute a legal action in a People’s Court; if the <b>audit committee</b> violates any law or administrative regulation or breaches the Articles of Association in performing duties and caused damage to the Company, the aforesaid shareholders may request the board of directors in writing to institute a legal action in the People’s Court.</p> <p>If the <b>audit committee</b> or the board of directors refuses to institute legal actions after receiving a written request from the shareholder as provided for in the preceding paragraph, or if no legal actions are instituted within 30 days from the date of receipt of the request, or if the situation is urgent and failure to institute proceedings immediately would cause irreparable damage to the interests of the Company, the shareholder as provided for in the preceding paragraph shall have the right to institute proceedings directly in the People’s Court in his own name and for the interests of the Company.</p>	<p>Article 38 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>In the event that a third party infringes upon the lawful rights and interests of the Company and causes damage to the Company, the shareholders specified in the first paragraph of this Article may institute a legal action in the People’s Court pursuant to the first two paragraphs of this Article.</p> <p>If any director, supervisor or senior management member of a wholly-owned subsidiary of the Company performs his/her duties in violation of the provisions of laws, administrative regulations or these Articles of Association and hereby causes losses to the Company, or if others infringe upon the lawful rights and interests of a wholly-owned subsidiary of the Company and cause losses, the shareholders who have held, individually or in aggregate, more than one percent of the shares of the Company for more than 180 consecutive days, may, in accordance with the provisions of the first three paragraphs of this Article, request in writing that the supervisory board or the board of directors of the wholly-owned subsidiary bring a lawsuit to the People’s Court, or in its own name to bring a lawsuit directly to the People’s Court.</p>	<p>In the event that a third party infringes upon the lawful rights and interests of the Company and causes damage to the Company, the shareholders specified in the first paragraph of this Article may institute a legal action in the People’s Court pursuant to the first two paragraphs of this Article.</p> <p>If any director, supervisor or senior management member of a wholly-owned subsidiary of the Company performs his/her duties in violation of the provisions of laws, administrative regulations or these Articles of Association and hereby causes losses to the Company, or if others infringe upon the lawful rights and interests of a wholly-owned subsidiary of the Company and cause losses, the shareholders who have held, individually or in aggregate, more than one percent of the shares of the Company for more than 180 consecutive days, may, in accordance with the provisions of the first three paragraphs of this Article, request in writing that the supervisory board or the board of directors of the wholly-owned subsidiary bring a lawsuit to the People’s Court, or in its own name to bring a lawsuit directly to the People’s Court.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 48</b> The shareholders' meeting of the Company shall comprise all shareholders. The shareholders' meeting is the authority of power of the Company and shall exercise the following functions and powers in accordance with the law:</p> <p>(1) to elect and replace the directors <u>and supervisors</u> held by non-employee representatives and to decide on matters relating to the remuneration of directors <u>and supervisors</u>;</p> <p>(2) to consider and approve the report of the board of directors;</p> <p>(3) <u>to consider and approve the report of the board of supervisors</u>;</p> <p>(4) to consider and approve the Company's profit distribution and loss recovery plan;</p> <p>(5) to resolve on the increase or reduction of the registered capital of the Company;</p> <p>(6) to resolve on the issuance of corporate bonds or other securities as well as listing;</p>	<p><b>Article 48</b> The shareholders' meeting of the Company shall comprise all shareholders. The shareholders' meeting is the authority of power of the Company and shall exercise the following functions and powers in accordance with the law:</p> <p>(1) to elect and replace the directors held by non-employee representatives and to decide on matters relating to the remuneration of directors;</p> <p>(2) to consider and approve the report of the board of directors;</p> <p>(3) to consider and approve the Company's profit distribution and loss recovery plan;</p> <p>(4) to resolve on the increase or reduction of the registered capital of the Company;</p> <p>(5) to resolve on the issuance of corporate bonds or other securities as well as listing;</p> <p>(6) to resolve on the merger, division, dissolution, liquidation or change of corporate form of the Company;</p>	<p>Article 46 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>(7) to resolve on the merger, division, dissolution, liquidation or change of corporate form of the Company;</p> <p>(8) to amend these Articles of Association;</p> <p>(9) to resolve on the engagement and dismissal of the Company's accounting firm engaged in the audit work of the Company and to determine its remuneration;</p> <p>(10) to consider and approve the guarantees as provided in Article 49;</p> <p>(11) to consider the purchase or sale of material assets of the Company (including controlling subsidiaries) exceeding 30% of the Company's latest audited total assets within one year;</p> <p>(12) to consider and approve the change of use of proceeds;</p> <p>(13) to consider share incentive schemes and employee share ownership schemes;</p>	<p>(7) to amend these Articles of Association;</p> <p>(8) to resolve on the engagement and dismissal of the Company's accounting firm engaged in the audit work of the Company and to determine its remuneration;</p> <p>(9) to consider and approve the guarantees as provided in Article 49;</p> <p>(10) to consider the purchase or sale of material assets of the Company (including controlling subsidiaries) exceeding 30% of the Company's latest audited total assets within one year;</p> <p>(11) to consider and approve the change of use of proceeds;</p> <p>(12) to consider share incentive schemes and employee share ownership schemes;</p>	

Original Articles	Amended Articles	Basis of amendment
<p>(14) to consider other matters and transactions that shall be decided by the shareholders' meeting as stipulated in the laws, administrative regulations, departmental rules, the regulatory rules of the place where the Company's shares are listed or these Articles of Association.</p> <p>The board of directors may be authorised by the shareholders' meeting to adopt resolutions on the issuance of corporate bonds.</p> <p>The above-mentioned functions and powers of the Shareholders' meeting shall not be exercised by the board of directors or other bodies and individuals on its behalf by way of delegation.</p> <p>The shareholders' meeting may authorise or delegate to the board of directors such matters as it may authorise or delegate, including, without limitation, at an annual meeting:</p>	<p>(13) to consider other matters and transactions that shall be decided by the shareholders' meeting as stipulated in the laws, administrative regulations, departmental rules, the regulatory rules of the place where the Company's shares are listed or these Articles of Association.</p> <p>The board of directors may be authorised by the shareholders' meeting to adopt resolutions on the issuance of corporate bonds.</p> <p>The above-mentioned functions and powers of the Shareholders' meeting shall not be exercised by the board of directors or other bodies and individuals on its behalf by way of delegation.</p> <p>The shareholders' meeting may authorise or delegate to the board of directors such matters as it may authorise or delegate, including, without limitation, at an annual meeting:</p>	

Original Articles	Amended Articles	Basis of amendment
<p>(1) Subject to applicable laws, regulations and listing rules, to grant a general mandate to the board of directors to issue, allot and deal with additional ordinary shares not exceeding 20% of the ordinary shares in issue (or such other proportion as may be required under applicable laws, regulations and listing rules) and to authorise the board of directors to make such consequential amendments to these Articles of Association as it may deem fit to reflect the new capital structure following the allotment or issuance of shares;</p> <p>(2) To authorise the board of directors to decide, within the scope of the amount of bonds that may be issued as authorised by the shareholders' meeting, the specific terms of the issuance of domestic short-term financing bonds, medium-term notes, corporate bonds, offshore U.S. dollar-denominated bonds and other debt financing instruments, as well as related matters in accordance with the needs of production and operation, capital expenditure and market conditions, including (without limitation) determining, within the scope of the aforesaid requirements, the amount of bonds to be issued, the interest rate, the maturity period, the counterparties to the issue, as well as the production, execution and disclosure of all necessary documents.</p>	<p>(1) Subject to applicable laws, regulations and listing rules, to grant a general mandate to the board of directors to issue, allot and deal with additional ordinary shares not exceeding 20% of the ordinary shares in issue (or such other proportion as may be required under applicable laws, regulations and listing rules) and to authorise the board of directors to make such consequential amendments to these Articles of Association as it may deem fit to reflect the new capital structure following the allotment or issuance of shares;</p> <p>(2) To authorise the board of directors to decide, within the scope of the amount of bonds that may be issued as authorised by the shareholders' meeting, the specific terms of the issuance of domestic short-term financing bonds, medium-term notes, corporate bonds, offshore U.S. dollar-denominated bonds and other debt financing instruments, as well as related matters in accordance with the needs of production and operation, capital expenditure and market conditions, including (without limitation) determining, within the scope of the aforesaid requirements, the amount of bonds to be issued, the interest rate, the maturity period, the counterparties to the issue, as well as the production, execution and disclosure of all necessary documents.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 51</b> The Company shall convene an extraordinary shareholders' meeting within 2 months from the date of the occurrence of the fact in any of the following cases:</p> <p>(1) when the number of directors is less than the number prescribed by the Company Law or two-thirds of the number as is provided in these Articles of Association;</p> <p>(2) when the losses of the Company that have not been made up has reached one-third of its total share capital;</p> <p>(3) upon written request of shareholders who individually or collectively hold more than 10% of the total number of shares carrying voting rights of the Company;</p> <p>(4) when deemed necessary by the board of directors;</p> <p>(5) when proposed by the <u>board of supervisors</u>;</p> <p>(6) any other circumstances as stipulated by laws, administrative regulations, departmental rules, regulatory rules in the place where the Company's shares are listed or the Articles of Associations.</p>	<p><b>Article 51</b> The Company shall convene an extraordinary shareholders' meeting within 2 months from the date of the occurrence of the fact in any of the following cases:</p> <p>(1) when the number of directors is less than the number prescribed by the Company Law or two-thirds of the number as is provided in these Articles of Association;</p> <p>(2) when the losses of the Company that have not been made up has reached one-third of its total share capital;</p> <p>(3) upon written request of shareholders who individually or collectively hold more than 10% of the total number of shares carrying voting rights of the Company;</p> <p>(4) when deemed necessary by the board of directors;</p> <p>(5) when proposed by the <b>audit committee</b>;</p> <p>(6) any other circumstances as stipulated by laws, administrative regulations, departmental rules, regulatory rules in the place where the Company's shares are listed or the Articles of Associations.</p>	<p>Article 49 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 53</b> When the Company convenes a shareholders' meeting, it shall engage a lawyer to issue a legal opinion on the following issues and make an announcement, unless otherwise required by the Hong Kong Listing Rules and the securities regulatory authorities of the place where the Company's shares are listed or no mandatory provisions have been made:</p> <p>(1) whether the summoning and convening procedures of the meeting have abided by laws, administrative regulations and these Articles of Association;</p> <p>(2) whether the qualifications of the persons attending the meeting and the qualifications of the convenor are legal and valid;</p> <p>(3) whether the voting procedures and voting results of the meeting are legal and valid;</p> <p>(4) legal opinions on other relevant issues as requested by the Company.</p>	<p><b>Article 53</b> When the Company convenes a shareholders' meeting, it shall engage a lawyer to issue a legal opinion on the following issues and make an announcement, unless otherwise required by the Hong Kong Listing Rules and the securities regulatory authorities of the place where the Company's shares are listed or no mandatory provisions have been made:</p> <p>(1) whether the summoning and convening procedures of the meeting have abided by <b>the provisions of</b> laws, administrative regulations and these Articles of Association;</p> <p>(2) whether the qualifications of the persons attending the meeting and the qualifications of the convenor are legal and valid;</p> <p>(3) whether the voting procedures and voting results of the meeting are legal and valid;</p> <p>(4) legal opinions on other relevant issues as requested by the Company.</p>	<p>Article 51 of the New Guidelines on Articles of Association</p>
<p><b>Article 54</b> <u>Meetings of shareholders' meeting shall be summoned by the board of directors.</u></p>	<p><b>Article 54</b> <b>Shareholders' meetings shall be convened by the board of directors on time within the specified period.</b></p>	<p>Article 52 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 55</b> Independent directors shall have the right to propose to the board of directors the convening of an extraordinary shareholders’ meeting. In response to a proposal by an independent director to convene an extraordinary shareholders’ meeting, the board of directors shall, in accordance with the laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are listed and the provisions of these Articles of Associations, provide written feedback on whether it agrees or disagrees with the convening of an extraordinary shareholders’ meeting within 10 days after receiving the proposal.</p> <p>If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice to convene the shareholders’ meeting within 5 days after a resolution of the board of directors is made; if the board of directors does not agree to convene an extraordinary shareholders’ meeting, it <u>will</u> state the reasons and announce such reasons.</p>	<p><b>Article 55 Subject to the consent of more than half of all the independent directors,</b> independent directors shall have the right to propose to the board of directors the convening of an extraordinary shareholders’ meeting. In response to a proposal by an independent director to convene an extraordinary shareholders’ meeting, the board of directors shall, in accordance with the laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are listed and the provisions of these Articles of Associations, provide written feedback on whether it agrees or disagrees with the convening of an extraordinary shareholders’ meeting within 10 days after receiving the proposal.</p> <p>If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice to convene the shareholders’ meeting within 5 days after a resolution of the board of directors is made; if the board of directors does not agree to convene an extraordinary shareholders’ meeting, it <b>shall</b> state the reasons and announce such reasons.</p>	<p>Article 52 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 56</b> <u>The board of supervisors shall have the right to propose to the board of directors the convening of an extraordinary shareholders’ meeting and shall submit the proposal in writing to the board of directors. The board of directors shall, in accordance with the laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are listed and the provisions of these Articles of Association, provide written feedback on whether it agrees or disagrees with the convening of the extraordinary shareholders’ meeting within 10 days after receiving the proposal.</u></p> <p>If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice to convene the shareholders’ meeting within 5 days after a resolution of the Board of Directors is made, and any changes to the original proposal in the notice shall be subject to the consent of the <u>board of supervisors</u>.</p> <p>If the board of directors does not agree to convene an extraordinary shareholders’ meeting or failed to provide feedback within 10 days after receiving the proposal, it shall be deemed that the board of directors is unable to perform or does not perform its duty to summon a meeting of the shareholders’ meeting, and the <u>board of supervisors</u> may summon and preside over the meeting on its own initiative.</p>	<p><b>Article 56</b> <b>Where the audit committee</b> proposes to the board of directors <b>for</b> the convening of an extraordinary shareholders’ meeting, <b>it</b> shall submit the proposal in writing to the board of directors. The board of directors shall, in accordance with the laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are listed and the provisions of these Articles of Association, provide written feedback on whether it agrees or disagrees with the convening of the extraordinary shareholders’ meeting within 10 days after receiving the proposal.</p> <p>If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice to convene the shareholders’ meeting within 5 days after a resolution of the Board of Directors is made, and any changes to the original proposal in the notice shall be subject to the consent of the <b>audit committee</b>.</p> <p>If the board of directors does not agree to convene an extraordinary shareholders’ meeting or failed to provide feedback within 10 days after receiving the proposal, it shall be deemed that the board of directors is unable to perform or does not perform its duty to summon a meeting of the shareholders’ meeting, and the <b>audit committee</b> may summon and preside over the meeting on its own initiative.</p>	<p>Article 53 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 57</b> <u>The</u> shareholders who individually or collectively hold more than 10% of the total number of shares carrying voting rights of the Company <u>shall have the right to request</u> the board of directors to convene an extraordinary shareholders' meeting <u>and</u> shall submit the request in writing to the board of directors. The board of directors shall, in accordance with the laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and the provisions of these Articles of Association, make a decision on whether to convene the extraordinary shareholders' meeting within 10 days from receiving the request and reply to the shareholders in writing.</p> <p>If the board of directors agrees to convene an extraordinary shareholders' meeting, it shall issue a notice to convene the shareholders' meeting within 5 days after a resolution of the board of directors is made, and any changes to the original request in the notice shall be subject to the consent of relevant shareholders.</p>	<p><b>Article 57</b> <b>Where the</b> shareholders who individually or collectively hold more than 10% of the total number of shares carrying voting rights of the Company request the board of directors to convene an extraordinary shareholders' meeting, <b>they</b> shall submit the request in writing to the board of directors. The board of directors shall, in accordance with the laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and the provisions of these Articles of Association, make a decision on whether to convene the extraordinary shareholders' meeting within 10 days from receiving the request and reply to the shareholders in writing.</p> <p>If the board of directors agrees to convene an extraordinary shareholders' meeting, it shall issue a notice to convene the shareholders' meeting within 5 days after a resolution of the board of directors is made, and any changes to the original request in the notice shall be subject to the consent of relevant shareholders.</p>	<p>Article 54 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>If the board of directors does not agree to convene an extraordinary shareholders' meeting or fails to provide feedback within 10 days after receiving the request, the shareholders who individually or collectively hold more than 10% of the Company's shares shall have the right to propose to the <u>board of supervisors</u> that an extraordinary shareholders' meeting be convened and that a motion be added to the agenda of the meeting, and shall submit their request in writing to the <u>board of supervisors</u>. The <u>board of supervisors</u> shall make a decision on whether to convene the extraordinary shareholders' meeting within 10 days from receiving the request and reply to the shareholders in writing.</p> <p>If the <u>board of supervisors</u> agrees to convene an extraordinary shareholders' meeting, it shall issue a notice to convene the shareholders' meeting within 5 days of receipt of the request, and any changes to the original request in the notice shall be subject to the consent of the relevant shareholders.</p> <p>If the <u>board of supervisors</u> fails to issue the notice of shareholders' meeting within the prescribed period, it shall be deemed that <u>the board of supervisors</u> would not summon and preside over the shareholders' meeting, and the shareholders who individually or collectively hold more than 10% of the Company's shares for over 90 consecutive days may summon and preside over the meeting on their own initiative.</p>	<p>If the board of directors does not agree to convene an extraordinary shareholders' meeting or fails to provide feedback within 10 days after receiving the request, the shareholders who individually or collectively hold more than 10% of the Company's shares shall have the right to propose to the <b>audit committee</b> that an extraordinary shareholders' meeting be convened and that a motion be added to the agenda of the meeting, and shall submit their request in writing to the <b>audit committee</b>. The <b>audit committee</b> shall make a decision on whether to convene the extraordinary shareholders' meeting within 10 days from receiving the request and reply to the shareholders in writing.</p> <p>If the <b>audit committee</b> agrees to convene an extraordinary shareholders' meeting, it shall issue a notice to convene the shareholders' meeting within 5 days of receipt of the request, and any changes to the original request in the notice shall be subject to the consent of the relevant shareholders.</p> <p>If the <b>audit committee</b> fails to issue the notice of shareholders' meeting within the prescribed period, it shall be deemed that the <b>board of supervisors</b> would not summon and preside over the shareholders' meeting, and the shareholders who individually or collectively hold more than 10% of the Company's shares for over 90 consecutive days may summon and preside over the meeting on their own initiative.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 58</b> Where the <u>board of supervisors</u> or the shareholders have decided to summon a shareholders' meeting on their own initiative, they shall notify the board of directors in writing and file with the stock exchange on which the Company's shares are listed (if necessary) in accordance with relevant laws and regulations and the Hong Kong Listing Rules.</p> <p>The shareholding of the summoning shareholders shall not be less than 10% before the announcement of the resolution of the shareholders' meeting.</p> <p>The <u>board of supervisors</u> or the summoning shareholder shall submit the relevant supporting documents (if necessary) to the stock exchange on which the Company's shares are listed in accordance with relevant laws and regulations and the Hong Kong Listing Rules when giving notice of the shareholders' meeting and when announcing the resolutions of the shareholders' meeting.</p>	<p><b>Article 58</b> Where the <b>audit committee</b> or the shareholders have decided to summon a shareholders' meeting on their own initiative, they shall notify the board of directors in writing and file with the stock exchange on which the Company's shares are listed (if necessary) in accordance with relevant laws and regulations and the Hong Kong Listing Rules.</p> <p>The shareholding of the summoning shareholders shall not be less than 10% before the announcement of the resolution of the shareholders' meeting.</p> <p>The <b>audit committee</b> or the summoning shareholder shall submit the relevant supporting documents (if necessary) to the stock exchange on which the Company's shares are listed in accordance with relevant laws and regulations and the Hong Kong Listing Rules when giving notice of the shareholders' meeting and when announcing the resolutions of the shareholders' meeting.</p>	<p>Article 55 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 59</b> The board of directors and the secretary to the board of directors shall cooperate with the shareholders’ meeting that is summoned by the <u>board of supervisors</u> or the shareholders on their own initiative. The board of directors <u>shall</u> provide the register of members as at the shareholding record date.</p>	<p><b>Article 59</b> The board of directors and the secretary to the board of directors shall cooperate with the shareholders’ meeting that is summoned by the <b>audit committee</b> or the shareholders on their own initiative. The board of directors <b>will</b> provide the register of members as at the shareholding record date.</p>	<p>Article 56 of the New Guidelines on Articles of Association</p>
<p><b>Article 60</b> For the shareholders’ meetings summoned by the <u>board of supervisors</u> or the shareholders on their own initiative, the expenses necessary for the meeting shall be borne by the Company.</p>	<p><b>Article 60</b> For the shareholders’ meetings summoned by the <b>audit committee</b> or the shareholders on their own initiative, the expenses necessary for the meeting shall be borne by the Company.</p>	<p>Article 57 of the New Guidelines on Articles of Association</p>
<p><b>Article 61</b> The content of the proposals <u>of shareholders’ meetings</u> shall fall within the scope of the functions and powers of the shareholders’ meeting, have clear topics and specific matters for resolution, and comply with the relevant provisions of laws, administrative regulations and these Articles of Association.</p>	<p><b>Article 61</b> The content of the proposals shall fall within the scope of the functions and powers of the shareholders’ meeting, have clear topics and specific matters for resolution, and comply with the relevant provisions of laws, administrative regulations and these Articles of Association.</p>	<p>Article 58 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 62</b> When the Company convenes a shareholders' meeting, the board of directors, the <u>board of supervisors</u> and the shareholders who individually or <u>collectively</u> hold more than 1% of the Company's shares shall be entitled to submit proposals to the Company.</p> <p>The shareholders who individually or collectively hold more than 1% of the Company's shares may make a provisional proposal and submit it in writing to the convener 10 days before the date of the shareholders' meeting. The provisional proposal shall have a clear topic for discussion and specific matters for resolution. The convener shall issue a supplementary notice of the shareholders' meeting within 2 days of receipt of the proposal, which shall include the content of the provisional proposal, and shall submit the provisional proposal to the shareholders' meeting for consideration, unless it is in violation of any law, administrative regulation or the Articles of Association or not within the scope of duties and powers of the shareholders' meeting. The Company shall not increase the shareholding of shareholders who submit the provisional proposal.</p>	<p><b>Article 62</b> When the Company convenes a shareholders' meeting, the board of directors, the <b>audit committee</b> and the shareholders who individually or <b>jointly</b> hold more than 1% of the Company's shares shall be entitled to submit proposals to the Company.</p> <p>The shareholders who individually or collectively hold more than 1% of the Company's shares may make a provisional proposal and submit it in writing to the convener 10 days before the date of the shareholders' meeting. The provisional proposal shall have a clear topic for discussion and specific matters for resolution. The convener shall issue a supplementary notice of the shareholders' meeting within 2 days of receipt of the proposal, which shall include the content of the provisional proposal, and shall submit the provisional proposal to the shareholders' meeting for consideration, unless it is in violation of any law, administrative regulation or the Articles of Association or not within the scope of duties and powers of the shareholders' meeting. The Company shall not increase the shareholding of shareholders who submit the provisional proposal.</p>	<p>Article 59 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>Except as provided for in the preceding paragraph, the convener shall not amend the proposals already specified in the notice of the shareholders' meeting or add new proposals after the notice of the shareholders' meeting has been issued.</p> <p>Proposals not specified in the notice of shareholders' meeting or not in compliance with the provisions of these Articles of Association shall not be voted on and resolved by the shareholders' meeting.</p>	<p>Except as provided for in the preceding paragraph, the convener shall not amend the proposals already specified in the notice of the shareholders' meeting or add new proposals after the notice of the shareholders' meeting has been issued.</p> <p>Proposals not specified in the notice of shareholders' meeting or not in compliance with the provisions of these Articles of Association shall not be voted on and resolved by the shareholders' meeting.</p>	
<p><b>Article 63</b> The convener shall notify shareholders by way of an announcement at least 21 days before the annual shareholders' meeting and the extraordinary shareholders' meeting <u>shall</u> be notified by way of an announcement 15 days before the meeting. The above period shall not include the day on which the meeting is convened. Where laws, regulations and the securities regulatory authorities of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p>	<p><b>Article 63</b> The convener shall notify shareholders by way of an announcement at least 21 days before the annual shareholders' meeting and the extraordinary shareholders' meeting <b>will</b> be notified by way of an announcement 15 days before the meeting. The above period shall not include the day on which the meeting is convened. Where laws, regulations and the securities regulatory authorities of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p>	<p>Article 60 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 64</b> The notice of a shareholders’ meeting shall contain the following particulars:</p> <p>(1) the time, venue and duration of the meeting;</p> <p>(2) matters and proposals submitted for consideration at the meeting;</p> <p>(3) contain a clear statement that: all ordinary shareholders (including preference shareholders with voting rights reinstated) are entitled to attend the shareholders’ meeting and may appoint a proxy in writing to attend and vote at the meeting, and that such proxy need not be a shareholder of the company;</p> <p>(4) the share registration date of shareholders entitled to attend the shareholders’ meeting;</p> <p>(5) name and telephone number of standing contact person for meeting services;</p> <p>(6) time and procedure for voting by online or other means;</p>	<p><b>Article 64</b> The notice of a shareholders’ meeting shall contain the following particulars:</p> <p>(1) the time, venue and duration of the meeting;</p> <p>(2) matters and proposals submitted for consideration at the meeting;</p> <p>(3) contain a clear statement that: all ordinary shareholders (including preference shareholders with voting rights reinstated) are entitled to attend the shareholders’ meeting and may appoint a proxy in writing to attend and vote at the meeting, and that such proxy need not be a shareholder of the company;</p> <p>(4) the share registration date of shareholders entitled to attend the shareholders’ meeting;</p> <p>(5) name and telephone number of standing contact person for meeting services;</p> <p>(6) time and procedure for voting by online or other means;</p>	<p>Article 61 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>(7) other requirements stipulated by laws, administrative regulations, departmental rules and regulations, securities regulatory rules of the place where the Company's shares are listed and these Articles of Association.</p> <p>Full and complete disclosure of the full particulars of all proposals, <u>as well as all information or explanations necessary to enable shareholders to make a reasonable judgement on the matters to be discussed</u> shall be made in the notice of shareholders' meeting and supplementary notice. <u>Where the matters to be discussed require the opinion of the independent non-executive directors, the opinion of the independent non-executive directors and the reasons therefor will be disclosed at the same time when the notice of shareholders' meeting or supplementary notice is issued.</u></p>	<p>(7) other requirements stipulated by laws, administrative regulations, departmental rules and regulations, securities regulatory rules of the place where the Company's shares are listed and these Articles of Association.</p> <p>Full and complete disclosure of the full particulars of all proposals shall be made in the notice of shareholders' meeting and supplementary notice.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 65</b> Where the shareholders' meeting is to discuss matters relating to the election of directors <u>and supervisors</u>, full details of the candidates for directors <u>and supervisors</u> will be disclosed in the notice of the shareholders' meeting, including at least the following particulars:</p> <p>(1) personal circumstances such as educational background, work experience and part-time employment;</p> <p>(2) whether there is a related party (connected) relationship with the Company or the Company's controlling shareholders and de facto controllers;</p> <p>(3) <u>disclosure of the number of shareholdings in the Company;</u></p> <p>(4) whether they have been penalized by the CSRC and other relevant authorities and subject to the disciplinary actions imposed by stock exchanges;</p> <p>(5) Information on newly appointed, re-elected or re-designated directors <u>or supervisors</u> as required to be disclosed by the securities regulatory rules of the place where the Company's shares are listed.</p> <p>Except for the election of directors <u>and supervisors</u> by cumulative voting, each candidate for director <u>or supervisor</u> shall be put forward by a single proposal.</p>	<p><b>Article 65</b> Where the shareholders' meeting is to discuss matters relating to the election of directors, full details of the candidates for directors will be disclosed in the notice of the shareholders' meeting, including at least the following particulars:</p> <p>(1) personal circumstances such as educational background, work experience and part-time employment;</p> <p>(2) whether there is a related party (connected) relationship with the Company or the Company's controlling shareholders and de facto controllers;</p> <p>(3) the number of shareholdings in the Company;</p> <p>(4) whether they have been penalized by the CSRC and other relevant authorities and subject to the disciplinary actions imposed by stock exchanges;</p> <p>(5) Information on newly appointed, re-elected or re-designated directors as required to be disclosed by the securities regulatory rules of the place where the Company's shares are listed.</p> <p>Except for the election of directors by cumulative voting, each candidate for director shall be put forward by a single proposal.</p>	<p>Article 62 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 69</b> A shareholder may attend a shareholders’ meeting in person or appoint a proxy to attend and vote on his behalf. Each shareholder has the right to appoint one or several proxy/proxies, while the proxy does need to be a shareholder of the Company. If a shareholder is a recognised clearing house as defined in the relevant ordinances enacted from time to time in Hong Kong (or its proxy), such shareholder may authorize the corporate representative(s) or one or more persons as it thinks fit to act as its representative(s) at any shareholders’ meeting. If an individual shareholder attends the meeting in person, he/she should present his/her ID card or other valid documents or proofs that can identify him/her, <u>as well as his/her stock account card</u>; if <u>he/she proxies another person to attend</u> the meeting, such proxy should present his/her own valid identity document and the power of attorney of the shareholder.</p>	<p><b>Article 69</b> A shareholder may attend a shareholders’ meeting in person or appoint a proxy to attend and vote on his behalf. Each shareholder has the right to appoint one or several proxy/proxies, while the proxy does need to be a shareholder of the Company. If a shareholder is a recognised clearing house as defined in the relevant ordinances enacted from time to time in Hong Kong (or its proxy), such shareholder may authorize the corporate representative(s) or one or more persons as it thinks fit to act as its representative(s) at any shareholders’ meeting. If an individual shareholder attends the meeting in person, he/she should present his/her ID card or other valid documents or proofs that can identify him/her; if <b>attending</b> the meeting <b>on others’ behalf</b>, such proxy should present his/her own valid identity document and the power of attorney of the shareholder.</p>	<p>Article 66 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>A corporate shareholder shall be represented at the meeting by its legal representative or a proxy appointed by such legal representative. If a legal representative attends the meeting, he/she shall present his/her identity card and a valid certificate proving that he/she has the qualification of a legal representative; if <u>he/she appoints a proxy to attend</u> the meeting, the proxy shall present his/her identity card and a written power of attorney or a form of appointment of a proxy issued in accordance with the law by the legal representative of the corporate shareholder unit. If the legal person shareholder has appointed a proxy to attend any meeting, it will be deemed to be present in person. (save for a recognised clearing house as defined in the relevant ordinances enacted from time to time in Hong Kong (or its proxy)).</p>	<p>A corporate shareholder shall be represented at the meeting by its legal representative or a proxy appointed by such legal representative. If a legal representative attends the meeting, he/she shall present his/her identity card and a valid certificate proving that he/she has the qualification of a legal representative; if a proxy <b>attends</b> the meeting, the proxy shall present his/her identity card and a written power of attorney or a form of appointment of a proxy issued in accordance with the law by the legal representative of the corporate shareholder unit. If the legal person shareholder has appointed a proxy to attend any meeting, it will be deemed to be present in person. (save for a recognised clearing house as defined in the relevant ordinances enacted from time to time in Hong Kong (or its proxy)).</p>	

