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Changsha Broad Homes Industrial Group Co., Ltd.

長沙遠大住宅工業集團股份有限公司

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

(Stock Code: 2163)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND RELEVANT RULES OF PROCEDURE

This announcement is published by Changsha Broad Homes Industrial Group Co., Ltd. (the “**Company**”) in accordance with Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”).

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND RELEVANT RULES OF PROCEDURE

On February 17, 2023, the State Council of the People's Republic of China (the “**State Council**”) and the China Securities Regulatory Commission (the “**CSRC**”) promulgated the “Decision of the State Council on Repealing Certain Administrative Regulations and Documents” (《國務院關於廢止部分行政法規和文件的決定》) and the Trial Measures (the “**New PRC Regulations**”), respectively, which became effective on March 31, 2023. On the effective date of the New PRC Regulations above, the Special Regulations of the State Council for the Issue and Listing of Shares Overseas by Joint Stock Limited Companies (《國務院關於股份有限公司境外募集股份及上市的特別規定》) and the Mandatory Provisions for the Articles of Association of Companies Listed Overseas (《到境外上市公司章程必備條款》) (the “**Mandatory Provisions**”) were repealed and ceased to be applicable. According to the New PRC Regulations, (i) the Mandatory Provisions shall no longer be applicable and the Company, as a PRC issuer, is required to formulate its articles of association in accordance with the New PRC Regulations and the Guidelines for the Articles of Association of Listed Companies (《上市公司章程指引》); and (ii) the holders of domestic shares and H shares are no longer regarded as different classes of shareholders, thus the requirements of class meetings applicable to the holders of domestic shares and H shares are no longer applicable and shall be deleted. On July 21, 2023, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) published conclusion on the “Rule Amendments Following Mainland China Regulation Updates and Other Proposed Rule Amendments Relating to PRC Issuers”, and the amendments to the Hong Kong Listing Rules set out therein effective on August 1, 2023 (together with the New PRC Regulations, collectively the “**New Regulations**”).

In view of the implementation of the regulations above, and based on the actual needs of the Company, the board of directors of the Company (the “**Board**”) proposed to make amendments to the relevant articles of the articles of association (the “**Articles of Association**”), the rules of procedure of general meetings (the “**Rules of Procedure of General Meetings**”), the rules of procedure of board of directors (the “**Rules of Procedure of Board of Directors**”) and the rules of procedure of supervisory committee (the “**Rules of Procedure of Supervisory Committee**”) in line with the principles of prudence, appropriateness and necessity. The Board is of the view that the removal of the class meeting requirements will not jeopardize the protection for shareholders. Upon the implementation of the New Regulations, as the domestic shares and the H shares are of the same class of ordinary shares under PRC law, holders of domestic shares and H shares are no longer regarded as different classes of shareholders, and the substantive rights attached to these two classes of shares, including voting rights, dividends and distribution of assets in the event of liquidation, are the same. The abolition of class meetings is in line with the existing arrangements for general meetings of existing non-PRC issuers listed on the Stock Exchange. Accordingly, the Board considers that the proposed amendments will not have any negative impact on the shareholder protection mechanism as set out in the Articles of Association. On the contrary, the proposed amendments are in line with the Company’s objective to provide the same protection to our shareholders as those of the non-PRC issuers listed on the Stock Exchange.