Original Articles	Amended Articles	Basis of amendment
<p>Where the shareholder is a recognised clearing house (or its proxy) defined by the relevant ordinances enacted from time to time in Hong Kong, the shareholder may authorize one or more persons it considers appropriate as its representative(s) at any shareholders' meeting and creditors' meeting; however, if more than one person are so authorized, the proxy form or power of attorney shall specify the number and class of shares in respect of which each such person is authorized, and the power of attorney shall be issued under the hand of an authorised personnel of the recognised clearing house. The person(s) so authorised may represent the recognised clearing house (or its proxy) to attend the meeting and exercise the rights equivalent to those of other shareholders as prescribed by the law, including the right to speak and the right to vote, without the need to show the shareholding certificate, notarized power of attorney and/or further evidence to prove that they have been duly authorized, as if such person(s) were individual shareholder(s) of the Company.</p>	<p>Where the shareholder is a recognised clearing house (or its proxy) defined by the relevant ordinances enacted from time to time in Hong Kong, the shareholder may authorize one or more persons it considers appropriate as its representative(s) at any shareholders' meeting and creditors' meeting; however, if more than one person are so authorized, the proxy form or power of attorney shall specify the number and class of shares in respect of which each such person is authorized, and the power of attorney shall be issued under the hand of an authorised personnel of the recognised clearing house. The person(s) so authorised may represent the recognised clearing house (or its proxy) to attend the meeting and exercise the rights equivalent to those of other shareholders as prescribed by the law, including the right to speak and the right to vote, without the need to show the shareholding certificate, notarized power of attorney and/or further evidence to prove that they have been duly authorized, as if such person(s) were individual shareholder(s) of the Company.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 72</b> Where a power of attorney for voting is signed by a person authorised by the principal, the power of attorney or other document authorising the signing of the power of attorney shall be notarised. The notarised power of attorney or other authorization document, as well as the power of attorney for voting shall be deposited at the Company’s domicile or at such other place as may be specified in the notice summoning the meeting.</p> <p><u>If the proxy is a legal person, its legal representative or a person authorised by a resolution of its board of directors or other decision-making body shall attend the shareholders’ meeting of the Company as a representative.</u></p>	<p><b>Article 72</b> Where a power of attorney for voting is signed by a person authorised by the principal, the power of attorney or other document authorising the signing of the power of attorney shall be notarised. The notarised power of attorney or other authorization document, as well as the power of attorney for voting shall be deposited at the Company’s domicile or at such other place as may be specified in the notice summoning the meeting.</p>	<p>Article 68 of the New Guidelines on Articles of Association</p>
<p><b>Article 73</b> The register of meetings for those attending the meeting shall be produced by the Company. The register of meetings shall contain the names (or names of entities), identity card number or unified social credit identifier of the enterprise, <u>domicile or addresses,</u> the amount of shares held or represented with voting rights, and the names (or names of entities) of proxies, etc. of those attending the meetings.</p>	<p><b>Article 73</b> The register of meetings for those attending the meeting shall be produced by the Company. The register of meetings shall contain the names (or names of entities), identity card number or unified social credit identifier of the enterprise, the amount of shares held or represented with voting rights, and the names (or names of entities) of proxies, etc. of those attending the meetings.</p>	<p>Article 69 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 74</b> The convener will jointly verify the legitimacy of the shareholders' qualifications based on the register of shareholders provided by the securities registering and clearing organisation and register their names (company's name) and the number of shares held with voting rights. Registration of the meeting shall be closed before the presiding officer announces the number of shareholders and proxies present at the meeting and the total number of shares with voting rights.</p>	<p><b>Article 74</b> The convener <b>and the lawyer engaged by the Company</b> will jointly verify the legitimacy of the shareholders' qualifications based on the register of shareholders provided by the securities registering and clearing organisation and register their names (company's name) and the number of shares held with voting rights. Registration of the meeting shall be closed before the presiding officer announces the number of shareholders and proxies present at the meeting and the total number of shares with voting rights.</p>	<p>Article 70 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 76</b> A shareholders’ meeting shall be presided over by the chairman of the board of directors. If the chairman of the board of directors is unable to perform his duties or does not perform his duties, a director jointly elected by more than half of the directors shall preside over the meeting.</p> <p>The <u>chairman of the board of supervisors</u> shall preside over the shareholders’ meeting summoned by the <u>board of supervisors</u> on its own initiative. If the <u>chairman of the board of supervisors</u> is unable to perform his duties or does not perform his duties, a <u>supervisor</u> jointly elected by more than half of the <u>supervisors</u> shall preside over the meeting.</p> <p>A shareholders’ meeting summoned by the shareholders on their own initiative shall be presided over by a representative elected by the convener.</p> <p>When convening a shareholders’ meeting, in the event that the presiding officer of a shareholders’ meeting is unable to continue the meeting in violation of the rules of procedure, the shareholders’ meeting may, with the consent of a majority of the shareholders present at the shareholders’ meeting with voting rights, select a person to act as the presiding officer and continue with the meeting.</p>	<p><b>Article 76</b> A shareholders’ meeting shall be presided over by the chairman of the board of directors. If the chairman of the board of directors is unable to perform his duties or does not perform his duties, a director jointly elected by more than half of the directors shall preside over the meeting.</p> <p>The <b>convener of the audit committee</b> shall preside over the shareholders’ meeting summoned by the <b>audit committee</b> on its own initiative. If the <b>convener of the audit committee</b> is unable to perform his duties or does not perform his duties, a <b>member of the audit committee</b> jointly elected by more than half of the <b>members of the audit committee</b> shall preside over the meeting.</p> <p>A shareholders’ meeting summoned by the shareholders on their own initiative shall be presided over by <b>the convener or</b> a representative elected by the convener.</p> <p>When convening a shareholders’ meeting, in the event that the presiding officer of a shareholders’ meeting is unable to continue the meeting in violation of the rules of procedure, the shareholders’ meeting may, with the consent of a majority of the shareholders present at the shareholders’ meeting with voting rights, select a person to act as the presiding officer and continue with the meeting.</p>	<p>Article 72 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 81</b> Shareholders' meetings shall have minutes, which shall be maintained by the secretary to the board of directors. Such minutes shall record the following particulars:</p> <p>(1) the time and place of the meeting, the agenda and the name or company's name of the convener;</p> <p>(2) The presiding officer of the meeting and the names of the directors, <u>supervisors, general managers and other senior management personnel attending or present at the meeting;</u></p> <p>(3) The number of shareholders and proxies attending the meeting, the total number of shares with voting rights and the proportion of the total number of shares of the Company;</p> <p>(4) The consideration process, major points of speeches and voting results of each proposal;</p> <p>(5) Shareholders' queries or suggestions and the corresponding answers or explanations;</p>	<p><b>Article 81</b> Shareholders' meetings shall have minutes, which shall be maintained by the secretary to the board of directors. Such minutes shall record the following particulars:</p> <p>(1) the time and place of the meeting, the agenda and the name or company's name of the convener;</p> <p>(2) The presiding officer of the meeting and the names of the directors and senior management personnel present at the meeting;</p> <p>(3) The number of shareholders and proxies attending the meeting, the total number of shares with voting rights and the proportion of the total number of shares of the Company;</p> <p>(4) The consideration process, major points of speeches and voting results of each proposal;</p> <p>(5) Shareholders' queries or suggestions and the corresponding answers or explanations;</p>	<p>Article 77 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>(6) The name of the counting officers and scrutineers;</p> <p>(7) Such other matters as required by these Articles of Association that shall be entered in the minutes of the meeting.</p>	<p>(6) The name of the <b>lawyers and</b> counting officers and scrutineers;</p> <p>(7) Such other matters as required by these Articles of Association that shall be entered in the minutes of the meeting.</p>	
<p><b>Article 84</b> Resolutions at the shareholders’ meeting shall be divided into ordinary resolutions and special resolutions.</p> <p>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 (<u>including proxies</u>).</p> <p>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 (<u>including proxies</u>).</p>	<p><b>Article 84</b> Resolutions at the shareholders’ meeting shall be divided into ordinary resolutions and special resolutions.</p> <p>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.</p> <p>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.</p>	<p>Article 80 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 85</b> The following matters shall be adopted by an ordinary resolution of the shareholders' meeting:</p> <ol style="list-style-type: none"> <li>(1) working reports of the board of directors <u>and the board of supervisors</u>;</li> <li>(2) projects in relation to profit distribution and loss recovery prepared by the board of directors;</li> <li>(3) the appointment and removal of members of the board of directors <u>and members of the supervisory board who are not employee representative supervisors</u> (removing any director before the expiry of his term of office, provided that such removal shall be without prejudice to any claim for damages by such director under any agreement) and their remuneration and the means of payment thereof;</li> <li>(4) annual report of the Company;</li> <li>(5) the engagement and dismissal of the accounting firm providing regular audit service to the Company and determination of its remuneration;</li> <li>(6) matters other than those prescribed by laws, administrative regulations, the listing rules of the stock exchange of the place where the Company's shares are listed or these Articles of Association that shall be adopted by special resolution.</li> </ol>	<p><b>Article 85</b> The following matters shall be adopted by an ordinary resolution of the shareholders' meeting:</p> <ol style="list-style-type: none"> <li>(1) working reports of the board of directors;</li> <li>(2) projects in relation to profit distribution and loss recovery prepared by the board of directors;</li> <li>(3) the appointment and removal of members of the board of directors (removing any director before the expiry of his term of office, provided that such removal shall be without prejudice to any claim for damages by such director under any agreement) and their remuneration and the means of payment thereof;</li> <li>(4) annual report of the Company;</li> <li>(5) the engagement and dismissal of the accounting firm providing regular audit service to the Company and determination of its remuneration;</li> <li>(6) matters other than those prescribed by laws, administrative regulations, the listing rules of the stock exchange of the place where the Company's shares are listed or these Articles of Association that shall be adopted by special resolution.</li> </ol>	<p>Article 81 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 93</b> The number of votes under the cumulative voting system shall be determined as follows:</p> <p>(1) As regards the election of non-independent non-executive directors <u>or supervisors</u>, the number of shares held by each shareholder multiplied by the product of the number of non-independent non-executive directors <u>or supervisors</u> to be elected at this shareholders' meeting shall be the cumulative number of votes cast by such shareholder; for the election of independent non-executive directors, the number of shares held by each shareholder multiplied by the product of the number of independent non-executive directors to be elected at this shareholders' meeting shall be the cumulative number of votes cast by such shareholder;</p>	<p><b>Article 93</b> The number of votes under the cumulative voting system shall be determined as follows:</p> <p>(1) As regards the election of non-independent non-executive directors, the number of shares held by each shareholder multiplied by the product of the number of non-independent non-executive directors to be elected at this shareholders' meeting shall be the cumulative number of votes cast by such shareholder; for the election of independent non-executive directors, the number of shares held by each shareholder multiplied by the product of the number of independent non-executive directors to be elected at this shareholders' meeting shall be the cumulative number of votes cast by such shareholder;</p>	<p>The Company intends to abolish the board of supervisors and delete the relevant provisions</p>

Original Articles	Amended Articles	Basis of amendment
<p>(2) In the event of multiple rounds of election at a shareholders' meeting, the cumulative votes of the shareholders shall be recalculated based on the number of directors <u>or supervisors</u> to be elected in each round of election;</p> <p>(3) The secretary to the board of directors of the Company shall announce the cumulative number of votes cast by the shareholders before each round of cumulative voting, and in the event that the independent non-executive directors of the Company, <u>supervisors of the Company</u>, scrutineers of the current shareholders' meeting or the witness lawyer have any disagreement with the announced results, verification shall be immediately carried out.</p>	<p>(2) In the event of multiple rounds of election at a shareholders' meeting, the cumulative votes of the shareholders shall be recalculated based on the number of directors to be elected in each round of election;</p> <p>(3) The secretary to the board of directors of the Company shall announce the cumulative number of votes cast by the shareholders before each round of cumulative voting, and in the event that the independent non-executive directors of the Company, scrutineers of the current shareholders' meeting or the witness lawyer have any disagreement with the announced results, verification shall be immediately carried out.</p>	

Original Articles	Amended Articles	Basis of amendment
<p>The means of voting for the cumulative voting system shall be as follows:</p> <p>(1) As regards the election of independent non-executive directors, each shareholder is entitled to a cumulative number of votes equal to the product of the number of shares held by him/her multiplied by the number of independent non-executive directors that he/she has the right to elect, and such votes can only be cast for independent non-executive director candidates; for the election of non-independent non-executive directors, each shareholder is entitled to a cumulative number of votes equal to the product of the number of shares held by him/her multiplied by the number of non-independent non-executive directors that he/she has the right to elect, and such votes can only be cast for non-independent non-executive director candidates;</p> <p>(2) <u>As regards the election of supervisors, each shareholder is entitled to a cumulative number of votes equal to the product of the number of shares held by him/her multiplied by the number of supervisors to be elected, and such votes can only be cast for supervisor candidates.</u></p>	<p>The means of voting for the cumulative voting system shall be as follows:</p> <p>As regards the election of independent non-executive directors, each shareholder is entitled to a cumulative number of votes equal to the product of the number of shares held by him/her multiplied by the number of independent non-executive directors that he/she has the right to elect, and such votes can only be cast for independent non-executive director candidates; for the election of non-independent non-executive directors, each shareholder is entitled to a cumulative number of votes equal to the product of the number of shares held by him/her multiplied by the number of non-independent non-executive directors that he/she has the right to elect, and such votes can only be cast for non-independent non-executive director candidates.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 95</b> Except for the cumulative voting system, the shareholders’ meeting shall vote on all proposals one by one, and if there are different proposals on the same matter, they will be voted on in the chronological order in which they are put forward. The shareholders’ meeting <u>shall</u> not set aside or withhold a vote on a proposal, except for special reasons such as force majeure, which causes the shareholders’ meeting to be suspended or unable to make a resolution.</p>	<p><b>Article 95</b> Except for the cumulative voting system, the shareholders’ meeting shall vote on all proposals one by one, and if there are different proposals on the same matter, they will be voted on in the chronological order in which they are put forward. The shareholders’ meeting <b>will</b> not set aside or withhold a vote on a proposal, except for special reasons such as force majeure, which causes the shareholders’ meeting to be suspended or unable to make a resolution.</p>	<p>Article 87 of the New Guidelines on Articles of Association</p>
<p><b>Article 96</b> The proposal will not be amended when it is considered at the shareholders’ meeting. <u>Otherwise, the change in question</u> shall be considered as a new proposal and cannot be voted on at the shareholders’ meeting for the time being.</p>	<p><b>Article 96</b> The proposal will not be amended when it is considered at the shareholders’ meeting. <b>If amended, it</b> shall be considered as a new proposal and cannot be voted on at the shareholders’ meeting for the time being.</p>	<p>Article 88 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 99</b> Before voting on a proposal at a shareholders' meeting, two representatives of shareholders shall be elected to take part in the counting and supervision of votes. If the matter under consideration is of interest to a shareholder, the relevant shareholders and their proxy shall not participate in the counting and supervision of votes.</p> <p>When a proposal is voted on at a shareholders' meeting, the lawyer (if any), the shareholder's representative <u>and the supervisors' representative</u>, together with other relevant personnel appointed in accordance with the securities regulatory rules of the place where the Company's shares are listed, shall be responsible for counting and scrutinizing the votes in accordance with the aforesaid rules, and the results of the vote shall be announced on site, and the results of the vote on the resolution shall be recorded in the minutes of the meeting.</p> <p>Shareholders of the Company or their proxy who vote via online or other means are entitled to check their votes through the corresponding voting system.</p>	<p><b>Article 99</b> Before voting on a proposal at a shareholders' meeting, two representatives of shareholders shall be elected to take part in the counting and supervision of votes. If the matter under consideration is of interest to a shareholder, the relevant shareholders and their proxy shall not participate in the counting and supervision of votes.</p> <p>When a proposal is voted on at a shareholders' meeting, the lawyer (if any), the shareholder's representative, together with other relevant personnel appointed in accordance with the securities regulatory rules of the place where the Company's shares are listed, shall be responsible for counting and scrutinizing the votes in accordance with the aforesaid rules, and the results of the vote shall be announced on site, and the results of the vote on the resolution shall be recorded in the minutes of the meeting.</p> <p>Shareholders of the Company or their proxy who vote via online or other means are entitled to check their votes through the corresponding voting system.</p>	<p>Article 91 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 107</b> The directors of the Company shall be natural persons, a person who is applicable to any one of the following circumstances shall not become a director of the Company:</p> <p>(1) with no capacity for civil conduct or limited capacity for civil conduct;</p> <p>(2) being sentenced to criminal punishment for corruption, bribery, embezzlement of properties, misappropriation of properties or sabotaging the order of socialist market economy, or being deprived of their political rights for committing a crime, where not more than 5 years have elapsed since the expiration of the period of deprivation, or being announced on probation, where not more than 2 years have elapsed since the date of completion of the probation period;</p> <p>(3) a former director, factory principal or general manager of a company or enterprise which has become insolvent and has been liquidated and who is personally liable for the insolvency of such company or enterprise, where less than 3 years have elapsed since the date of completion of the insolvency and liquidation of such company or enterprise;</p>	<p><b>Article 107</b> The directors of the Company shall be natural persons, a person who is applicable to any one of the following circumstances shall not become a director of the Company:</p> <p>(1) with no capacity for civil conduct or limited capacity for civil conduct;</p> <p>(2) being sentenced to criminal punishment for corruption, bribery, embezzlement of properties, misappropriation of properties or sabotaging the order of socialist market economy, or being deprived of their political rights for committing a crime, where not more than 5 years have elapsed since the expiration of the period of deprivation, or being announced on probation, where not more than 2 years have elapsed since the date of completion of the probation period;</p> <p>(3) a former director, factory principal or general manager of a company or enterprise which has become insolvent and has been liquidated and who is personally liable for the insolvency of such company or enterprise, where less than 3 years have elapsed since the date of completion of the insolvency and liquidation of such company or enterprise;</p>	<p>Article 99 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>(4) a former legal representative of a company or enterprise, the business license of which was revoked or such company or enterprise was ordered to shut down due to violation of law and such person is personally liable for such consequences, where less than 3 years have elapsed since the date of the revocation of business license of or being ordered to close such company or enterprise;</p> <p>(5) being listed as a defaulter subject to enforcement by the People’s Court for being liable for relatively large amount of personal debt which has become overdue;</p> <p>(6) has been subject to a securities market entry prohibition measure imposed by the CSRC, and the period of the prohibition has not lapsed;</p>	<p>(4) a former legal representative of a company or enterprise, the business license of which was revoked or such company or enterprise was ordered to shut down due to violation of law and such person is personally liable for such consequences, where less than 3 years have elapsed since the date of the revocation of business license of or being ordered to close such company or enterprise;</p> <p>(5) being listed as a defaulter subject to enforcement by the People’s Court for being liable for relatively large amount of personal debt which has become overdue;</p> <p>(6) has been subject to a securities market entry prohibition measure imposed by the CSRC, and the period of the prohibition has not lapsed;</p>	

Original Articles	Amended Articles	Basis of amendment
<p>(7) having been publicly determined by a stock exchange to be unsuitable to serve as director or senior management personnel of a listed company, where the prescribed period of such determination has not yet expired;</p> <p>(8) other circumstances required by laws, administrative regulations, departmental rules, prescriptive documents, regulatory rules in the place where the Company's shares are listed or relevant regulatory authorities.</p> <p>Any election or appointment in violation of the provisions of this Article shall be null and void. The Company <u>shall</u> dismiss a director from office and terminate his/her duties if the circumstances under this Article arise during his or her term of office.</p>	<p>(7) having been publicly determined by a stock exchange to be unsuitable to serve as director or senior management personnel of a listed company, where the prescribed period of such determination has not yet expired;</p> <p>(8) other circumstances required by laws, administrative regulations, departmental rules, prescriptive documents, regulatory rules in the place where the Company's shares are listed or relevant regulatory authorities.</p> <p>Any election or appointment in violation of the provisions of this Article shall be null and void. The Company <b>will</b> dismiss a director from office and terminate his/her duties if the circumstances under this Article arise during his or her term of office.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 109</b> The directors shall comply with the laws, administrative regulations, departmental rules and regulations, the listing rules of the stock exchange of the place where the Company’s shares are listed and these Articles of Association, and shall take measures to avoid conflicts of interest between their own interests and those of the Company and shall not take advantage of their positions to seek improper benefits.</p> <p>The directors shall owe the following duties of loyalty to the company:</p> <p>(1) not to expropriate the property of the Company and misappropriate the funds of the Company;</p> <p>(2) not to open accounts in which the funds of the Company are deposited in his or her personal name or in the name of other individuals;</p> <p>(3) not to exploit his/her position to bribe or accept other illegal income;</p>	<p><b>Article 109</b> The directors shall comply with the laws, administrative regulations, departmental rules and regulations, the listing rules of the stock exchange of the place where the Company’s shares are listed and these Articles of Association, and shall <b>assume the obligation of loyalty to the Company and</b> take measures to avoid conflicts of interest between their own interests and those of the Company and shall not take advantage of their positions to seek improper benefits.</p> <p>The directors shall owe the following duties of loyalty to the company:</p> <p>(1) not to expropriate the property of the Company and misappropriate the funds of the Company;</p> <p>(2) not to open accounts in which the funds of the Company are deposited in his or her personal name or in the name of other individuals;</p> <p>(3) not to exploit his/her position to bribe or accept other illegal income;</p>	<p>Article 101 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>(4) not to enter into contracts or conduct transactions with the Company in contravention of the provisions of these Articles of Association; a director who directly or indirectly enters into contracts or conducts transactions with the Company shall report to the board of directors or the shareholders' meeting on the matters relating to the entering into of the contract or transaction, and a resolution shall be passed by the board of directors or the shareholders' meeting in accordance with the provisions of the Articles of Association (close family members of the director, enterprises directly or indirectly controlled by the director or his/her close family members, and related (associated) persons who have other related (associated) relationships with the directors, the same applies to entering into contracts or conducting transactions with the Company);</p>	<p>(4) not to enter into contracts or conduct transactions with the Company in contravention of the provisions of these Articles of Association; a director who directly or indirectly enters into contracts or conducts transactions with the Company shall report to the board of directors or the shareholders' meeting on the matters relating to the entering into of the contract or transaction, and a resolution shall be passed by the board of directors or the shareholders' meeting in accordance with the provisions of the Articles of Association (close family members of the director, enterprises directly or indirectly controlled by the director or his/her close family members, and related (associated) persons who have other related (associated) relationships with the directors, the same applies to entering into contracts or conducting transactions with the Company);</p>	

Original Articles	Amended Articles	Basis of amendment
<p>(5) not to use the convenience of his/her office to secure for himself/herself or others business opportunities that belong to the Company, except for any of the following situations:</p> <ol style="list-style-type: none"> <li>1. after reporting to the board of directors or shareholders' meeting and being approved through a resolution of board of directors or shareholders' meeting in accordance with the provisions of the Articles of Association;</li> <li>2. where the Company cannot take such business opportunities in accordance with the provisions of laws, administrative regulations, or the Articles of Association.</li> </ol>	<p>(5) not to use the convenience of his/her office to secure for himself/herself or others business opportunities that belong to the Company, except for any of the following situations:</p> <ol style="list-style-type: none"> <li>1. after reporting to the board of directors or shareholders' meeting and being approved through a resolution of board of directors or shareholders' meeting in accordance with the provisions of the Articles of Association;</li> <li>2. where the Company cannot take such business opportunities in accordance with the provisions of laws, administrative regulations, or the Articles of Association.</li> </ol>	

Original Articles	Amended Articles	Basis of amendment
(6) not to carry on a business of the same kind as that of the Company for himself or for others, without reporting to the board of directors or shareholders' meeting and without being approved by the board of directors through resolution in accordance with the provisions of the Articles of Association;	(6) not to carry on a business of the same kind as that of the Company for himself or for others, without reporting to the board of directors or shareholders' meeting and without being approved by the board of directors through resolution in accordance with the provisions of the Articles of Association;	
(7) not to accept commissions for their own benefit in respect of others' transactions with the Company;	(7) not to accept commissions for their own benefit in respect of others' transactions with the Company;	
(8) no unauthorised disclosure of secrets of the Company;	(8) no unauthorised disclosure of secrets of the Company;	
(9) not to use their related party (connected) relationship to the detriment of interests of the Company;	(9) not to use their related party (connected) relationship to the detriment of interests of the Company;	
(10) other duties of loyalty as stipulated by laws, administrative regulations, departmental rules and these Articles of Association.	(10) other duties of loyalty as stipulated by laws, administrative regulations, departmental rules and these Articles of Association.	

Original Articles	Amended Articles	Basis of amendment
<p>Any directors' income in contravention of the provisions of this Article shall belong to the Company; for any damages incurred to the Company, such director shall be liable for compensation.</p> <p>Where the board of directors resolves on a matter specified in item (4), (5) and (6) of paragraph 1 of this Article, the related directors shall not participate in the voting and their voting rights shall not be counted towards the total number of voting rights. If less than three unrelated directors attend the board meeting, the matter shall be submitted to the shareholders' meeting for consideration.</p>	<p>Any directors' income in contravention of the provisions of this Article shall belong to the Company; for any damages incurred to the Company, such director shall be liable for compensation.</p> <p>Where the board of directors resolves on a matter specified in item (4), (5) and (6) of paragraph 1 of this Article, the related directors shall not participate in the voting and their voting rights shall not be counted towards the total number of voting rights. If less than three unrelated directors attend the board meeting, the matter shall be submitted to the shareholders' meeting for consideration.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 110</b> The directors shall comply with the laws, administrative regulations and these Articles of Association and shall perform their duties to a standard that is reasonably required of a manager in the best interest of the Company, and owe the following duties of diligence to the Company:</p> <p>(1) exercise the rights conferred by the Company in a prudent, conscientious and diligent manner so as to ensure that the Company's business conduct complies with the requirements of state laws, administrative regulations and various national economic policies and that its business activities do not exceed the scope of business as stipulated in its business licence;</p> <p>(2) treat all shareholders fairly;</p> <p>(3) keep abreast of the operation and management of the Company's businesses;</p>	<p><b>Article 110</b> The directors shall comply with the laws, administrative regulations and these Articles of Association and shall <b>assume the duty of diligence to the Company</b> and perform their duties to a standard that is reasonably required of a manager in the best interest of the Company.</p> <p><b>The directors</b> owe the following duties of diligence to the Company:</p> <p>(1) exercise the rights conferred by the Company in a prudent, conscientious and diligent manner so as to ensure that the Company's business conduct complies with the requirements of state laws, administrative regulations and various national economic policies and that its business activities do not exceed the scope of business as stipulated in its business licence;</p> <p>(2) treat all shareholders fairly;</p> <p>(3) keep abreast of the operation and management of the Company's businesses;</p>	<p>Article 102 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>(4) sign a written confirmation of the Company’s periodic reports. Ensure that the information disclosed by the Company shall be true, accurate and complete;</p> <p>(5) truthfully provide relevant information and data to the <u>board of supervisors</u> and shall not obstruct the <u>board of supervisors or individual supervisors</u> in the exercise of their powers;</p> <p>(6) other duty of diligence stipulated by laws, administrative regulations, departmental rules, these Articles of Association and the regulatory rules of the place where the Company’s shares are listed.</p> <p>Where the controlling shareholders or de facto controllers of the Company do not serve as directors of the Company but actually carry out the businesses of the Company, the relevant provisions of the preceding article and this article shall apply.</p>	<p>(4) sign a written confirmation of the Company’s periodic reports. Ensure that the information disclosed by the Company shall be true, accurate and complete;</p> <p>(5) truthfully provide relevant information and data to the <b>audit committee</b> and shall not obstruct the <b>audit committee</b> in the exercise of their powers;</p> <p>(6) other duty of diligence stipulated by laws, administrative regulations, departmental rules, these Articles of Association and the regulatory rules of the place where the Company’s shares are listed.</p> <p>Where the controlling shareholders or de facto controllers of the Company do not serve as directors of the Company but actually carry out the businesses of the Company, the relevant provisions of the preceding article and this article shall apply.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 113</b> The Company has established a management system for director resignations, clearly specifying the accountability and compensation measures for unfulfilled public commitments and other outstanding matters. A director shall complete all formalities for handing over to the board of directors when his resignation takes effect or when his term of office expires, and his duty of loyalty to the Company and its shareholders shall not ipso facto be discharged at the end of his term of office, and shall remain valid for three years after his resignation takes effect or his term of office expires. The responsibility that a director bears during their term of office due to the performance of his/her duties shall not be waived or terminated upon leaving office.</p> <p>After a director’s resignation takes effect or his term of office expires, his obligation to keep the Company’s trade secrets confidential shall remain effective after his term of office ends, and he shall not use the Company’s core techniques he possesses to engage in same or similar businesses as those of the Company. The duration of the other obligations shall be determined on an equitable basis, depending on the length of time between the event and the departure from office and the circumstances and conditions under which the relationship with the Company ends.</p>	<p><b>Article 113</b> The Company has established a management system for director resignations, clearly specifying the accountability and compensation measures for unfulfilled public commitments and other outstanding matters. A director shall complete all formalities for handing over to the board of directors when his/<b>her</b> resignation takes effect or when his/<b>her</b> term of office expires, and his/<b>her</b> duty of loyalty to the Company and its shareholders shall not ipso facto be discharged at the end of his term of office, and shall remain valid for three years after his/<b>her</b> resignation takes effect or his/<b>her</b> term of office expires. The responsibility that a director bears during their term of office due to the performance of his/<b>her</b> duties shall not be waived or terminated upon leaving office.</p> <p>After a director’s resignation takes effect or his/<b>her</b> term of office expires, his/<b>her</b> obligation to keep the Company’s trade secrets confidential shall remain effective after his term of office ends, and he/<b>she</b> shall not use the Company’s core techniques he possesses to engage in same or similar businesses as those of the Company. The duration of the other obligations shall be determined on an equitable basis, depending on the length of time between the event and the departure from office and the circumstances and conditions under which the relationship with the Company ends.</p>	<p>Article 105 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><u>Article 118</u> The Company shall have a board of directors, which shall be accountable to the shareholders' meeting.</p>	/	This article is deleted according to the new Company Law, which strengthens the independent status of the board of directors
<p><b>Article 119</b> The board of directors shall consist of seven directors and shall have one chairman, one of them shall be staff representative director and at least three of them shall be independent non-executive directors, who shall make up not less than one-third of the number of directors of the Company.</p> <p>At least one of the independent non-executive directors must have appropriate accounting or relevant financial management expertise, or appropriate professional qualifications as stipulated by the stock exchange of the place where the Company's shares are listed. Regarding the system of independent non-executive directors, where no provision is made in these Articles of Association, it shall be handled in accordance with the relevant provisions of relevant laws, administrative regulations and the listing rules of the stock exchange where the Company's shares are listed.</p>	<p><b>Article 118</b> The <b>Company shall have a Board of Directors</b> and the board of directors shall consist of seven directors and shall have one chairman, one of them shall be staff representative director and at least three of them shall be independent non-executive directors, who shall make up not less than one-third of the number of directors of the Company.</p> <p>At least one of the independent non-executive directors must have appropriate accounting or relevant financial management expertise, or appropriate professional qualifications as stipulated by the stock exchange of the place where the Company's shares are listed. Regarding the system of independent non-executive directors, where no provision is made in these Articles of Association, it shall be handled in accordance with the relevant provisions of relevant laws, administrative regulations and the listing rules of the stock exchange where the Company's shares are listed.</p>	Article 109 of the New Guidelines on Articles of Association