Given that certain contents of the amendments involve the rights and interests of the class shareholders of the Company (the “**Class Shareholders**”), the proposed amendments to each of the Articles of Association and the Rules of Procedure of General Meetings are divided into two resolutions depending on whether the rights and interests of the Class Shareholders are involved or not. On August 31, 2023, the Board has considered and approved the resolution on amendments to the Articles of Association of Changsha Broad Homes Industrial Group Co., Ltd. (I) (關於修訂《長沙遠大住宅工業集團股份有限公司章程》(一)的議案) (the “**Resolution I**”), which does not involve the rights and interests of Class Shareholders; the resolution on amendments to the Articles of Association of Changsha Broad Homes Industrial Group Co., Ltd. (II) (關於修訂《長沙遠大住宅工業集團股份有限公司章程》(二)的議案) (the “**Resolution II**”), which involves the rights and interests of Class Shareholders; the resolution on amendments to the Rules of Procedure of General Meetings of Changsha Broad Homes Industrial Group Co., Ltd. (I) (關於修訂《長沙遠大住宅工業集團股份有限公司股東大會議事規則》(一)的議案) (the “**Resolution III**”), which does not involve the rights and interests of Class Shareholders; the resolution on amendments to the Rules of Procedure of General Meetings of Changsha Broad Homes Industrial Group Co., Ltd. (II) (關於修訂《長沙遠大住宅工業集團股份有限公司股東大會議事規則》(二)的議案) (the “**Resolution IV**”), which involves the rights and interests of Class Shareholders; the resolution on amendments to the Rules of Procedure of Board of Directors of Changsha Broad Homes Industrial Group Co., Ltd. (關於修訂《長沙遠大住宅工業集團股份有限公司董事會議事規則》的議案) (the “**Resolution V**”); and the resolution on amendments to the Rules of Procedure of Supervisory Committee of Changsha Broad Homes Industrial Group Co., Ltd. (關於修訂《長沙遠大住宅工業集團股份有限公司監事會議事規則》的議案) (the “**Resolution VI**”).

Details of the proposed amendments of Resolution I are set out below:

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
1.	<p>Article 1 These Articles of Association have been formulated in accordance with the Company Law of the People’s Republic of China (the “Company Law”), the Securities Law of the People’s Republic of China (the “Securities Law”), the Special Regulations of the State Council for the Issue and Listing of Shares Overseas by Joint Stock Limited Companies (the “Special Regulations”), the Mandatory Provisions for the Articles of Association of Companies Listed Overseas (the “Mandatory Provisions”), the Guidelines for the Articles of Association of Listed Companies (the “AOA Guidelines”), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “SEHK Listing Rules”) and other relevant requirements in order to protect the legal rights and interests of Changsha Broad Homes Industrial Group Co., Ltd. (the “Company”) and its shareholders and creditors, and to regulate the organization and acts of the Company.</p>	<p>Article 1 These Articles of Association have been formulated in accordance with the Company Law of the People’s Republic of China (the “Company Law”), the Securities Law of the People’s Republic of China (the “Securities Law”), the Special Regulations of the State Council for the Issue and Listing of Shares Overseas by Joint Stock Limited Companies (the “Special Regulations”), the Mandatory Provisions for the Articles of Association of Companies Listed Overseas (the “Mandatory Provisions”), the Guidelines for the Articles of Association of Listed Companies (the “AOA Guidelines”), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “SEHK Listing Rules”) and other relevant requirements in order to protect the legal rights and interests of Changsha Broad Homes Industrial Group Co., Ltd. (the “Company”) and its shareholders and creditors, and to regulate the organization and acts of the Company.</p>	<p>Repeal of the Mandatory Provisions</p>	<p>Not applicable</p>
2.	<p>Addition</p>	<p>Article 3 <u>As approved by the CSRC on 4 April 2019, the Company issued 122,035,400 overseas listed foreign investment ordinary shares (including 167,400 shares that are over-allotted), which were listed on The Stock Exchange of Hong Kong Limited (the “SEHK”) on 6 November 2019.</u></p>	<p>Article 3 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>Not applicable</p>
3.	<p>Article 24 was renumbered as Article 6</p>	<p>Article 246 The registered capital of the Company was RMB487,639,400.</p>	<p>Article 24 was renumbered as Article 6 in accordance with Article 6 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>Not applicable</p>