Original Articles	Amended Articles	Basis of amendment
<p>Staff representative director(s), upon being elected by the staff of the Company through the staff representative meeting, shall directly assume office on the Board. Staff representative directors must:</p> <ol style="list-style-type: none"> <li>(1) maintain an employment relationship with the Company;</li> <li>(2) be capable of representing and articulating employees' legitimate interests, safeguarding the lawful rights of both staff and the Company, and commanding trust and support from the workforce;</li> <li>(3) be familiar with corporate operations or possess relevant professional experience, demonstrate working knowledge of labour laws and regulations, and exhibit strong coordination and communication skills;</li> <li>(4) maintain compliance with legal and disciplinary requirements, uphold personal integrity, exercise impartiality in official duties, and practice self-discipline;</li> <li>(5) fulfil any additional requirements stipulated by applicable laws, regulations, and the Company's Articles of Association.</li> </ol>	<p>Staff representative director(s), upon being elected by the staff of the Company through the staff representative meeting, shall directly assume office on the Board. Staff representative directors must:</p> <ol style="list-style-type: none"> <li>(1) maintain an employment relationship with the Company;</li> <li>(2) be capable of representing and articulating employees' legitimate interests, safeguarding the lawful rights of both staff and the Company, and commanding trust and support from the workforce;</li> <li>(3) be familiar with corporate operations or possess relevant professional experience, demonstrate working knowledge of labour laws and regulations, and exhibit strong coordination and communication skills;</li> <li>(4) maintain compliance with legal and disciplinary requirements, uphold personal integrity, exercise impartiality in official duties, and practice self-discipline;</li> <li>(5) fulfil any additional requirements stipulated by applicable laws, regulations, and the Company's Articles of Association.</li> </ol>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 120</b> The board of directors shall exercise the following functions and powers:</p> <ol style="list-style-type: none"> <li>(1) to summon shareholders' meetings and report its works to the shareholders' meeting;</li> <li>(2) to implement resolutions of the shareholders' meeting;</li> <li>(3) to decide on the Company's business plan and investment project;</li> <li>(4) to formulate the Company's plans for profit distribution and loss recovery;</li> <li>(5) to formulate proposals for the increase or reduction of the registered capital of the Company, the issue of bonds or other securities and the listing of the Company;</li> <li>(6) to <u>formulate</u> proposals for major acquisitions of the Company, acquisition of the Company's shares or mergers, division, dissolutions and changes in corporate form of the Company;</li> <li>(7) to decide, within the authorisation of the shareholders' meeting, on matters such as external investments, acquisition and sale of assets, pledging of assets, external guarantee matters, entrusted wealth management, related party (connected) transactions and external borrowings of the Company;</li> </ol>	<p><b>Article 119</b> The board of directors shall exercise the following functions and powers:</p> <ol style="list-style-type: none"> <li>(1) to summon shareholders' meetings and report its works to the shareholders' meeting;</li> <li>(2) to implement resolutions of the shareholders' meeting;</li> <li>(3) to decide on the Company's business plan and investment project;</li> <li>(4) to formulate the Company's plans for profit distribution and loss recovery;</li> <li>(5) to formulate proposals for the increase or reduction of the registered capital of the Company, the issue of bonds or other securities and the listing of the Company;</li> <li>(6) to <b>draft</b> proposals for major acquisitions of the Company, acquisition of the Company's shares or mergers, division, dissolutions and changes in corporate form of the Company;</li> <li>(7) to decide, within the authorisation of the shareholders' meeting, on matters such as external investments, acquisition and sale of assets, pledging of assets, external guarantee matters, entrusted wealth management, related party (connected) transactions and external borrowings of the Company;</li> </ol>	<p>Adjusted the wording according to the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>(8) to decide on the establishment of the internal management structure of the Company;</p> <p>(9) to appoint or dismiss the general manager and the secretary to the board of directors of the Company and any matters in relation to their compensations; to appoint or dismiss senior management personnel such as deputy general manager and chief financial officer in accordance with the nominations made by the general manager, and to decide on matters in relation to their remuneration, rewards and punishments;</p> <p>(10) to formulate the basic management system of the Company;</p> <p>(11) to formulate the proposal for amendment to these Articles of Association;</p> <p>(12) to manage information disclosure matters of the Company;</p> <p>(13) to submit to the shareholders' meeting a request for the engagement or replacement of the accounting firm auditing for the Company;</p> <p>(14) to receive reports on the work of the Company's general manager and checking the work of the general manager;</p>	<p>(8) to decide on the establishment of the internal management structure of the Company;</p> <p>(9) to appoint or dismiss the general manager and the secretary to the board of directors of the Company and any matters in relation to their compensations; to appoint or dismiss senior management personnel such as deputy general manager and chief financial officer in accordance with the nominations made by the general manager, and to decide on matters in relation to their remuneration, rewards and punishments;</p> <p>(10) to formulate the basic management system of the Company;</p> <p>(11) to formulate the proposal for amendment to these Articles of Association;</p> <p>(12) to manage information disclosure matters of the Company;</p> <p>(13) to submit to the shareholders' meeting a request for the engagement or replacement of the accounting firm auditing for the Company;</p> <p>(14) to receive reports on the work of the Company's general manager and checking the work of the general manager;</p>	

Original Articles	Amended Articles	Basis of amendment
<p>(15) to consider and approve transactions that require decision-making by the board of directors in accordance with the regulatory rules of the place where the Company's shares are listed (including but not limited to disclosable transactions and related party (connected) transactions);</p> <p>(16) such other powers granted by laws, administrative regulations, departmental rules, the listing rules of the stock exchange of the place where the Company's shares are listed, these Articles of Association or shareholders' meeting.</p> <p>When the board of directors makes resolutions as regards matters stipulated the preceding paragraph, except for items (5), (6), and (11) and other matters stipulated in laws, administrative regulations, departmental rules, the listing rules of the stock exchange of the place where the Company's shares are listed and these Articles of Association, which must be approved by more than two-thirds of the directors, the remaining matters may be approved by more than half of the directors.</p>	<p>(15) to consider and approve transactions that require decision-making by the board of directors in accordance with the regulatory rules of the place where the Company's shares are listed (including but not limited to disclosable transactions and related party (connected) transactions);</p> <p>(16) such other powers granted by laws, administrative regulations, departmental rules, the listing rules of the stock exchange of the place where the Company's shares are listed, these Articles of Association or shareholders' meeting.</p> <p>When the board of directors makes resolutions as regards matters stipulated the preceding paragraph, except for items (5), (6), and (11) and other matters stipulated in laws, administrative regulations, departmental rules, the listing rules of the stock exchange of the place where the Company's shares are listed and these Articles of Association, which must be approved by more than two-thirds of the directors, the remaining matters may be approved by more than half of the directors.</p>	

Original Articles	Amended Articles	Basis of amendment
<p>The board of directors shall establish special committees such as the Audit Committee, the Nomination Committee and the Remuneration Committee. The Special Committees shall be accountable to the Board of Directors and shall perform their duties in accordance with these Articles of Association and the authority delegated by the board of directors, and their proposals shall be submitted to the board of directors for consideration and decision. The members of each specialised committee shall be composed entirely of directors, and the specific composition and qualification requirements shall refer to the laws, administrative regulations, departmental rules and the regulatory rules of the place where the Company's shares are listed. The board of directors shall be responsible for formulating the rules of procedures of the special committee (including matters such as personnel composition, duties and powers, decision-making procedures, meeting system and relevant remuneration and assessment mechanism), as well as regulating the operation of the special committee.</p> <p>Matters exceeding the scope of authority delegated by the shareholders' meeting shall be submitted to the shareholders' meeting for consideration.</p>	<p>The board of directors shall establish special committees such as the Audit Committee, the Nomination Committee and the Remuneration Committee. The Special Committees shall be accountable to the Board of Directors and shall perform their duties in accordance with these Articles of Association and the authority delegated by the board of directors, and their proposals shall be submitted to the board of directors for consideration and decision. The members of each specialised committee shall be composed entirely of directors, and the specific composition and qualification requirements shall refer to the laws, administrative regulations, departmental rules and the regulatory rules of the place where the Company's shares are listed. The board of directors shall be responsible for formulating the rules of procedures of the special committee (including matters such as personnel composition, duties and powers, decision-making procedures, meeting system and relevant remuneration and assessment mechanism), as well as regulating the operation of the special committee.</p> <p>Matters exceeding the scope of authority delegated by the shareholders' meeting shall be submitted to the shareholders' meeting for consideration.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 128</b> An extraordinary meeting of the board of directors may be proposed by shareholders with over one-tenth of voting rights, over one-third of the directors or the <u>board of supervisors</u>. The Chairman shall convene and preside over an extraordinary Board meeting within ten days upon receipt of the proposal.</p>	<p><b>Article 127</b> An extraordinary meeting of the board of directors may be proposed by shareholders with over one-tenth of voting rights, over one-third of the directors or the <b>audit committee</b>. The Chairman shall convene and preside over an extraordinary Board meeting within ten days upon receipt of the proposal.</p>	<p>Article 117 of the New Guidelines on Articles of Association</p>
<p><b>Article 145</b> The Company shall establish a dedicated committee comprising solely of independent directors. For matters requiring board approval such as related party (connected) transactions, prior endorsement by the independent directors’ committee must be obtained.</p> <p>The Committee shall convene meetings periodically or on an ad-hoc basis as circumstances require. The independent directors’ committee shall meet regularly or as required. The matters set out in article <u>143</u>(1) (1)-(3) and article <u>144</u> shall be subject to deliberation by the independent directors’ committee.</p> <p>The independent directors’ committee may, as necessary, discuss and consider other matters relating to the Company.</p> <p>The independent directors’ committee shall be convened and chaired by one independent director appointed by a majority of the independent directors. If the designated chair fails or is unable to act, two or more independent directors may convene the meeting and appoint a chair from among themselves.</p>	<p><b>Article 144</b> The Company shall establish a dedicated committee comprising solely of independent directors. For matters requiring board approval such as related party (connected) transactions, prior endorsement by the independent directors’ committee must be obtained.</p> <p>The Committee shall convene meetings periodically or on an ad-hoc basis as circumstances require. The independent directors’ committee shall meet regularly or as required. The matters set out in article <b>140</b>(1) (1)-(3) and article <b>141</b> shall be subject to deliberation by the independent directors’ committee.</p> <p>The independent directors’ committee may, as necessary, discuss and consider other matters relating to the Company.</p> <p>The independent directors’ committee shall be convened and chaired by one independent director appointed by a majority of the independent directors. If the designated chair fails or is unable to act, two or more independent directors may convene the meeting and appoint a chair from among themselves.</p>	<p>The reference numbers of the amended provisions are adjusted accordingly. Where adjustments to the reference numbers of the amended provisions only are involved in subsequent text and annexes, such changes will not be listed individually in the amendment comparison table</p>

Original Articles	Amended Articles	Basis of amendment
<p>Proper minutes of all committee meetings shall be maintained, accurately recording the views and opinions expressed by the independent directors. All participating independent directors shall sign to confirm the accuracy of the minutes.</p> <p>The Company shall provide all necessary administrative support and facilities to enable the effective functioning of the independent directors' committee.</p> <p>Where provisions of the Hong Kong Listing Rules or the securities regulatory authority in the jurisdiction of the Company's listing prescribe otherwise or impose no mandatory requirements on the respective provision of this article on the mechanism for specific meetings, such provisions shall take precedence.</p>	<p>Proper minutes of all committee meetings shall be maintained, accurately recording the views and opinions expressed by the independent directors. All participating independent directors shall sign to confirm the accuracy of the minutes.</p> <p>The Company shall provide all necessary administrative support and facilities to enable the effective functioning of the independent directors' committee.</p> <p>Where provisions of the Hong Kong Listing Rules or the securities regulatory authority in the jurisdiction of the Company's listing prescribe otherwise or impose no mandatory requirements on the respective provision of this article on the mechanism for specific meetings, such provisions shall take precedence.</p>	
	<p><b>Chapter 5 Directors and the Board of Directors</b></p> <p><b>Section 4 Special Committee of the Board of Directors</b></p>	<p>Section 4 of Chapter V of the New Guidelines on Articles of Association</p>
	<p><b>Article 145 The board of directors has established an audit committee to exercise the powers of the board of supervisors as stipulated in the Company Law.</b></p>	<p>Article 133 of the New Guidelines on Articles of Association</p>
	<p><b>Article 146 The audit committee consists of three members who are directors not serving as senior management of the Company, including 2 independent directors, and a professional accountant among the independent directors shall act as the convener.</b></p>	<p>Article 134 of the New Guidelines on Articles of Association, and adjustment is made according to the actual circumstances of the Company</p>

Original Articles	Amended Articles	Basis of amendment
	<p><b>Article 147 The audit committee is responsible for reviewing the Company’s financial information and its disclosure, supervising and evaluating internal and external audit work and internal controls. The following matters shall be submitted to the board of directors for review after being approved by a majority of all members of the audit committee.</b></p> <p><b>(1) Disclosure of financial information in financial accounting reports and periodic reports, as well as internal control evaluation reports;</b></p> <p><b>(2) Employment or removal of accounting firm that provides audit services to the listed company;</b></p> <p><b>(3) Employment or removal of the chief financial officer of the listed company;</b></p> <p><b>(4) Changes in accounting policies, accounting estimates, or corrections of significant accounting errors due to reasons other than changes in accounting standards;</b></p> <p><b>(5) Other matters stipulated by laws, administrative regulations, the CSRC regulations, rules of the stock exchange where the shares of the Company are listed and the Articles of Association.</b></p>	<p>Article 135 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
	<p><b>Article 148</b> The audit committee shall convene meetings in accordance with the listing rules of the stock exchange where the Company’s shares are listed. An extraordinary meeting may be convened upon the proposal of two or more members, or when the convener deems it necessary. The audit committee meetings may only be held if more than two-thirds of the members are present.</p> <p><b>Resolutions of the audit committee shall be adopted by a majority vote of the members of the audit committee.</b></p> <p><b>Voting on resolutions of the audit committee shall be conducted on a one-person, one-vote basis.</b></p> <p><b>The audit committee shall prepare meeting minutes in accordance with regulations, and members of the audit committee who attend the meeting shall sign the meeting minutes.</b></p> <p><b>The rules of procedures for the audit committee shall be formulated by the board of directors.</b></p>	<p>Article 136 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
	<p><b>Article 149 The board of directors shall establish a nomination committee, a compensation and appraisal committee and other special committees, which shall perform their duties in accordance with these Articles of Association and the authorization of the board of directors. Proposals made by the special committees shall be submitted to the board of directors for review and decision. The rules of procedures for special committees shall be formulated by the board of directors. Independent directors shall constitute a majority of the nomination committee and the compensation and appraisal committee, and the convener shall be an independent director.</b></p>	<p>Article 137 of the New Guidelines on Articles of Association, and adjustment is made according to the actual circumstances of the Company</p>

Original Articles	Amended Articles	Basis of amendment
	<p><b>Article 150 The nomination committee shall be responsible for formulating the selection criteria and procedures for directors and senior management, selecting and reviewing candidates for directors and senior management and their qualifications, and making recommendations to the board of directors on the following matters:</b></p> <ol style="list-style-type: none"> <li><b>(1) Nomination, appointment or removal of directors;</b></li> <li><b>(2) Appointment or removal of senior management;</b></li> <li><b>(3) Other matters stipulated by laws, administrative regulations, the CSRC regulations, rules of the stock exchange where the shares of the Company are listed and the Articles of Association.</b></li> </ol> <p><b>If the board of directors does not adopt or fully adopt the recommendations of the nomination committee, it shall record the opinions of the nomination committee and the specific reasons for not adopting them in the board resolution and disclose them.</b></p>	<p>Article 138 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
	<p><b>Article 151 The compensation and appraisal committee is responsible for establishing evaluation standards for directors and senior management and conducting evaluations, establishing and reviewing compensation decision-making mechanisms, decision-making processes, payment and payment suspension and recovery arrangements, and other compensation policies and plans for directors and senior management, and making recommendations to the Board of Directors on the following matters:</b></p> <p><b>(1) Remuneration of directors and senior management;</b></p> <p><b>(2) Formulation or change of equity incentive plans and employee stock ownership plans, and the achievement of conditions for incentive recipients to obtain and exercise their rights and interests;</b></p> <p><b>(3) Arrangement of shareholding plans by directors and senior management for subsidiaries to be spun off;</b></p>	<p>Article 139 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
	<p><b>(4) Other matters stipulated by laws, administrative regulations, the CSRC regulations, the rules of stock exchange where the shares of the Company are listed and the Articles of Association.</b></p> <p><b>If the board of directors does not adopt or fully adopt the recommendations of the compensation committee, it shall record the opinions of the compensation committee and the specific reasons for not adopting them in the board resolution and disclose them.</b></p>	
<p><b>Chapter 6 <u>General Manager and Other Senior Management Personnel</u></b></p>	<p><b>Chapter 6 Senior Management Personnel</b></p>	<p>Title of Chapter 6 of the New Guidelines on Articles of Association</p>
<p><b>Article 146</b> The Company shall have one general manager who shall be appointed or dismissed by the board of directors. The Company shall have a number of deputy general managers, who shall be appointed or dismissed by the board of directors.</p> <p><u>The Company's general manager, deputy general managers, financial controller, secretary to the board of directors and other senior management personnel of the Company identified by the Company's board of directors shall be the Company's senior management personnel.</u></p>	<p><b>Article 152</b> The Company shall have one general manager who shall be appointed or dismissed by the board of directors. The Company shall have a number of deputy general managers, who shall be appointed or dismissed by the board of directors.</p>	<p>Article 140 of the new Guidelines for Articles of Association, where the wording that duplicates Article 11 of the current Articles of Association is deleted</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 147</b> <u>Senior management members owe a duty of loyalty and diligence to the Company and shall take measures to avoid conflicts of interest between their own interests and those of the Company and shall not take advantage of their positions to seek improper benefits. In performing their duties, they shall exercise the level of care that a reasonably prudent manger would exercise in the best interests of the Company.</u> The provisions of the Articles of Association regarding disqualification from serving as a director and the management system for cessation of office shall apply equally to senior management personnel. <u>The provisions of Article 109 of these Articles of Association concerning the duty of loyalty of directors and Article 110(4) to (6) concerning the duty of diligence shall also apply to senior management personnel.</u></p>	<p><b>Article 153</b> The provisions of the Articles of Association regarding disqualification from serving as a director and the management system for cessation of office shall apply equally to senior management personnel.</p> <p><b>The provisions of these Articles of Association concerning the duty of loyalty of directors and the duty of diligence shall also apply to senior management personnel.</b></p>	<p>Article 141 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 150</b> The general manager shall be accountable to the board of directors and perform the following duties and powers:</p> <p>(1) to preside over the production and management works of the company, organizing the implementation of resolutions of board of directors and report his/her works to the board of directors;</p> <p>(2) to organise the implementation of the Company's annual business plan and investment projects;</p> <p>(3) to formulate the project of internal management structure of the Company;</p> <p>(4) to formulate the basic management system of the Company;</p> <p>(5) to establish the specific regulations of the Company;</p> <p>(6) to propose to the board of directors the appointment or dismissal of the deputy general managers, financial controller or other senior management personnel of the Company;</p>	<p><b>Article 156</b> The general manager shall be accountable to the board of directors and perform the following duties and powers:</p> <p>(1) to preside over the production and management works of the company, organizing the implementation of resolutions of board of directors and report his/her works to the board of directors;</p> <p>(2) to organise the implementation of the Company's annual business plan and investment projects;</p> <p>(3) to formulate the project of internal management structure of the Company;</p> <p>(4) to formulate the basic management system of the Company;</p> <p>(5) to establish the specific regulations of the Company;</p> <p>(6) to propose to the board of directors the appointment or dismissal of the deputy general managers, financial controller or other senior management personnel of the Company;</p>	<p>Article 144 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>(7) to decide on the appointment or dismissal of <u>responsible</u> officers other than those who should be appointed or dismissed by decision of the board of directors;</p> <p>(8) to perform other duties and powers granted by these Articles of Association or the board of directors.</p> <p>The general manager may be present at meetings of board of directors.</p>	<p>(7) t o d e c i d e o n t h e appointment or dismissal of officers other than those who should be appointed or dismissed by decision of the board of directors;</p> <p>(8) to perform other duties and powers granted by these Articles of Association or the board of directors.</p> <p>The general manager may be present at meetings of board of directors.</p>	
<p><b>Article 156</b> Where senior management causes damage to others in the execution of their duties, the Company <u>shall</u> be liable for compensation. If such senior management acted with intent or gross negligence, they shall be liable for damages.</p> <p>The senior management personnel shall be liable for compensation as regards the damages caused to the Company if he or she violates the provisions of laws, administrative regulations, departmental rules and regulations, the regulatory rules of the place where the Company’s shares are listed or these Articles of Association in the performance of his or her duties.</p>	<p><b>Article 162</b> Where senior management causes damage to others in the execution of their duties, the Company <b>will</b> be liable for compensation. If such senior management acted with intent or gross negligence, they shall <b>also</b> be liable for damages.</p> <p>The senior management personnel shall be liable for compensation as regards the damages caused to the Company if he or she violates the provisions of laws, administrative regulations, departmental rules and regulations, the regulatory rules of the place where the Company’s shares are listed or these Articles of Association in the performance of his or her duties.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b><u>Chapter 7 Board of Supervisors</u></b></p> <p><b><u>Section 1 Supervisors</u></b></p> <p><b><u>Article 158</u></b> <u>Article 107 of these Articles of Association concerning the circumstances in which a person shall not serve as a director shall also apply to supervisors.</u></p> <p><u>Directors, the general manager and other senior management personnel shall not concurrently serve as a supervisor.</u></p> <p><b><u>Article 159</u></b> <u>Supervisors shall abide by the laws, administrative regulations and these Articles of Association, and shall have a duty of loyalty and diligence to the Company, and shall not use their authority to accept bribes or other illegal income or misappropriate the property of the Company. In performing their duties, they shall exercise the level of care that a reasonably prudent manger would exercise in the best interests of the Company. The provisions of Article 109 of these Articles of Association concerning the duty of loyalty of directors shall also apply to supervisors.</u></p> <p><b><u>Article 160</u></b> <u>The term of office of the supervisors shall be three years for each session. Supervisors are eligible for re-election upon expiry of their term of office.</u></p>		<p>In accordance with Article 121 of the new Company Law and the new Guidelines on Articles of Association, the Company intends to abolish the board of supervisors, and the relevant provisions shall be deleted</p>

Original Articles	Amended Articles	Basis of amendment
<p><u><b>Article 161</b> If a supervisor’s term of office expires without timely re-election, or if a supervisor resigns during his or her term of office resulting in the number of supervisors on the board of supervisors falling below the minimum number prescribed by the law, the original supervisor shall still perform his or her duties as a supervisor in accordance with the laws, administrative regulations and the provisions of these Articles of Association until the re-elected supervisor assumes office.</u></p> <p><u><b>Article 162</b> Supervisors shall ensure that the information disclosed by the Company shall be true, accurate and complete and shall sign a written confirmation of its periodic reports.</u></p> <p><u><b>Article 163</b> Supervisors may be present at meetings of the board of directors and make queries or recommendations on matters to be resolved by the board of directors.</u></p> <p><u><b>Article 164</b> Supervisors shall not use their related party (connected) relationship to harm the interest of the Company and shall be liable to pay compensation if any damage are caused to the Company.</u></p> <p><u><b>Article 165</b> The supervisors who violate the provisions of laws, administrative regulations, departmental rules or these Articles of Association in the performance of their duties and cause damage to the Company shall be liable for compensation.</u></p>		

Original Articles	Amended Articles	Basis of amendment
<p data-bbox="124 236 580 272"><b><u>Section 2 Board of Supervisors</u></b></p> <p data-bbox="124 314 596 1064"><b><u>Article 166</u></b> <u>The Company shall have a board of supervisors. The board of supervisors shall consist of three supervisors and shall have one chairman. The appointment or dismissal of the chairman of the board of supervisors shall be elected by more than half of all supervisors. The chairman of the board of supervisors shall summon and preside over meetings of the board of supervisors; if the chairman of the board of supervisors is unable to perform his duties or does not perform his duties, more than half of the supervisors shall jointly elect a supervisor to summon and preside over the meetings of the board of supervisors.</u></p> <p data-bbox="124 1102 596 1810"><u>The board of supervisors shall have two representatives of the shareholders and one representative of the employees of the Company, of which the proportion of employee representatives shall not be less than one-third. The shareholders' representatives in the board of supervisors shall be elected and removed by the shareholders' meeting, and the staff representatives in the board of supervisors shall be democratically elected and removed by the employees of the Company through the staff congress, staff meeting or other forms.</u></p>		

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 167</b> <u>The board of supervisors shall exercise the following functions and powers in accordance with the law:</u></p> <p>(1) <u>it shall review and provide written opinions of review on the periodic reports of the Company prepared by the board of directors;</u></p> <p>(2) <u>to inspect the financing circumstance of the Company;</u></p> <p>(3) <u>to supervise the conduct of directors and senior management personnel in performing their duties and to propose the dismissal of directors and senior management personnel who violate the laws, administrative regulations, these Articles of Association or resolutions of the shareholders' meeting;</u></p> <p>(4) <u>to require directors and senior management personnel to rectify their actions when such actions are detrimental to the interests of the Company;</u></p> <p>(5) <u>to propose the convening of an extraordinary general meeting and to summon and preside over shareholders' meetings when the board of directors does not perform its duties to summon and preside over shareholders' meetings as provided for in the Company Law;</u></p>		

Original Articles	Amended Articles	Basis of amendment
<p>(6) <u>to submit proposals to the shareholders' meeting;</u></p> <p>(7) <u>to act on behalf of the Company in negotiation with a director or bringing an action against a director, or to institute legal actions against directors and senior management personnel in accordance with the provisions of the Company Law;</u></p> <p>(8) <u>to review the financial information such as the financial report, business reports and profit distribution plans to be submitted by the board of directors to the meetings and to engage certified public accountants or practicing auditors in the name of the Company and at the Company's expense to assist in the review whenever queries arise;</u></p> <p>(9) <u>to conduct investigations when abnormalities are discovered in the Company's operation; if necessary, professional bodies such as accounting firms and law firms may be engaged to assist in the work at the Company's expense;</u></p>		

Original Articles	Amended Articles	Basis of amendment
<p><u>(10) may request reports on the performance of duties from directors and senior management personnel;</u></p> <p><u>(11) such other powers granted by laws, administrative regulations, departmental rules, the listing rules of the stock exchange of the place where the Company's shares are listed or these Articles of Association.</u></p>		

Original Articles	Amended Articles	Basis of amendment
<p><u>Article 168</u> The board of supervisors shall meet at least once every six months. A supervisor may propose an extraordinary meeting of the board of supervisors. The board of supervisors may hold meetings and vote by the electronic means. Resolutions of the board of supervisors shall be passed by the vote of more than half of the supervisors.</p> <p>Each supervisor shall have one vote for each resolution resolved by the board of supervisors.</p> <p><u>Article 169</u> The discussion methods of the board of supervisors shall refer to that of the board of directors, and the specific methods shall be stipulated in the rules of procedure of the board of supervisors to be formulated by the board of supervisors. The meetings of the board of supervisors shall be conducted by registered voting form or by show of hands. The specific voting procedures shall be stipulated in the rules of procedure of the board of supervisors.</p>		

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 170</b> <u>The board of supervisors shall keep minutes of resolutions on matters discussed at its meetings, and the minutes shall be signed by the supervisors who are present at the meeting.</u></p> <p><u>The supervisors shall have the right to request that certain explanatory notes be made in the minutes of their speeches at the meeting. The minutes of meeting of board of supervisors shall be kept as archives of the Company for a period of not less than ten years.</u></p> <p><b>Article 171</b> <u>The notice of meetings of board of supervisors shall include the following particulars:</u></p> <p>(1) <u>the date, venue and duration of the meeting to be held;</u></p> <p>(2) <u>duration of the meeting;</u></p> <p>(3) <u>subject matter and topic thereof;</u></p> <p>(4) <u>the date on which the notice was sent.</u></p>		

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 173</b> The Company shall submit its annual <u>financial accounting</u> report to a dispatched agency of the CSRC (if necessary) and the stock exchange of the place where the Company's shares are listed within four months from the date of the end of each accounting year, and shall submit its <u>half-yearly financial accounting</u> report to a dispatched agency of CSRC (if necessary) and the stock exchange of the place where the Company's shares are listed within two months from the date of the end of the first six months of each accounting year.</p> <p>Where the relevant provisions of laws, administrative regulations, departmental rules, prescriptive documents, the securities regulatory authorities of the place where the Company's shares are listed and the Hong Kong Listing Rules stipulate otherwise in respect of matters relating to the preparation and publication of the aforesaid financial accounting reports, results or financial information, such provisions shall prevail.</p> <p>The above-mentioned <u>financial accounting</u> reports shall be prepared in accordance with relevant laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Company's shares are listed and the requirements of the securities regulatory and management authorities.</p>	<p><b>Article 165</b> The Company shall submit its annual report to a dispatched agency of the CSRC (if necessary) and the stock exchange of the place where the Company's shares are listed within four months from the date of the end of each accounting year, and shall submit its <b>interim</b> report to a dispatched agency of CSRC (if necessary) and the stock exchange of the place where the Company's shares are listed within two months from the date of the end of the first six months of each accounting year.</p> <p>Where the relevant provisions of laws, administrative regulations, departmental rules, prescriptive documents, the securities regulatory authorities of the place where the Company's shares are listed and the Hong Kong Listing Rules stipulate otherwise in respect of matters relating to the preparation and publication of the aforesaid financial accounting reports, results or financial information, such provisions shall prevail.</p> <p>The above-mentioned <b>annual reports and interim</b> reports shall be prepared in accordance with relevant laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Company's shares are listed and the requirements of the securities regulatory and management authorities.</p>	<p>Article 153 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 176</b> The Company’s reserve funds shall be used to make up the Company’s losses, to expand the Company’s production and operations or to be transferred to increase the Company’s capital.</p> <p>The discretionary common reserve and statutory common reserve should be used first to make up the Company’s losses; if it cannot be covered, the capital common reserve shall be used in accordance with the provisions.</p> <p>Capital reserve shall include the following items:</p> <ol style="list-style-type: none"> <li>(1) premium on shares issued at a price exceeding the par value;</li> <li>(2) any other income designated for the capital reserve by the regulations of the competent finance department of the State Council.</li> </ol> <p>When the statutory reserve is converted to capital, the amount of such reserve retained shall be not less than 25% of the registered capital of the Company before the conversion.</p>	<p><b>Article 168</b> The Company’s reserve funds shall be used to make up the Company’s losses, to expand the Company’s production and operations or to be transferred to increase the Company’s <b>registered</b> capital.</p> <p>The discretionary common reserve and statutory common reserve should be used first to make up the Company’s losses; if it cannot be covered, the capital common reserve shall be used in accordance with the provisions.</p> <p>Capital reserve shall include the following items:</p> <ol style="list-style-type: none"> <li>(1) premium on shares issued at a price exceeding the par value;</li> <li>(2) any other income designated for the capital reserve by the regulations of the competent finance department of the State Council.</li> </ol> <p>When the statutory reserve is converted to <b>increase registered</b> capital, the amount of such reserve retained shall be not less than 25% of the registered capital of the Company before the conversion.</p>	<p>Article 158 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 178</b> The Company shall implement a proactive profit distribution policy based on the principle of “equal shares, equal profits”, at the end of each accounting year, the board of directors of the Company shall propose a profit distribution plan and a plan for making up losses based on the operating results of the year and future production and business project, which shall be implemented after being considered and approved by the shareholders’ meeting.</p> <p>(1) Principles for profit distribution</p> <p>The Company implements a proactive profit distribution policy that emphasises a reasonable return on investment for investors and takes into account the sustainable development of the Company, and the profit distribution policy shall maintain continuity and stability. The Company may distribute profits in the form of cash, shares or a combination of cash and shares, and the distribution of profits shall not exceed the extent of accumulated distributable profits and shall not impair the Company’s ability to continue as a going concern.</p>	<p><b>Article 170</b> The Company shall implement a proactive profit distribution policy based on the principle of “equal shares, equal profits”, at the end of each accounting year, the board of directors of the Company shall propose a profit distribution plan and a plan for making up losses based on the operating results of the year and future production and business project, which shall be implemented after being considered and approved by the shareholders’ meeting.</p> <p>(1) Principles for profit distribution</p> <p>The Company implements a proactive profit distribution policy that emphasises a reasonable return on investment for investors and takes into account the sustainable development of the Company, and the profit distribution policy shall maintain continuity and stability. The Company may distribute profits in the form of cash, shares or a combination of cash and shares, and the distribution of profits shall not exceed the extent of accumulated distributable profits and shall not impair the Company’s ability to continue as a going concern.</p>	<p>The Company intends to abolish the board of supervisors and the corresponding wording is adjusted</p>

Original Articles	Amended Articles	Basis of amendment
<p>(2) Decision-making process and mechanism for profit distribution</p> <p>1. The annual profit distribution proposal of the Company shall be prepared by the board of directors, taking into account the Company's profitability and the supply and demand of funds. When the board of directors considers a specific proposal for cash dividends, it shall seriously study and discuss matters such as the timing, conditions and minimum percentage of cash dividends, the conditions for adjustments and the requirements of its decision-making procedures, etc. The independent non-executive directors shall review the profit distribution proposal and express their definitive opinions, and the proposal shall be submitted to the shareholders' meeting for consideration after being approved by the board of directors.</p>	<p>(2) Decision-making process and mechanism for profit distribution</p> <p>1. The annual profit distribution proposal of the Company shall be prepared by the board of directors, taking into account the Company's profitability and the supply and demand of funds. When the board of directors considers a specific proposal for cash dividends, it shall seriously study and discuss matters such as the timing, conditions and minimum percentage of cash dividends, the conditions for adjustments and the requirements of its decision-making procedures, etc. The independent non-executive directors shall review the profit distribution proposal and express their definitive opinions, and the proposal shall be submitted to the shareholders' meeting for consideration after being approved by the board of directors.</p>	

Original Articles	Amended Articles	Basis of amendment
<p>2. Where the Company's board of directors makes a plan not to implement profit distribution or to implement a profit distribution plan that does not include cash distribution, the board of directors shall disclose in the regular report the reasons for not implementing profit distribution or implementing a profit distribution plan that does not include cash distribution, and the independent non-executive directors shall express their independent opinions in this regard. The undistributed profits of the Company for the year will be utilised to meet the Company's normal production and operation requirements and long-term development needs.</p>	<p>2. Where the Company's board of directors makes a plan not to implement profit distribution or to implement a profit distribution plan that does not include cash distribution, the board of directors shall disclose in the regular report the reasons for not implementing profit distribution or implementing a profit distribution plan that does not include cash distribution, and the independent non-executive directors shall express their independent opinions in this regard. The undistributed profits of the Company for the year will be utilised to meet the Company's normal production and operation requirements and long-term development needs.</p>	

Original Articles	Amended Articles	Basis of amendment
<p>(3) The Company’s policies for profit distribution</p> <p>1. Distribution Principles: The Company implements a proactive profit distribution policy that emphasises a reasonable return on investment for shareholders and takes into account the sustainable development of the Company, and the profit distribution policy would maintain continuity and stability.</p> <p>2. Distribution method: The Company may distribute profits in the form of cash, shares or a combination of cash and shares, where the conditions for cash dividends are met, cash dividends will take precedence over share dividends.</p> <p>3. Distribution cycle of dividend: In principle, the Company shall distribute profits at least once a year. The board of directors of the Company may propose the Company to make interim profit distribution and special profit distribution and submit them to the shareholders’ meeting of the Company for approval in the light of the Company’s profitability and capital requirements.</p>	<p>(3) The Company’s policies for profit distribution</p> <p>1. Distribution Principles: The Company implements a proactive profit distribution policy that emphasises a reasonable return on investment for shareholders and takes into account the sustainable development of the Company, and the profit distribution policy would maintain continuity and stability.</p> <p>2. Distribution method: The Company may distribute profits in the form of cash, shares or a combination of cash and shares, where the conditions for cash dividends are met, cash dividends will take precedence over share dividends.</p> <p>3. Distribution cycle of dividend: In principle, the Company shall distribute profits at least once a year. The board of directors of the Company may propose the Company to make interim profit distribution and special profit distribution and submit them to the shareholders’ meeting of the Company for approval in the light of the Company’s profitability and capital requirements.</p>	

Original Articles	Amended Articles	Basis of amendment
<p>4. Conditions for distribution of cash dividend: Where the Company has made a profit in the previous accounting year and the cumulative distributable profit was positive, the Company shall carry out distribution of cash dividends provided that the Company's capital requirements for normal production and operation are met.</p> <p>The Company shall appoint one or more receiving agents in Hong Kong for the purpose of receiving dividends declared by the Company in respect of its securities listed on SEHK and other sums payable by it, and the receiving agent(s) shall hold such sums in trust for the holders of such securities pending payment to such holders.</p> <p>In the case of profit distribution by means of share dividends, the board of directors of the Company shall explain the factors justifying the adoption of share dividends for profit distribution.</p>	<p>4. Conditions for distribution of cash dividend: Where the Company has made a profit in the previous accounting year and the cumulative distributable profit was positive, the Company shall carry out distribution of cash dividends provided that the Company's capital requirements for normal production and operation are met.</p> <p>The Company shall appoint one or more receiving agents in Hong Kong for the purpose of receiving dividends declared by the Company in respect of its securities listed on SEHK and other sums payable by it, and the receiving agent(s) shall hold such sums in trust for the holders of such securities pending payment to such holders.</p> <p>In the case of profit distribution by means of share dividends, the board of directors of the Company shall explain the factors justifying the adoption of share dividends for profit distribution.</p>	

Original Articles	Amended Articles	Basis of amendment
<p>(4) The Company’s profit distribution policy will maintain continuity and stability, and if it is necessary to adjust the profit distribution policy as a result of significant changes in the external business environment or its own operating conditions, the adjustment shall be based on the protection of shareholders’ rights and interests, and the board of directors and the <u>board of supervisors</u> of the Company shall study and discuss the matter, and shall discuss and explain the reasons for the adjustments in the proposal for the shareholders’ meeting taking into account the competitive conditions of the industry, the Company’s financial conditions, and the planning of the Company’s capital requirements, etc.. The resolution on adjusting the profit distribution policy shall be submitted to the shareholders’ meeting of the Company for approval after consideration by the board of directors and examination by the <u>board of supervisors</u>, and the independent non-executive directors shall express their independent opinions thereon, and the adjusted profit distribution policy shall not be in contravention of the relevant regulations of CSRC and the stock exchange of the places where the Company is listed.</p>	<p>(4) The Company’s profit distribution policy will maintain continuity and stability, and if it is necessary to adjust the profit distribution policy as a result of significant changes in the external business environment or its own operating conditions, the adjustment shall be based on the protection of shareholders’ rights and interests, and the board of directors and the <b>audit committee</b> of the Company shall study and discuss the matter, and shall discuss and explain the reasons for the adjustments in the proposal for the shareholders’ meeting taking into account the competitive conditions of the industry, the Company’s financial conditions, and the planning of the Company’s capital requirements, etc.. The resolution on adjusting the profit distribution policy shall be submitted to the shareholders’ meeting of the Company for approval after consideration by the board of directors and examination by the <b>audit committee</b>, and the independent non-executive directors shall express their independent opinions thereon, and the adjusted profit distribution policy shall not be in contravention of the relevant regulations of CSRC and the stock exchange of the places where the Company is listed.</p>	

Original Articles	Amended Articles	Basis of amendment
(5) In the event of appropriation of the Company's funds by a shareholder in violation of requirements, the Company shall deduct the cash dividends to be distributed to such shareholder to reimburse the funds appropriated by the shareholder.	(5) In the event of appropriation of the Company's funds by a shareholder in violation of requirements, the Company shall deduct the cash dividends to be distributed to such shareholder to reimburse the funds appropriated by the shareholder.	
<p><b>Article 179</b> The Company shall implement an internal audit system, specifying its governance structure, scope of authority, staffing requirements, funding provisions, utilization of audit findings, and accountability mechanisms.</p> <p>The internal audit system of the Company shall take effect upon approval by the board of directors and be publicly disclosed, unless otherwise stipulated by the Hong Kong Listing Rules or the securities regulatory authority in the Company's place of listing.</p>	<p><b>Article 171</b> The Company shall implement an internal audit system, specifying its governance structure, scope of authority, staffing requirements, funding provisions, utilization of audit findings, and accountability.</p> <p>The internal audit system of the Company shall take effect upon approval by the board of directors and be publicly disclosed, unless otherwise stipulated by the Hong Kong Listing Rules or the securities regulatory authority in the Company's place of listing.</p>	Article 159 of the New Guidelines on Articles of Association
<p><b>Article 180</b> <u>The Company's internal audit system and the duties of the auditors shall be implemented with the approval of the board of directors. The head of audit shall be responsible and reports to the board of directors.</u></p>	<p><b>Article 172</b> <b>The internal audit institution of the Company shall supervise and inspect matters relating to the Company's business operations, risk management, internal control, financial information and others.</b></p> <p><b>The internal audit institution shall maintain independence, appoint full-time auditors, and shall not be placed under the leadership of the finance department or co-located with the finance department.</b></p>	Article 160 of the New Guidelines on Articles of Association