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
4.	<p>Article 7 These Articles of Association shall become legally binding documents that regulate the organization and acts of the Company and the rights and obligations between the Company and the shareholders and between shareholders inter se from the date on which they become effective.</p>	<p>Article 79 These Articles of Association shall become legally binding documents that regulate the organization and acts of the Company and the rights and obligations between the Company and the shareholders and between shareholders inter se from the date on which they become effective; <u>and shall be binding on the Company and its shareholders, directors, supervisors and senior management members. According to these Articles of Association, shareholders may sue shareholders; shareholders may sue directors, supervisors, general manager (president and CEO, the same shall apply hereinafter) and other senior management members of the Company; shareholders may sue the Company; and the Company may sue shareholders, directors, supervisors, general manager and other senior management members.</u></p>	Article 10 of the Guidelines for the Articles of Association of Listed Companies	Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders
5.	<p>Article 8 These Articles of Association shall be binding on the Company and its shareholders, directors, supervisors and senior management members, all of whom shall be entitled to, according to these Articles of Association, make claims in respect of rights concerning the matters of the Company.</p> <p>Subject to Article 241 of these Articles of Association, shareholders may sue shareholders; shareholders may sue directors, supervisors and senior management members of the Company; shareholders may sue the Company; and the Company may sue shareholders, directors, supervisors and senior management members in accordance with these Articles of Association.</p> <p>For the purposes of the preceding paragraph, the term “sue” shall include the institution of proceedings in a court or the application to an arbitration institution for arbitration.</p>	Integrated into Article 9	Integrated into Article 9	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
6.	Article 9 For the purposes of these Articles of Association, the term “senior management members” refers to the Company’s general manager (president and CEO, the same below), deputy general manager, financial controllers and secretary to the board of directors.	Article 9 For the purposes of these Articles of Association, the term “ <u>other</u> senior management members” refers to the Company’s general manager (president and CEO, the same below) ; deputy general manager, financial controllers and secretary to the board of directors.	Article 10 of the Guidelines for the Articles of Association of Listed Companies	Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders
7.	Article 11 The Company may invest in other limited liability companies and joint stock limited companies. Its liability towards an investee company shall be limited to the extent of the amount of capital contributed thereto. However, save as otherwise specified in the laws, the Company shall not be an investor bearing joint liability for the debt of its invested enterprises.	Article 11 Article 12 The Company may invest in other limited liability companies and joint stock limited companies . Its liability towards an investee company shall be limited to the extent of the amount of capital contributed thereto . However, save as otherwise specified in the laws, the Company shall not be an investor bearing joint liability for the debt of its invested enterprises.	Article 15 of the Company Law	Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders
8.	Addition	Article 13 <u>The Company establishes organization of the Communist Party and carries out Party activities in accordance with the provisions of the Constitution of the Communist Party of China. The Company provides necessary support for the activities of the Party organization.</u>	Article 12 of the Guidelines for the Articles of Association of Listed Companies	Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders
9.	CHAPTER 3. SHARES AND REGISTERED CAPITAL	CHAPTER 3. SHARES AND REGISTERED CAPITAL	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
10.	Addition	Section 1. Issue of Shares	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
11.	<p>Article 17 The Company may offer shares to domestic investors and foreign investors subject to the approval by the China Securities Regulatory Commission (the “CSRC”).</p> <p>For the purposes of the preceding paragraph, the term “foreign investors” shall refer to investors from foreign countries or from the Hong Kong Special Administrative Region, the Macao Special Administrative Region or Taiwan that subscribe for the shares issued by the Company, and the term “domestic investors” shall refer to investors inside the PRC, excluding the above-mentioned regions, that subscribe for the shares issued by the Company.</p>	<p>Article 1719 The Company may offer shares to domestic investors and foreign investors subject to the approval by shall, in accordance with the laws, perform the registration or filing procedures with the China Securities Regulatory Commission (the “CSRC”) for the issuance of shares to domestic investors and foreign investors.</p> <p>For the purposes of the preceding paragraph, the term “foreign investors” shall refer to investors from foreign countries or from the Hong Kong Special Administrative Region, the Macao Special Administrative Region or Taiwan that subscribe for the shares issued by the Company, and the term “domestic investors” shall refer to investors inside the PRC, excluding the above-mentioned regions, that subscribe for the shares issued by the Company.</p>	<p>According to the Trial Measures for Administration of Overseas Issuance and Listing of Securities by Domestic Enterprises, the Company’s issuance of shares does not require the approval of the CSRC and shall be filed or registered with the CSRC instead</p>	<p>Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders</p>