Original Articles	Amended Articles	Basis of amendment
	<p><b>Article 173 The internal audit institution shall be accountable to the Board of Directors.</b></p> <p><b>During the supervision and inspection of the Company’s business activities, risk management, internal controls, and financial information, the internal audit institution shall accept the supervision and guidance of the audit committee. If the internal audit institution discovers relevant major issues or clues, it shall report directly to the audit committee immediately.</b></p>	<p>Article 161 of the New Guidelines on Articles of Association</p>
	<p><b>Article 174 The specific organization and implementation of the Company’s internal control evaluation shall be the responsibility of the internal audit institution. The Company shall issue an annual internal control evaluation report based on the evaluation report and relevant materials issued by the internal audit institution and reviewed by the Audit Committee.</b></p>	<p>Article 162 of the New Guidelines on Articles of Association</p>
	<p><b>Article 175 When the audit committee communicates with external audit units such as accounting firms and national audit institutions, the internal audit institution shall actively cooperate and provide necessary support and collaboration.</b></p>	<p>Article 163 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
	<b>Article 176</b> The audit committee shall participate in the evaluation of the person in charge of internal audit.	Article 164 of the New Guidelines on Articles of Association
<b>Article 182</b> The appointment of the accounting firm <u>providing regular audit services to the Company</u> must be decided by the shareholders' meeting, and the board of directors shall not appoint an accounting firm before the decision is made by a shareholders' meeting.	<b>Article 178</b> The appointment and dismissal of the accounting firm shall be decided by the shareholders' meeting, and the board of directors shall not appoint an accounting firm before the decision is made by a shareholders' meeting.	Article 166 of the New Guidelines on Articles of Association
<b>Article 190</b> A notice of the meeting of the board of supervisors convened by the Company shall be given to all supervisors by telephone, facsimile, e-mail, among other means.		The Company intends to abolish the board of supervisors and the corresponding wording is adjusted
<b>Article 192</b> The accidental omission to give notice of a meeting to, or the failure to receive notice of a meeting by, any person entitled to receive the notice shall not invalidate the meeting and the resolutions thereat.	<b>Article 187</b> The accidental omission to give notice of a meeting to, or the failure to receive notice of a meeting by, any person entitled to receive the notice <b>alone</b> shall not invalidate the meeting and the resolutions thereat.	Article 175 of the New Guidelines on Articles of Association
<b>Article 197</b> In the event of a merger, the parties to the merger shall enter into a merger agreement and prepare a balance sheet and an inventory of assets. The Company <u>shall</u> notify its creditors within ten days, and <u>shall</u> make an announcement on a newspaper or National Enterprise Credit Information Publicity System within thirty days, from the date of the Company's resolution on the merger.	<b>Article 192</b> In the event of a merger, the parties to the merger shall enter into a merger agreement and prepare a balance sheet and an inventory of assets. The Company <b>will</b> notify its creditors within ten days, and make an announcement on a newspaper or National Enterprise Credit Information Publicity System within thirty days, from the date of the Company's resolution on the merger.	Article 179 of the New Guidelines on Articles of Association

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 199</b> Upon merger of the Company, creditors’ rights and liabilities of parties to the merger <u>shall</u> be taken over by the continuing company or the newly established company.</p>	<p><b>Article 194</b> Upon merger of the Company, creditors’ rights and liabilities of parties to the merger <b>should</b> be taken over by the continuing company or the newly established company.</p>	<p>Article 180 of the New Guidelines on Articles of Association</p>
<p><b>Article 202</b> When the Company reduces its registered capital, it <u>shall</u> prepare a balance sheet and an inventory of properties.</p> <p>The Company <u>shall</u> notify its creditors within ten days, and shall make an announcement on a newspaper or National Enterprise Credit Information Publicity System within thirty days, from the date of the resolution made at the shareholders’ meeting on the reduction of registered capital. Within thirty days from the date of receipt of the notice, or within forty-five days from the date of announcement if the notice is not received, creditors shall have the right to demand the Company to settle the debts or provide corresponding guarantees.</p> <p>When the Company reduces its registered capital, it shall reduce its capital contribution or shares in proportion to the capital contribution or shares held by shareholders, unless otherwise provided by law or these Articles of Association.</p> <p>The Company’s registered capital after reduction shall not be lower than the statutory minimum amount.</p>	<p><b>Article 197</b> When the Company reduces its registered capital, it will prepare a balance sheet and an inventory of properties.</p> <p>The Company <b>will</b> notify its creditors within ten days, and shall make an announcement on a newspaper or National Enterprise Credit Information Publicity System within thirty days, from the date of the resolution made at the shareholders’ meeting on the reduction of registered capital. Within thirty days from the date of receipt of the notice, or within forty-five days from the date of announcement if the notice is not received, creditors shall have the right to demand the Company to settle the debts or provide corresponding guarantees.</p> <p>When the Company reduces its registered capital, it shall reduce its capital contribution or shares in proportion to the capital contribution or shares held by shareholders, unless otherwise provided by law or these Articles of Association.</p> <p>The Company’s registered capital after reduction shall not be lower than the statutory minimum amount.</p>	<p>Article 183 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 209</b> The liquidation committee shall notify the creditors within ten days from the date of its establishment and shall make an announcement in designated newspapers and periodicals or on the National Enterprise Credit Information Publicity System and in the manner required by the stock exchange of the place where the shares of the Company are listed within sixty days. The creditors shall declare their claims to the liquidation committee within thirty days from the date of receipt of the notice or, if they have not received the notice, within forty-five days from the date of the announcement.</p> <p>The creditors filing claims should state the relevant matters of the claim and provide supporting documents. The liquidation committee shall register creditor's rights.</p> <p>During the period of filing claims, the liquidation committee shall not pay off the creditors.</p>	<p><b>Article 204</b> The liquidation committee shall notify the creditors within ten days from the date of its establishment and shall make an announcement in designated newspapers and periodicals or on the National Enterprise Credit Information Publicity System and in the manner required by the stock exchange of the place where the shares of the Company are listed within sixty days. The creditors shall declare their claims to the liquidation committee within thirty days from the date of receipt of the notice or, if they have not received the notice, within forty-five days from the date of the announcement.</p> <p>The creditors filing claims should state the relevant matters of the claim and provide supporting documents. The liquidation committee shall register creditor's rights.</p> <p>During the period of filing claims, the liquidation committee shall not pay off the creditors.</p>	<p>Article 192 of the New Guidelines on Articles of Association</p>
<p><b>Article 212</b> Upon completion of the Company's liquidation, the liquidation committee shall prepare a liquidation report, which shall be submitted to the shareholders' meeting or the People's Court for confirmation. <u>The liquidation committee shall, within thirty days after the confirmation by the shareholders' meeting or the People's Court, submit the foregoing report to the company registration authority and apply for cancellation of the Company, and publish an announcement relating to the termination of the Company.</u></p>	<p><b>Article 207</b> Upon completion of the Company's liquidation, the liquidation committee shall prepare a liquidation report, which shall be submitted to the shareholders' meeting or the People's Court for confirmation <b>and</b> to the company registration authority <b>to</b> apply for cancellation of the Company.</p>	<p>Article 195 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 217</b> The Company shall amend these Articles of Association upon occurrence of any one of the following circumstances:</p> <p>(1) the Company Law or relevant laws, administrative regulations and the securities regulatory rules of the place where the Company's shares are listed are amended, and the matters provided for in these Articles of Association are in conflict with the provisions of the amended laws and administrative regulations;</p> <p>(2) there has been a change in the circumstances of the Company which is inconsistent with the matters recorded in these Articles of Association;</p> <p>(3) the shareholders' meeting has decided to amend these Articles of Association.</p>	<p><b>Article 212</b> The Company shall amend these Articles of Association upon occurrence of any one of the following circumstances:</p> <p>(1) <b>where</b> the Company Law or relevant laws, administrative regulations and the securities regulatory rules of the place where the Company's shares are listed are amended, and the matters provided for in these Articles of Association are in conflict with the provisions of the amended laws and administrative regulations;</p> <p>(2) <b>where</b> there has been a change in the circumstances of the Company which is inconsistent with the matters recorded in these Articles of Association;</p> <p>(3) <b>where</b> the shareholders' meeting has decided to amend these Articles of Association.</p>	<p>Article 198 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 221</b> Definitions</p> <p>(1) Controlling shareholder means shareholder whose shares account for more than 50% of the Company's total share capital, or who <u>hold less than 50%</u> of the shares, but whose voting rights for the shares hold are sufficient to have significant impact on the resolution at the shareholders' meeting, or has the meaning ascribed thereto under the Hong Kong Listing Rules;</p> <p>(2) A de facto controller is a natural person, legal person or other organization who can actually control the behaviour of the Company through investment relations, agreements or other arrangements.</p> <p>(3) Related (connected) person, related (connected) relationship and related (connected) transaction shall have the meaning ascribed thereto under the Hong Kong Listing Rules.</p>	<p><b>Article 216</b> Definitions</p> <p>(1) Controlling shareholder means shareholder whose shares account for more than 50% of the Company's total share capital, or who <b>holds not more</b> than 50% of the shares, but whose voting rights for the shares hold are sufficient to have significant impact on the resolution at the shareholders' meeting, or has the meaning ascribed thereto under the Hong Kong Listing Rules;</p> <p>(2) A de facto controller is a natural person, legal person or other organization who can actually control the behaviour of the Company through investment relations, agreements or other arrangements.</p> <p>(3) Related (connected) person, related (connected) relationship and related (connected) transaction shall have the meaning ascribed thereto under the Hong Kong Listing Rules.</p>	<p>Adjusted the wording according to the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 224</b> All references in these Articles to “above”, “within” <u>and “below”</u> shall include the relevant number itself; references to “exceed”, “beyond”, “lower than” and “more than” shall not include the relevant number itself. All references to “RMB” in these Articles of Association are to Renminbi Yuan.</p>	<p><b>Article 219</b> All references in these Articles to “above” <b>and</b> “within” shall include the relevant number itself; references to “exceed”, “beyond”, “lower than” and “more than” shall not include the relevant number itself. All references to “RMB” in these Articles of Association are to Renminbi Yuan.</p>	<p>Article 205 of the new Guidelines for Articles of Association, where the adjustment is made according to the actual circumstances of the current Articles of Association</p>
<p><b>Article 226</b> The annexes to these Articles of Association include the rules of procedure of the shareholders’ meeting, the rules of procedure of the board of directors <u>and the rules of procedure of the board of supervisors.</u></p>	<p><b>Article 221</b> The annexes to these Articles of Association include the rules of procedure of the shareholders’ meeting <b>and</b> the rules of procedure of the board of directors.</p>	<p>The Company intends to abolish the board of supervisors and the corresponding wording is adjusted</p>

## Annex I: Rules of Procedure for Shareholders' Meetings

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 6</b> The Company shall convene an extraordinary shareholders' meeting within two months of the occurrence of any of the following circumstances:</p> <p>(I) The number of directors is less than the minimum number prescribed by the Company Law or less than two-thirds of the number prescribed by the Articles of Association;</p> <p>(II) The Company's unrecovered losses reach one-third of its total share capital;</p> <p>(III) Upon written request by shareholders who individually or jointly hold more than 10% of the Company's total voting shares;</p> <p>(IV) When the board of directors deems it necessary;</p> <p>(V) When the <u>board of supervisors</u> proposes to convene such meeting;</p> <p>(VI) Any other circumstances prescribed by laws, administrative regulations, departmental rules, regulatory rules of the place where the shares of the Company are listed, or the Articles of Association.</p>	<p><b>Article 6</b> The Company shall convene an extraordinary shareholders' meeting within two months of the occurrence of any of the following circumstances:</p> <p>(I) The number of directors is less than the minimum number prescribed by the Company Law or less than two-thirds of the number prescribed by the Articles of Association;</p> <p>(II) The Company's unrecovered losses reach one-third of its total share capital;</p> <p>(III) Upon written request by shareholders who individually or jointly hold more than 10% of the Company's total voting shares;</p> <p>(IV) When the board of directors deems it necessary;</p> <p>(V) When the <b>audit committee</b> proposes to convene such meeting;</p> <p>(VI) Any other circumstances prescribed by laws, administrative regulations, departmental rules, regulatory rules of the place where the shares of the Company are listed, or the Articles of Association.</p>	<p>Article 49 of the New Company Law</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 7</b> The board of directors shall convene shareholders’ meetings on time within the time limits specified in Articles 5 and 6 of these Rules. If the board of directors is unable or fails to fulfill its duty to convene a shareholders’ meeting, the <u>board of supervisors</u> shall promptly convene and preside over the meeting. If the <u>board of supervisors</u> fails to convene and preside over the meeting, shareholders who individually or jointly hold more than 10% of the shares of the Company for more than 90 consecutive days may convene and preside over the meeting on their own initiative.</p>	<p><b>Article 7</b> The board of directors shall convene shareholders’ meetings on time within the time limits specified in Articles 5 and 6 of these Rules. If the board of directors is unable or fails to fulfill its duty to convene a shareholders’ meeting, the <b>audit committee</b> shall promptly convene and preside over the meeting. If the <b>audit committee</b> fails to convene and preside over the meeting, shareholders who individually or jointly hold more than 10% of the shares of the Company for more than 90 consecutive days may convene and preside over the meeting on their own initiative.</p>	<p>Article 63 of the New Company Law</p>
<p><b>Article 8</b> Independent non-executive directors have the right to propose to the board of directors the convening of an extraordinary shareholders’ meeting. In response to an independent non-executive director’s proposal to convene an extraordinary shareholders’ meeting, the board of directors shall, in accordance with the provisions of laws, administrative regulations, and the Articles of Association, provide written response within 10 days upon receipt of the proposal, indicating whether it agrees or disagrees to convene an extraordinary shareholders’ meeting.</p>	<p><b>Article 8 With the consent of a majority of all independent directors</b>, independent non-executive directors have the right to propose to the board of directors the convening of an extraordinary shareholders’ meeting. In response to an independent non-executive director’s proposal to convene an extraordinary shareholders’ meeting, the board of directors shall, in accordance with the provisions of laws, administrative regulations, and the Articles of Association, provide written response within 10 days upon receipt of the proposal, indicating whether it agrees or disagrees to convene an extraordinary shareholders’ meeting.</p>	<p>Article 52 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 9</b> The <u>board of supervisors</u> 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 and the Articles of Association, provide written response within 10 days upon receiving the proposal, indicating whether it agrees or disagrees to convene an extraordinary shareholders’ meeting.</p> <p>If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice of convening the shareholders’ meeting within 5 days after the board of directors makes the resolution. The notice shall obtain the consent of the <u>board of supervisors</u> for the original proposed changes.</p> <p>If the board of directors disagrees to convene an extraordinary shareholders’ meeting or fails to provide response within 10 days upon receiving the proposal, it shall be deemed as unable or refusing to perform its duties of convening the shareholders’ meeting, and the <u>board of supervisors</u> may convene and preside over the meeting on its own initiative.</p>	<p><b>Article 9</b> The <b>audit committee</b> 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 and the Articles of Association, provide written response within 10 days upon receiving the proposal, indicating whether it agrees or disagrees to convene an extraordinary shareholders’ meeting.</p> <p>If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice of convening the shareholders’ meeting within 5 days after the board of directors makes the resolution. The notice shall obtain the consent of the <b>audit committee</b> for the original proposed changes.</p> <p>If the board of directors disagrees to convene an extraordinary shareholders’ meeting or fails to provide response within 10 days upon receiving the proposal, it shall be deemed as unable or refusing to perform its duties of convening the shareholders’ meeting, and the <b>audit committee</b> may convene and preside over the meeting on its own initiative.</p>	<p>Article 53 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 10</b> Shareholders who individually or jointly hold 10% or more of the total number of shares with voting rights at the proposed meeting have the right to request the board of directors to convene an extraordinary shareholders’ meeting and to include a proposal on the meeting agenda. Such request shall be made in writing to the board of directors. The board of directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association, decide whether to convene an extraordinary shareholders’ meeting within 10 days of receipt of the request and shall respond to the shareholder in writing.</p> <p>If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice of convening the shareholders’ meeting within 5 days after the resolution of the board of directors is made. Any change to the original proposal in the notice shall be subject to approval from the relevant shareholders.</p>	<p><b>Article 10</b> Shareholders who individually or jointly hold 10% or more of the total number of shares with voting rights at the proposed meeting have the right to request the board of directors to convene an extraordinary shareholders’ meeting and to include a proposal on the meeting agenda. Such request shall be made in writing to the board of directors. The board of directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association, decide whether to convene an extraordinary shareholders’ meeting within 10 days of receipt of the request and shall respond to the shareholder in writing.</p> <p>If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice of convening the shareholders’ meeting within 5 days after the resolution of the board of directors is made. Any change to the original proposal in the notice shall be subject to approval from the relevant shareholders.</p>	<p>Article 54 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>If the board of directors disagrees to convene an extraordinary shareholders' meeting or fails to respond within 10 days upon receiving the request, shareholders who individually or jointly hold 10% or more of the shares of the Company have the right to propose to the <u>board of supervisors</u> to convene an extraordinary shareholders' meeting and to include a proposal on the meeting agenda. Such proposals must be submitted in writing to the <u>board of supervisors</u>. The <u>board of supervisors</u> must decide whether or not to convene an extraordinary shareholders' meeting within 10 days of receiving the request and provide a written response to the shareholders.</p> <p>If the <u>board of supervisors</u> agrees to convene an extraordinary shareholders' meeting, it shall issue a notice of convening the shareholders' meeting within 5 days of receiving the request. Any changes to the original request in the notice shall be subject to the consent of the relevant shareholders.</p> <p>If the <u>board of supervisors</u> fails to issue a shareholders' meeting notice within the prescribed time limit, it shall be deemed as unable to convene and preside over the shareholders' meeting. Shareholders who individually or jointly hold 10% or more of the shares of the Company for more than 90 consecutive days may convene and preside over the meeting on their own initiative.</p>	<p>If the board of directors disagrees to convene an extraordinary shareholders' meeting or fails to respond within 10 days upon receiving the request, shareholders who individually or jointly hold 10% or more of the shares of the Company have the right to propose to the <b>audit committee</b> to convene an extraordinary shareholders' meeting and to include a proposal on the meeting agenda. Such proposals must be submitted in writing to the <b>audit committee</b>. The <b>audit committee</b> must decide whether or not to convene an extraordinary shareholders' meeting within 10 days of receiving the request and provide a written response to the shareholders.</p> <p>If the <b>audit committee</b> agrees to convene an extraordinary shareholders' meeting, it shall issue a notice of convening the shareholders' meeting within 5 days of receiving the request. Any changes to the original request in the notice shall be subject to the consent of the relevant shareholders.</p> <p>If the <b>audit committee</b> fails to issue a shareholders' meeting notice within the prescribed time limit, it shall be deemed as unable to convene and preside over the shareholders' meeting. Shareholders who individually or jointly hold 10% or more of the shares of the Company for more than 90 consecutive days may convene and preside over the meeting on their own initiative.</p>	

Original Articles	Amended Articles	Basis of amendment
<p>If shareholders who individually or jointly hold 10% or more of the shares with voting rights at the proposed meeting decide to convene an extraordinary shareholders' meeting, they shall notify the board of directors in writing, and the meeting notice issued shall comply with the provisions of the Articles of Association of the Company.</p> <p>If shareholders who individually or jointly hold more than 10% of the shares with voting rights at the proposed meeting convene and hold a meeting on their own initiatives because the board of directors fails to hold a meeting in response to the above-mentioned request, the reasonable expenses incurred by them shall be borne by the Company and deducted from the amount owed by the Company to the negligent directors.</p>	<p>If shareholders who individually or jointly hold 10% or more of the shares with voting rights at the proposed meeting decide to convene an extraordinary shareholders' meeting, they shall notify the board of directors in writing, and the meeting notice issued shall comply with the provisions of the Articles of Association of the Company.</p> <p>If shareholders who individually or jointly hold more than 10% of the shares with voting rights at the proposed meeting convene and hold a meeting on their own initiatives because the board of directors fails to hold a meeting in response to the above-mentioned request, the reasonable expenses incurred by them shall be borne by the Company and deducted from the amount owed by the Company to the negligent directors.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 11</b> If the <u>board of supervisors</u> or shareholders decide to convene a shareholders' meeting on their own, they shall notify the board of directors in writing and, at the same time, file a record with the stock exchange of the place where the shares of the Company are listed (if necessary) in accordance with relevant laws and regulations and the requirements of the Hong Kong Listing Rules.</p> <p>Before the shareholders' meeting resolution is announced, the shareholding ratio of the convening shareholders shall not be less than 10%.</p> <p>The <u>board of supervisors</u> and the convening shareholders shall, when issuing notices of shareholders' meetings and publishing announcements of resolutions of shareholders' meetings, submit relevant supporting documents (if necessary) to the stock exchange of the place where the shares of the Company are listed in accordance with relevant laws and regulations and the Hong Kong Listing Rules.</p>	<p><b>Article 11</b> If the <b>audit committee</b> or shareholders decide to convene a shareholders' meeting on their own, they shall notify the board of directors in writing and, at the same time, file a record with the stock exchange of the place where the shares of the Company are listed (if necessary) in accordance with relevant laws and regulations and the requirements of the Hong Kong Listing Rules.</p> <p>Before the shareholders' meeting resolution is announced, the shareholding ratio of the convening shareholders shall not be less than 10%.</p> <p>The <b>audit committee</b> and the convening shareholders shall, when issuing notices of shareholders' meetings and publishing announcements of resolutions of shareholders' meetings, submit relevant supporting documents (if necessary) to the stock exchange of the place where the shares of the Company are listed in accordance with relevant laws and regulations and the Hong Kong Listing Rules.</p>	<p>Article 55 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 12</b> The board of directors and the board secretary <u>should</u> cooperate with any shareholders' meeting convened by the <u>board of supervisors</u> or shareholders. The board of directors <u>should</u> provide the register of members as at the date of registration of shareholding.</p>	<p><b>Article 12</b> The board of directors and the board secretary <b>will</b> cooperate with any shareholders' meeting convened by the <b>audit committee</b> or shareholders. The board of directors <b>will</b> provide the register of members as at the date of registration of shareholding.</p>	<p>Article 56 of the New Guidelines on Articles of Association</p>
<p><b>Article 13</b> The expenses necessary for the shareholders' meeting convened by the <u>board of supervisors</u> or shareholders themselves shall be borne by the Company and deducted from the amount owed by the Company to the negligent directors.</p>	<p><b>Article 13</b> The expenses necessary for the shareholders' meeting convened by the <b>audit committee</b> or shareholders themselves shall be borne by the Company and deducted from the amount owed by the Company to the negligent directors.</p>	<p>Article 57 of the New Guidelines on Articles of Association</p>
<p><b>Article 15</b> When the Company convenes a shareholders' meeting, the board of directors, the <u>board of supervisors</u>, and shareholders who individually or jointly hold more than 1% of the total shares of the Company have the right to submit proposals to the Company in writing.</p>	<p><b>Article 15</b> When the Company convenes a shareholders' meeting, the board of directors, the <b>audit committee</b>, and shareholders who individually or jointly hold more than 1% of the total shares of the Company have the right to submit proposals to the Company in writing.</p>	<p>Article 59 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>Shareholders who individually or jointly hold more than 1% of the total shares of the Company may submit an ad hoc proposal in writing to the Company and submit it to the convener 10 days before the shareholders' meeting. The convener shall, within two days upon receiving the proposal, issue a supplementary notice of the shareholders' meeting, announcing the contents of the ad hoc proposal and submitting it to the shareholders' meeting for deliberation, unless the ad hoc proposal violates against laws, administrative regulations, or the provisions of <u>these Articles</u>, or falls outside the scope of the shareholders' meeting's authority. The Company shall not increase the shareholding ratio of shareholders submitting the ad hoc proposal.</p> <p>Except as provided in the preceding paragraph, the convener shall not modify the proposals listed in the notice of shareholders' meeting or add new proposals after issuing the notice of shareholders' meeting.</p> <p>The shareholders' meeting shall not vote on and make resolutions on proposals that are not listed in the notice of shareholders' meeting or do not comply with Article 14 of these Rules.</p>	<p>Shareholders who individually or jointly hold more than 1% of the total shares of the Company may submit an ad hoc proposal in writing to the Company and submit it <b>in writing</b> to the convener 10 days before the shareholders' meeting. The convener shall, within two days upon receiving the proposal, issue a supplementary notice of the shareholders' meeting, announcing the contents of the ad hoc proposal and submitting it to the shareholders' meeting for deliberation, unless the ad hoc proposal violates against laws, administrative regulations, or the provisions of <b>the Articles of Association</b>, or falls outside the scope of the shareholders' meeting's authority. The Company shall not increase the shareholding ratio of shareholders submitting the ad hoc proposal.</p> <p>Except as provided in the preceding paragraph, the convener shall not modify the proposals listed in the notice of shareholders' meeting or add new proposals after issuing the notice of shareholders' meeting <b>announcement</b>.</p> <p>The shareholders' meeting shall not vote on and make resolutions on proposals that are not listed in the notice of shareholders' meeting or do not comply with Article 14 of these Rules.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 17</b> Notices of shareholders' meetings shall <u>comply with the following requirements</u>:</p> <p>(I) The time, place, and duration of the meeting;</p> <p>(II) The matters and proposals submitted for deliberation at the meeting;</p> <p>(III) A clear statement in writing that all ordinary shareholders (including preferred shareholders whose voting rights have been restored) have the right to attend the meeting and may appoint a proxy in writing to attend the meeting and vote. Such proxy is not required to be a shareholder of the Company;</p> <p>(IV) The share registration date of shareholders entitled to attend the meeting;</p> <p>(V) The name and telephone number of the contact person for the meeting;</p> <p>(VI) The voting time and procedures, whether online or by other means;</p> <p>(VII) Other requirements prescribed by laws, administrative regulations, departmental rules, the rules governing the securities of the place where the shares of the Company are listed, and the Articles of Association.</p>	<p><b>Article 17</b> Notices of shareholders' meetings shall <b>contain the following</b>:</p> <p>(I) The time, place, and duration of the meeting;</p> <p>(II) The matters and proposals submitted for deliberation at the meeting;</p> <p>(III) A clear statement in writing that all ordinary shareholders (including preferred shareholders whose voting rights have been restored) have the right to attend the meeting and may appoint a proxy in writing to attend the meeting and vote. Such proxy is not required to be a shareholder of the Company;</p> <p>(IV) The share registration date of shareholders entitled to attend the meeting;</p> <p>(V) The name and telephone number of the contact person for the meeting;</p> <p>(VI) The voting time and procedures, whether online or by other means;</p> <p>(VII) Other requirements prescribed by laws, administrative regulations, departmental rules, the rules governing the securities of the place where the shares of the Company are listed, and the Articles of Association.</p>	<p>Article 61 of the New Guidelines on Articles of Association, and adjusted the wording of the article</p>

Original Articles	Amended Articles	Basis of amendment
<p><u>The notice and supplementary notice of the shareholders' meeting shall fully and completely disclose the detailed contents of all proposals.</u></p>		
<p><b>Article 18</b> The notice and supplementary notice of the shareholders' meeting shall fully and completely disclose the detailed contents of all proposals, as well as all information or explanations required for shareholders to make reasonable judgments on the matters to be discussed. <u>If the matters to be discussed require the opinions of the independent non-executive directors, the opinions and reasons of the independent non-executive directors shall be disclosed at the same time when the notice or supplementary notice of the shareholders' meeting is issued.</u></p>	<p><b>Article 18</b> The notice and supplementary notice of the shareholders' meeting shall fully and completely disclose the detailed contents of all proposals, as well as all information or explanations required for shareholders to make reasonable judgments on the matters to be discussed.</p>	<p>Article 61 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 19</b> Where a shareholders' meeting intends to discuss the election of directors <u>and supervisors</u>, the notice of the shareholders' meeting shall fully disclose detailed information on the candidates for directors <u>and supervisors</u>, including at least the following:</p> <p>(I) Personal information such as educational background, work experience, and part-time jobs;</p> <p>(II) Whether there is any related (connected) party relationship with the Company or its controlling shareholder or actual controller;</p> <p>(III) <u>Disclosure of the number of shareholdings in the Company;</u></p> <p>(IV) Whether the Company has been penalized by China Securities Regulatory Commission or other relevant departments or disciplined by the stock exchange;</p> <p>(V) Information required to be disclosed regarding newly appointed, re-elected, or transferred directors <u>or supervisors</u> as required by the rules governing securities of the place where the shares of the Company are listed.</p>	<p><b>Article 19</b> Where a shareholders' meeting intends to discuss the election of directors, the notice of the shareholders' meeting shall fully disclose detailed information on the candidates for directors, including at least the following:</p> <p>(I) Personal information such as educational background, work experience, and part-time jobs;</p> <p>(II) Whether there is any related (connected) party relationship with the Company or its controlling shareholder or actual controller;</p> <p>(III) <b>The</b> number of shareholdings in the Company;</p> <p>(IV) Whether the Company has been penalized by China Securities Regulatory Commission or other relevant departments or disciplined by the stock exchange;</p> <p>(V) Information required to be disclosed regarding newly appointed, re-elected, or transferred directors as required by the rules governing securities of the place where the shares of the Company are listed.</p>	<p>Article 62 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>In addition to adopting the cumulative voting system to elect directors <u>and shareholder representative supervisors</u>, each director <u>and shareholder representative supervisor</u> candidate shall be proposed in a single proposal.</p>	<p>In addition to adopting the cumulative voting system to elect directors, each director candidate shall be proposed in a single proposal.</p>	
<p><b>Article 20</b> The notice of the shareholders' meeting shall specify the time and place of the meeting and determine the share registration date.</p>	<p><b>Article 20</b> The notice of the shareholders' meeting shall specify the time and place of the meeting and determine the share registration date. <b>The interval between the equity registration date and the meeting date shall be no more than seven business days. Once the equity registration date is confirmed, it shall not be changed.</b></p>	<p>Article 19 of the Rules for Shareholders' Meetings of Listed Companies</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 25</b> All shareholders whose names appear on the record date for equity registration or their proxies shall have the right to attend shareholders’ meetings and to speak at shareholders’ meetings and to exercise their voting rights in accordance with relevant laws, regulations, the listing rules of the stock exchange of the place where the shares of the Company are listed and the Articles of Association (unless they waive their voting rights in respect of specific matters in accordance with relevant regulations, such as where the shareholder holds a material interest in a particular transaction or arrangement being voted on).</p> <p>Any shareholder who is entitled to attend and vote at a shareholders’ meeting may attend the meeting in person or authorize one or more persons (who may not be shareholders) to act as their proxy to attend and vote on their behalf. The proxy may exercise the following rights in accordance with the shareholder’s authorization:</p> <p>(I) The shareholder’s right to speak at shareholders’ meetings;</p> <p>(II) To request, either individually or jointly with others, a ballot;</p> <p>(III) To exercise voting rights by raising hands or by voting; however, if more than one shareholder has appointed proxies, such proxies may only exercise voting rights by voting.</p>	<p><b>Article 25</b> All shareholders whose names appear on the record date for equity registration or their proxies shall have the right to attend shareholders’ meetings and to speak at shareholders’ meetings and to exercise their voting rights in accordance with relevant laws, regulations, the listing rules of the stock exchange of the place where the shares of the Company are listed and the Articles of Association (unless they waive their voting rights in respect of specific matters in accordance with relevant regulations, such as where the shareholder holds a material interest in a particular transaction or arrangement being voted on).</p> <p>Any shareholder who is entitled to attend and vote at a shareholders’ meeting may attend the meeting in person or authorize one or more persons (who may not be shareholders) to act as their proxy to attend and vote on their behalf. The proxy may exercise the following rights in accordance with the shareholder’s authorization:</p> <p>(I) The shareholder’s right to speak at shareholders’ meetings;</p> <p>(II) To request, either individually or jointly with others, a ballot;</p> <p>(III) To exercise voting rights by raising hands or by voting; however, if more than one shareholder has appointed proxies, such proxies may only exercise voting rights by voting.</p>	<p>Article 66 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>If a shareholder is a recognized clearing house or its agent as defined by the relevant laws and regulations of the place where the shares of the Company are listed, the shareholder may authorize one or more persons it deems appropriate to represent it at any shareholders' meeting; however, if more than one person is authorized, the power of attorney must specify the number and type of shares for which each person is authorized and must be signed by an authorized officer of the recognized clearing house. Such authorized persons may attend meetings on behalf of the recognized clearing house (or its agent) (without producing share certificates, provided that such authorization is notarized and/or further evidence confirms their formal authorization) and exercise the same statutory rights as other shareholders, as if such persons were individual shareholders of the Company.</p> <p>If a <u>natural person</u> shareholder attends the meeting in person, he/she shall present his/her <u>stock account card</u>, ID card or other valid documents or certificates that can prove his/her identity; if he/she <u>entrusts another person to attend</u> the meeting on <u>his/her</u> behalf, <u>the agent</u> shall present his/her ID card and a written power of attorney issued by the legal representative of the legal person shareholder unit in accordance with the law or a form for appointing a proxy.</p>	<p>If a shareholder is a recognized clearing house or its agent as defined by the relevant laws and regulations of the place where the shares of the Company are listed, the shareholder may authorize one or more persons it deems appropriate to represent it at any shareholders' meeting; however, if more than one person is authorized, the power of attorney must specify the number and type of shares for which each person is authorized and must be signed by an authorized officer of the recognized clearing house. Such authorized persons may attend meetings on behalf of the recognized clearing house (or its agent) (without producing share certificates, provided that such authorization is notarized and/or further evidence confirms their formal authorization) and exercise the same statutory rights as other shareholders, as if such persons were individual shareholders of the Company.</p> <p>If <b>an individual</b> shareholder attends the meeting in person, he/she shall present his/her ID card or other valid documents or certificates that can prove his/her identity; if he/she <b>attends</b> the meeting on <b>another person's</b> behalf, <b>he/she</b> shall present his/her <b>valid</b> ID card and a written power of attorney issued by the legal representative of the legal person shareholder unit in accordance with the law or a form for appointing a proxy.</p>	

Original Articles	Amended Articles	Basis of amendment
<p>Corporate shareholders should be represented at meetings by their legal representative or an agent authorized by the legal representative. If a legal representative attends the meeting, he or she must present his or her ID card and a valid certificate proving his or her qualifications as a legal representative. If <u>he/she entrusts another person to attend the meeting</u>, the proxy should <u>also</u> present his or her ID card and a written authorization letter issued by the legal representative of the legal person shareholder's unit in accordance with the law. If a legal person shareholder has appointed a representative to attend any meeting, he or she shall be deemed to be present in person. (Unless the shareholder is an authorized clearing house (or its agent) as defined in the relevant regulations from time to time in Hong Kong).</p>	<p>Corporate shareholders should be represented at meetings by their legal representative or an agent authorized by the legal representative. If a legal representative attends the meeting, he or she must present his or her ID card and a valid certificate proving his or her qualifications as a legal representative. If <b>a proxy attends</b> the meeting, the proxy should present his or her ID card and a written authorization letter issued by the legal representative of the legal person shareholder's unit in accordance with the law. If a legal person shareholder has appointed a representative to attend any meeting, he or she shall be deemed to be present in person. (Unless the shareholder is an authorized clearing house (or its agent) as defined in the relevant regulations from time to time in Hong Kong).</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 26</b> A power of attorney issued by a shareholder to authorize another person to attend a shareholders' meeting shall state the following:</p> <p>(I) The name of the principal, the class and number of the shareholding in the Company;</p> <p>(II) The name of the agent;</p> <p>(III) The detailed instructions of the shareholder, including instructions on whether to vote <u>in favor</u>, against, or abstain on each item on the shareholders' meeting agenda;</p> <p>(IV) The date of issuance and validity period of the power of attorney;</p> <p>(V) Signature (or seal) of the principal. If the principal is a legal person shareholder, the document shall be affixed with the seal of the legal person or signed by its director or duly appointed agent.</p>	<p><b>Article 26</b> A power of attorney issued by a shareholder to authorize another person to attend a shareholders' meeting shall state the following:</p> <p>(I) The name of the principal, the class and number of the shareholding in the Company;</p> <p>(II) The name of the agent;</p> <p>(III) The detailed instructions of the shareholder, including instructions on whether to vote <b>for</b>, against, or abstain on each item on the shareholders' meeting agenda;</p> <p>(IV) The date of issuance and validity period of the power of attorney;</p> <p>(V) Signature (or seal) of the principal. If the principal is a legal person shareholder, the document shall be affixed with the seal of the legal person or signed by its director or duly appointed agent.</p>	<p>Article 67 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 30</b> The Company shall be responsible for preparing a meeting registration book for all attendees. The meeting registration book shall include the names (or unit names) of the attendees, their ID numbers or unified social credit codes, <u>residential addresses</u>, the number of shares held or represented with voting rights, and the names (or unit names) of the agents acting as proxies, among other matters.</p>	<p><b>Article 30</b> The Company shall be responsible for preparing a meeting registration book for all attendees. The meeting registration book shall include the names (or unit names) of the attendees, their ID numbers or unified social credit codes, the number of shares held or represented with voting rights, and the names (or unit names) of the agents acting as proxies, among other matters.</p>	<p>Article 69 of the New Guidelines on Articles of Association</p>
<p><b>Article 31</b> The convener and the attorney engaged by the Company <u>shall</u> jointly verify the legitimacy of the shareholders' qualifications based on the shareholder register provided by the securities registration and clearing institution, and register the names of the shareholders (or legal entities) and <u>the number of voting shares</u> held by them. Registration for the meeting shall be terminated before the meeting chair announces the number of shareholders and proxies present at the meeting and the total number of voting shares held.</p>	<p><b>Article 31</b> The convener and the attorney engaged by the Company <b>will</b> jointly verify the legitimacy of the shareholders' qualifications based on the shareholder register provided by the securities registration and clearing institution, and register the names of the shareholders (or legal entities) and <u>the number of voting shares</u> held by them. Registration for the meeting shall be terminated before the meeting chair announces the number of shareholders and proxies present at the meeting and the total number of voting shares held.</p>	<p>Article 70 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 33</b> The shareholders' meeting shall be <u>convened</u> by the board. <u>The shareholders' meeting convened by the board of directors shall be presided over by the chairman of the board.</u> When the chair of the board is unable to perform his duties or fails to perform his/her duties, a director shall be elected by more than half of the directors to preside over the meeting.</p> <p><u>A shareholders' meeting convened by the board of supervisors shall be presided over by the chair of the board of supervisors. If the chair of the board of supervisors is unable to perform his duties or fails to perform his duties, a supervisor elected by a majority of the supervisors shall preside over the meeting.</u></p> <p>A shareholders' meeting convened by shareholders on their own shall be chaired and presided over by a representative nominated by the convener. <u>If, for any reason, the convener is unable to nominate a representative to preside over the meeting, the shareholder (including a shareholder's agent) holding the most voting shares among the conveners shall serve as the meeting presiding over the meeting.</u></p>	<p><b>Article 33</b> The shareholders' meeting shall be <b>presided over</b> by <b>chair of</b> the board. When the chair of the board is unable to perform his duties or fails to perform his duties, a director shall be elected <b>jointly</b> by more than half of the directors to preside over the meeting.</p> <p><b>A shareholders' meeting convened by the audit committee shall be presided over by the convener of the audit committee. If the convener of the audit committee is unable to perform the duties or fails to perform the duties, an audit committee member elected by a majority of the audit committee members shall preside over the meeting.</b></p> <p>A shareholders' meeting convened by shareholders on their own shall be chaired and presided over by <b>the convener or</b> a representative nominated by the convener.</p>	<p>Article 72 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>When holding a shareholders' meeting, if the chair of the meeting violates against the rules of procedure and makes it impossible for the shareholders' meeting to continue, the shareholders' meeting may elect one person to serve as the chair of the meeting and continue the meeting with the consent of more than half of the shareholders with voting rights present at the shareholders' meeting.</p>	<p>When holding a shareholders' meeting, if the chair of the meeting violates against the rules of procedure and makes it impossible for the shareholders' meeting to continue, the shareholders' meeting may elect one person to serve as the chair of the meeting and continue the meeting with the consent of more than half of the shareholders with voting rights present at the shareholders' meeting.</p>	
<p><b>Article 34</b> At the annual shareholders' meeting, the board of directors <u>and the board of supervisors</u> shall report to the shareholders' meeting on their work in the past year.</p>	<p><b>Article 34</b> At the annual shareholders' meeting, the board of directors shall report to the shareholders' meeting on their work in the past year, <b>and each independent non-executive director shall also make his/her work reports.</b></p>	<p>Article 74 of the New Guidelines on Articles of Association</p>
<p><b>Article 38</b> Resolutions of the shareholders' meeting are divided into ordinary resolutions and extraordinary resolutions.</p> <p>Ordinary resolutions of a shareholders' meeting must be passed by a majority of the votes held by shareholders (<u>including their proxies</u>) present at the meeting.</p> <p>A extraordinary resolution of the shareholders' meeting shall be passed by more than two-thirds of the voting rights held by shareholders (<u>including shareholders' agents</u>) attending the meeting.</p>	<p><b>Article 38</b> Resolutions of the shareholders' meeting are divided into ordinary resolutions and extraordinary resolutions.</p> <p>Ordinary resolutions of a shareholders' meeting must be passed by a majority of the votes held by shareholders present at the meeting.</p> <p>A extraordinary resolution of the shareholders' meeting shall be passed by more than two-thirds of the voting rights held by shareholders attending the meeting.</p>	<p>Article 80 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 39</b> The following matters shall be approved by way of ordinary resolutions at the shareholders' meeting:</p> <p>(I) Work reports of the board of directors <u>and the board of supervisors</u>;</p> <p>(II) Profit distribution plans and loss recovery plans formulated by the board of directors;</p> <p>(III) Appointment and removal of members of the board of directors <u>and the board of supervisors</u> who are not employee representatives (removal of any director before the expiration of his term, but such removal shall not affect the director's claim for damages under any contract), their remuneration, and the method of payment;</p> <p>(IV) The Company's annual report;</p> <p>(V) The appointment and dismissal of the accounting firm that provides regular audit services to the Company, and the determination of its remuneration;</p> <p>(VI) Other matters except those that require extraordinary resolutions as required by laws, administrative regulations, the listing rules of the stock exchange of the place where the shares of the Company are listed, or the Articles of Association.</p>	<p><b>Article 39</b> The following matters shall be approved by way of ordinary resolutions at the shareholders' meeting:</p> <p>(I) Work reports of the board of directors;</p> <p>(II) Profit distribution plans and loss recovery plans formulated by the board of directors;</p> <p>(III) Appointment and removal of members of the board of directors who are not employee representatives (removal of any director before the expiration of his term, but such removal shall not affect the director's claim for damages under any contract), their remuneration, and the method of payment;</p> <p>(IV) The Company's annual report;</p> <p>(V) The appointment and dismissal of the accounting firm that provides regular audit services to the Company, and the determination of its remuneration;</p> <p>(VI) Other matters except those that require extraordinary resolutions as required by laws, administrative regulations, the listing rules of the stock exchange of the place where the shares of the Company are listed, or the Articles of Association.</p>	<p>Article 81 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 45</b> The list of candidates for directors <u>and supervisors</u> shall be submitted to the shareholders’ meeting for voting in the form of a proposal.</p> <p>(I) The method and procedures for nominating candidates for directors of the Company are as follows:</p> <p>The director candidates of the Company are nominated by the Company’s board of directors, <u>the board of supervisors,</u> or shareholders who individually or jointly hold more than 1% of the shares of the Company.</p> <p>The number of director candidates nominated by each proposer shall not exceed the number of directors to be elected at this shareholders’ meeting.</p> <p>The nominator of a director must obtain the nominee’s consent before making a nomination. The nominator should fully understand the nominee’s occupation, academic qualifications, professional title, detailed work experience, any part-time positions, and other circumstances. Before the convener issues a notice convening a shareholders’ meeting, the director candidate must make a written commitment agreeing to accept the nomination and disclose their detailed personal information, promising that the information disclosed is true and complete, and guaranteeing that they will faithfully perform their duties as a director if elected.</p>	<p><b>Article 45</b> The list of candidates for directors shall be submitted to the shareholders’ meeting for voting in the form of a proposal.</p> <p>(I) The method and procedures for nominating candidates for directors of the Company are as follows:</p> <p>The director candidates of the Company are nominated by the Company’s board of directors or shareholders who individually or jointly hold more than 1% of the shares of the Company.</p> <p>The number of director candidates nominated by each proposer shall not exceed the number of directors to be elected at this shareholders’ meeting.</p> <p>The nominator of a director must obtain the nominee’s consent before making a nomination. The nominator should fully understand the nominee’s occupation, academic qualifications, professional title, detailed work experience, any part-time positions, and other circumstances. Before the convener issues a notice convening a shareholders’ meeting, the director candidate must make a written commitment agreeing to accept the nomination and disclose their detailed personal information, promising that the information disclosed is true and complete, and guaranteeing that they will faithfully perform their duties as a director if elected.</p>	<p>Adjusted the wording due to the abolition of the “board of supervisors” by the Company</p>

Original Articles	Amended Articles	Basis of amendment
<p>(II) <u>The method and procedure for nominating candidates for the supervisors of the Company are as follows:</u></p> <p><u>Candidates for non-employee representative supervisors shall be nominated by the Company's board of supervisors, board of directors, or shareholders who individually or jointly hold more than 3% of the shares of the Company. The number of non-employee representative supervisor candidates nominated by each proposer shall not exceed the number of non-employee representative supervisors to be elected at this shareholders' meeting.</u></p> <p><u>Candidates for non-employee representative supervisors should make a written commitment before the convener issues a notice to convene a shareholders' meeting, agreeing to accept the nomination and disclose their own detailed information, promising that the personal information disclosed publicly is true and complete, and guaranteeing that they will fulfill their supervisory obligations after being elected.</u></p> <p><u>Candidates for employee representative supervisors of the Company are democratically recommended by the Company's employees through employee representative meetings, employee meetings or other forms.</u></p>	<p>(II) Shareholders, the Company's board of directors who propose candidates for directors shall submit a list of candidates for directors and their resumes and basic information in writing before the shareholders' meeting. The convener of the shareholders' meeting shall include the list of candidates for directors and their resumes and basic information that comply with the Company Law, the Articles of Association and the rules governing the securities of the place where the share of the Company are listed in the election agenda of the shareholders' meeting and submit it to the shareholders' meeting for resolution.</p>	

Original Articles	Amended Articles	Basis of amendment
<p>(III) Shareholders, the Company's board of directors <u>and the board of supervisors</u> who propose candidates for directors <u>and supervisors</u> shall submit a list of candidates for directors <u>and supervisors</u> and their resumes and basic information in writing before the shareholders' meeting. The convener of the shareholders' meeting shall include the list of candidates for directors <u>and supervisors</u> and their resumes and basic information that comply with the Company Law, the Articles of Association and the rules governing the securities of the place where the share of the Company are listed in the election agenda of the shareholders' meeting and submit it to the shareholders' meeting for resolution.</p> <p>(IV) Cumulative voting shall be used when directors <u>and supervisors</u> are elected at a shareholders' meeting.</p> <p>Cumulative voting shall be used when two or more independent directors are elected at a shareholders' meeting.</p>	<p>(III) Cumulative voting shall be used when directors are elected at a shareholders' meeting.</p> <p>Cumulative voting shall be used when two or more independent directors are elected at a shareholders' meeting.</p>	

Original Articles	Amended Articles	Basis of amendment
<p>The detailed method of using the cumulative voting system is as follows:</p> <ol style="list-style-type: none"> <li>1. Method for calculating cumulative voting votes <ol style="list-style-type: none"> <li>(1) The number of voting shares held by each shareholder multiplied by the number of directors <u>and supervisors</u> to be elected at the shareholders' meeting is the cumulative voting votes of that shareholder in this vote.</li> <li>(2) When a shareholders' meeting holds multiple rounds of elections, the cumulative number of shareholder votes shall be recalculated based on the number of directors <u>and supervisors</u> elected in each round.</li> <li>(3) If any shareholder, <u>the supervisor of the Company</u>, or scrutineer of the shareholders' meeting objects to the announced results, a verification shall be carried out immediately.</li> </ol> </li> </ol>	<p>The detailed method of using the cumulative voting system is as follows:</p> <ol style="list-style-type: none"> <li>1. Method for calculating cumulative voting votes <ol style="list-style-type: none"> <li>(1) The number of voting shares held by each shareholder multiplied by the number of directors to be elected at the shareholders' meeting is the cumulative voting votes of that shareholder in this vote.</li> <li>(2) When a shareholders' meeting holds multiple rounds of elections, the cumulative number of shareholder votes shall be recalculated based on the number of directors elected in each round.</li> <li>(3) If any shareholder or scrutineer of the shareholders' meeting objects to the announced results, a verification shall be carried out immediately.</li> </ol> </li> </ol>	

Original Articles	Amended Articles	Basis of amendment
<p data-bbox="124 240 416 272">2. Voting Method</p> <p data-bbox="201 314 596 1059">Each shareholder may, in accordance with his or her own wishes (the agent shall comply with the instructions in the power of attorney of the principal), cast his or her cumulative votes separately or in full for any candidate for <u>director or supervisor</u>. If a shareholder votes for more than two candidates for <u>director or supervisor</u>, he or she does not have to distribute the votes equally, but the sum of his or her separate votes can only be equal to or less than his or her cumulative votes, otherwise his or her vote will be invalid.</p> <p data-bbox="201 1102 596 1772">After the voting is over, the elected <u>directors and supervisors</u> will be determined in descending order based on the number of votes each candidate received and the number of <u>directors and supervisors</u> to be elected. However, the votes received by the <u>director and supervisor</u> candidates must also exceed more than half of the voting rights held by the shareholders (including proxies thereof) attending the shareholders' meeting in order to be elected.</p>	<p data-bbox="619 240 911 272">2. Voting Method</p> <p data-bbox="695 314 1091 1017">Each shareholder may, in accordance with his or her own wishes (the agent shall comply with the instructions in the power of attorney of the principal), cast his or her cumulative votes separately or in full for any candidate for director. If a shareholder votes for more than two candidates for director, he or she does not have to distribute the votes equally, but the sum of his or her separate votes can only be equal to or less than his or her cumulative votes, otherwise his or her vote will be invalid.</p> <p data-bbox="695 1102 1091 1698">After the voting is over, the elected directors will be determined in descending order based on the number of votes each candidate received and the number of <u>directors</u> to be elected. However, the votes received by the <u>director</u> candidates must also exceed more than half of the voting rights held by the shareholders (including proxies thereof) attending the shareholders' meeting in order to be elected.</p>	

Original Articles	Amended Articles	Basis of amendment
<p>3. <u>The directors and supervisors</u> elected shall be determined in descending order of votes. If the number of directors <u>and supervisors</u> to be elected cannot be reached, the following situations shall apply:</p> <p>(1) If the number of elected directors <u>and supervisors</u> is less than the number of directors <u>and supervisors</u> to be elected, the elected directors <u>and supervisors</u> shall be automatically elected. The remaining candidates shall be re-elected by the shareholders' meeting and the elected directors <u>and supervisors</u> shall be determined in accordance with the above provisions.</p> <p>(2) If the statutory minimum number of directors cannot be reached after three rounds of elections at the shareholders' meeting, the incumbent directors cannot leave their positions, and the board of directors should meet within fifteen days, convene the shareholders' meeting again and re-elect candidates for the vacant directors. The newly elected directors elected at the previous shareholders' meeting shall remain valid, but their term of office shall be postponed until the number of newly elected directors reaches the statutory minimum number of directors.</p>	<p>3. The directors elected shall be determined in descending order of votes. If the number of directors to be elected cannot be reached, the following situations shall apply:</p> <p>(1) If the number of elected directors is less than the number of directors to be elected, the elected directors shall be automatically elected. The remaining candidates shall be re-elected by the shareholders' meeting and the elected directors shall be determined in accordance with the above provisions.</p> <p>(2) If the statutory minimum number of directors cannot be reached after three rounds of elections at the shareholders' meeting, the incumbent directors cannot leave their positions, and the board of directors should meet within fifteen days, convene the shareholders' meeting again and re-elect candidates for the vacant directors. The newly elected directors elected at the previous shareholders' meeting shall remain valid, but their term of office shall be postponed until the number of newly elected directors reaches the statutory minimum number of directors.</p>	

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 47</b> When a proposal is considered on a shareholders' meeting, it shall not be altered. <u>Otherwise, the relevant changes shall be regarded as a new proposal and cannot be voted on at this shareholders' meeting.</u></p>	<p><b>Article 47</b> When a proposal is considered on a shareholders' meeting, it shall not be altered. <b>If changed, it</b> shall be regarded as a new proposal and cannot be voted on at this shareholders' meeting.</p>	<p>Article 88 of the New Guidelines on Articles of Association</p>
<p><b>Article 50</b> When voting, shareholders (including proxies thereof) with two or more votes are not required to cast all their votes <u>as affirmative or negative votes.</u></p>	<p><b>Article 50</b> When voting, shareholders (including proxies thereof) with two or more votes are not required to cast all their votes <b>for or against.</b></p>	<p>Section 7.3 of the Mandatory Provisions for the Articles of Association of Hong Kong Listed Companies, with reference to the wording in the New Articles of Association</p>
<p><b>Article 51</b> Before a shareholders' meeting votes on a proposal, two shareholder representatives shall be elected to participate in the counting and monitoring of votes. If any shareholder is <u>interested in</u> the matter to be discussed, the relevant shareholder and his or her agent shall not participate in the counting and monitoring of votes.</p>	<p><b>Article 51</b> Before a shareholders' meeting votes on a proposal, two shareholder representatives shall be elected to participate in the counting and monitoring of votes. If any shareholder is <b>related to</b> the matter to be discussed, the relevant shareholder and his or her agent shall not participate in the counting and monitoring of votes.</p>	<p>Article 91 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>When a shareholders' meeting votes on a proposal, the lawyer (if any), shareholder representatives, <u>the supervisor representatives,</u> and other relevant persons appointed in accordance with the rules governing the securities of the place where the shares of the Company are listed shall be jointly responsible for counting and monitoring the votes in accordance with the aforementioned rules, and the voting results shall be announced on the spot. The voting results of the resolution shall be recorded in the minutes of the meeting.</p> <p>Shareholders of listed companies or their proxies who vote through the Internet or other means have the right to check their voting results through the corresponding voting system.</p>	<p>When a shareholders' meeting votes on a proposal, the lawyer (if any), shareholder representatives, and other relevant persons appointed in accordance with the rules governing the securities of the place where the shares of the Company are listed shall be jointly responsible for counting and monitoring the votes in accordance with the aforementioned rules, and the voting results shall be announced on the spot. The voting results of the resolution shall be recorded in the minutes of the meeting.</p> <p>Shareholders of listed companies or their proxies who vote through the Internet or other means have the right to check their voting results through the corresponding voting system.</p>	
<p><b>Article 63</b> Shareholders of the Company who have completed the registration procedures or their authorized agents, directors, <u>supervisors, the board secretary,</u> senior management personnel, as well as guests and reporters invited by the board of directors may attend the shareholders' meeting. Other persons are not allowed to enter, and for those who has already entered the meeting, the meeting host may ask them to leave.</p>	<p><b>Article 63</b> Shareholders of the Company who have completed the registration procedures or their authorized agents, directors, senior management personnel, as well as guests and reporters invited by the board of directors may attend the shareholders' meeting. Other persons are not allowed to enter, and for those who has already entered the meeting, the meeting host may ask them to leave.</p>	<p>Adjusted the wording due to the abolition of the "board of supervisors" and the adjustment of the scope of "senior management"</p>

## Annex II: Rules of Procedure for the Board of Directors

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 4</b> The board of directors shall exercise the following functions and powers:</p> <p>(I) Convene shareholders' meetings and report its work to them;</p> <p>(II) Implement resolutions of shareholders' meetings;</p> <p>(III) Decide on the Company's operating and investment plans;</p> <p>(IV) Formulate the Company's profit distribution and loss recovery plans;</p> <p>(V) Formulate plans for increasing or reducing the Company's registered capital, issuing bonds or other securities, and listing;</p> <p>(VI) <u>Formulate</u> plans for major acquisitions of the Company, purchases of the Company's shares, or mergers, divisions, dissolutions, and changes in corporate form;</p> <p>(VII) Within the scope of authorization granted by the shareholders' meeting, decide on matters such as the Company's external investments, acquisitions and sales of assets, asset mortgages, external guarantees, entrusted asset management, related-party (connected) transactions, and external borrowing;</p>	<p><b>Article 4</b> The board of directors shall exercise the following functions and powers:</p> <p>(I) Convene shareholders' meetings and report its work to them;</p> <p>(II) Implement resolutions of shareholders' meetings;</p> <p>(III) Decide on the Company's operating and investment plans;</p> <p>(IV) Formulate the Company's profit distribution and loss recovery plans;</p> <p>(V) Formulate plans for increasing or reducing the Company's registered capital, issuing bonds or other securities, and listing;</p> <p>(VI) <b>Draft</b> plans for major acquisitions of the Company, purchases of the Company's shares, or mergers, divisions, dissolutions, and changes in corporate form;</p> <p>(VII) Within the scope of authorization granted by the shareholders' meeting, decide on matters such as the Company's external investments, acquisitions and sales of assets, asset mortgages, external guarantees, entrusted asset management, related-party (connected) transactions, and external borrowing;</p>	<p>Article 110 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p>(VIII) Decide on the establishment of the Company’s internal management structure;</p> <p>(IX) Appoint or dismiss the Company’s general manager and secretary to the board of directors, and their remuneration; based on the general manager’s nomination, appoint or dismiss the Company’s deputy general manager, chief financial officer, and other senior management personnel, and decide on their remuneration, rewards, and penalties;</p> <p>(X) Formulate the Company’s basic management system;</p> <p>(XI) Formulate amendments to the Articles of Association;</p> <p>(XII) Manage the Company’s information disclosure matters;</p> <p>(XIII) Propose to the shareholders’ meeting the appointment or replacement of the accounting firm which performs audit for the Company;</p> <p>(XIV) Hear the work report of the general manager and inspect his/her performance;</p>	<p>(VIII) Decide on the establishment of the Company’s internal management structure;</p> <p>(IX) Appoint or dismiss the Company’s general manager and secretary to the board of directors, and their remuneration; based on the general manager’s nomination, appoint or dismiss the Company’s deputy general manager, chief financial officer, and other senior management personnel, and decide on their remuneration, rewards, and penalties;</p> <p>(X) Formulate the Company’s basic management system;</p> <p>(XI) Formulate amendments to the Articles of Association;</p> <p>(XII) Manage the Company’s information disclosure matters;</p> <p>(XIII) Propose to the shareholders’ meeting the appointment or replacement of the accounting firm which performs audit for the Company;</p> <p>(XIV) Hear the work report of the general manager and inspect his/her performance;</p>	

Original Articles	Amended Articles	Basis of amendment
<p>(XV) Consider and approve transactions that require decision-making by the board of directors in accordance with the regulatory rules of the place where the shares of the Company are listed (including but not limited to transactions that must be disclosed and related-party (connected) transactions);</p> <p>(XVI) Other functions and powers granted by laws, administrative regulations, departmental rules, the listing rules of the stock exchange of the place where the shares of the Company are listed, or the Articles of Association.</p> <p>The board of directors may make resolutions on matters set forth in the preceding paragraph by a majority vote of the directors. Except for items (V), (VI), and (XI) and other matters required by laws, administrative regulations, departmental rules, the listing rules of the stock exchange of the place where the shares of the Company are listed, and the Articles of Association, which are subject to the approval of more than two-thirds of the directors, the remaining matters may be approved by a majority vote of the directors.</p>	<p>(XV) Consider and approve transactions that require decision-making by the board of directors in accordance with the regulatory rules of the place where the shares of the Company are listed (including but not limited to transactions that must be disclosed and related-party (connected) transactions);</p> <p>(XVI) Other functions and powers granted by laws, administrative regulations, departmental rules, the listing rules of the stock exchange of the place where the shares of the Company are listed, or the Articles of Association.</p> <p>The board of directors may make resolutions on matters set forth in the preceding paragraph by a majority vote of the directors. Except for items (V), (VI), and (XI) and other matters required by laws, administrative regulations, departmental rules, the listing rules of the stock exchange of the place where the shares of the Company are listed, and the Articles of Association, which are subject to the approval of more than two-thirds of the directors, the remaining matters may be approved by a majority vote of the directors.</p>	

Original Articles	Amended Articles	Basis of amendment
<p>The board of directors of the Company has established special committees for audit, nominations, and compensation. These committees are accountable to the board of directors and perform their duties in accordance with the Articles of Association and the board of directors' authorization. Proposals must be submitted to the board of directors for consideration and approval. Each special committee is comprised entirely of directors. Specific membership and qualifications are determined in accordance with laws, administrative regulations, departmental rules, and regulatory requirements of the place where the shares of the Company are listed. The board of directors is responsible for formulating the rules of procedure for the special committees (including composition, responsibilities and authorities, decision-making procedures, meeting systems, and relevant compensation assessment mechanisms) to govern their operations.</p> <p>The following matters must be approved by a majority of all members of the audit committee before the board of directors of the Company makes a resolution:</p> <p>(I) Hiring and dismissing the accounting firm that undertakes the Company's audit business;</p> <p>(II) Hiring and dismissing the chief financial officer;</p>	<p>The board of directors of the Company has established special committees for audit, nominations, and compensation. These committees are accountable to the board of directors and perform their duties in accordance with the Articles of Association and the board of directors' authorization. Proposals must be submitted to the board of directors for consideration and approval. Each special committee is comprised entirely of directors. Specific membership and qualifications are determined in accordance with laws, administrative regulations, departmental rules, and regulatory requirements of the place where the shares of the Company are listed. The board of directors is responsible for formulating the rules of procedure for the special committees (including composition, responsibilities and authorities, decision-making procedures, meeting systems, and relevant compensation assessment mechanisms) to govern their operations.</p> <p>The following matters must be approved by a majority of all members of the audit committee before the board of directors of the Company makes a resolution:</p> <p>(I) Hiring and dismissing the accounting firm that undertakes the Company's audit business;</p> <p>(II) Hiring and dismissing the chief financial officer;</p>	

Original Articles	Amended Articles	Basis of amendment
<p>(III) Disclosing financial and accounting reports;</p> <p>(IV) Other matters prescribed by the securities regulatory authority of the State Council.</p> <p>Matters beyond the scope of authority of the shareholders' meeting shall be submitted to the shareholders' meeting for deliberation.</p> <p>If there are special provisions regarding relevant matters in relevant laws, administrative regulations, departmental rules, other regulatory documents, the listing rules of the stock exchange of the place where the shares of the Company are listed, or the articles of association, those special provisions shall prevail.</p>	<p>(III) Disclosing financial and accounting reports;</p> <p>(IV) Other matters prescribed by the securities regulatory authority of the State Council.</p> <p>Matters beyond the scope of authority of the shareholders' meeting shall be submitted to the shareholders' meeting for deliberation.</p> <p>If there are special provisions regarding relevant matters in relevant laws, administrative regulations, departmental rules, other regulatory documents, the listing rules of the stock exchange of the place where the shares of the Company are listed, or the articles of association, those special provisions shall prevail.</p>	
<p><b>Article 6</b> The board of directors shall explain to the shareholders' meeting the non-standard audit opinion issued by the certified public accountant on the financial report of the Company.</p>	<p><b>Article 6</b> The board of directors of the Company shall explain to the shareholders' meeting the non-standard audit opinion issued by the certified public accountant on the financial report of the Company.</p>	<p>Article 111 of the New Guidelines on Articles of Association</p>

Original Articles	Amended Articles	Basis of amendment
<p><b>Article 20</b> The board of directors shall convene an extraordinary meeting in any of the following circumstances:</p> <p>(I) When proposed by shareholders representing one-tenth or more of the voting rights;</p> <p>(II) When proposed jointly by one-third or more of the directors;</p> <p>(III) When proposed by the <u>board of supervisors</u>.</p>	<p><b>Article 20</b> The board of directors shall convene an extraordinary meeting in any of the following circumstances:</p> <p>(I) When proposed by shareholders representing one-tenth or more of the voting rights;</p> <p>(II) When proposed jointly by one-third or more of the directors;</p> <p>(III) When proposed by the <b>audit committee</b>.</p>	<p>Article 117 of the New Guidelines on Articles of Association</p>