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
12.	<p>Article 21 As approved by the CSRC, the Company may conduct the initial public offering of 122,035,400 overseas listed foreign investment ordinary shares to foreign investors (including 167,400 shares that are over-allotted). Such ordinary shares are all H shares.</p> <p>Upon completion of the issue of the above overseas listed foreign investment shares, the share capital structure of the Company shall comprise 487,639,400 ordinary shares, of which, Zhang Jian, a promoter, will hold 171,507,840 shares, representing 35.17% of the total ordinary share capital; Hunan Broad Lingmu House Equipment Co., Ltd., a promoter, will hold 66,176,160 shares, representing 13.57% of the total ordinary share capital; Changsha High-tech Development Zone Daxin Investment Management Partnership (Limited Partnership), a promoter, will hold 18,600,000 shares, representing 3.81% of the total ordinary share capital; Hunan Dazheng Investment Co., Ltd., a promoter, will hold 12,000,000 shares, representing 2.46% of the total ordinary share capital; Hunan Dingxinrixin Share Capital Investment Management Partnership (Limited Partnership), a promoter, will hold 5,412,000 shares, representing 1.11% of the total ordinary share capital; Shanghai Xinji Investment Center (Limited Partnership), a promoter, will hold 7,560,000 shares, representing 1.55% of the total ordinary share capital; Shanghai Hanlin Venture Investment Enterprise (Limited Partnership), a promoter, will hold 3,240,000 shares, representing 0.66% of the total ordinary share capital; Hunan Gaoxin Huineng Venture Investment Enterprise (Limited Partnership), a promoter, will hold 3,600,000 shares, representing 0.74% of the total ordinary share capital; Shanghai Longteng Bafang Enterprise Development Co., Ltd., a promoter, will hold 3,816,000 shares, representing 0.78% of the total ordinary share capital; Yang Lixin, a promoter, will hold 3,600,000 shares, representing 0.74% of the total ordinary share capital; Shenzhen Yuanzhi Fuhai Investment Partnership (Limited Partnership), a promoter, will hold 25,404,000 shares, representing 5.21% of the total ordinary share capital; Shanghai Yongjun Equity Investment Partnership Enterprise (Limited Partnership), a promoter, will hold 4,236,000 shares, representing 0.87% of the total ordinary share capital; Gongqingcheng Meitou Shenyuan Investment Co., Ltd., a promoter, will hold 5,748,000 shares, representing 1.18% of the total ordinary share capital; and the H shareholders will hold 122,035,400 shares, representing 25.03% of the total ordinary share capital.</p>	<p>Article 2123 The Company has a total of 487,639,400 shares. As approved by the CSRC, the Company may conduct the initial public offering of 122,035,400 overseas listed foreign investment ordinary shares to foreign investors (including 167,400 shares that are over-allotted). Such ordinary shares are all H shares.</p> <p>Upon completion of the issue of the above overseas listed foreign investment shares, the share capital structure of the Company shall comprise 487,639,400 ordinary shares, of which, Zhang Jian, a promoter, will hold 171,507,840 shares, representing 35.17% of the total ordinary share capital; Hunan Broad Lingmu House Equipment Co., Ltd., a promoter, will hold 66,176,160 shares, representing 13.57% of the total ordinary share capital; Changsha High-tech Development Zone Daxin Investment Management Partnership (Limited Partnership), a promoter, will hold 18,600,000 shares, representing 3.81% of the total ordinary share capital; Hunan Dazheng Investment Co., Ltd., a promoter, will hold 12,000,000 shares, representing 2.46% of the total ordinary share capital; Hunan Dingxinrixin Share Capital Investment Management Partnership (Limited Partnership), a promoter, will hold 5,412,000 shares, representing 1.11% of the total ordinary share capital; Shanghai Xinji Investment Center (Limited Partnership), a promoter, will hold 7,560,000 shares, representing 1.55% of the total ordinary share capital; Shanghai Hanlin Venture Investment Enterprise (Limited Partnership), a promoter, will hold 3,240,000 shares, representing 0.66% of the total ordinary share capital; Hunan Gaoxin Huineng Venture Investment Enterprise (Limited Partnership), a promoter, will hold 3,600,000 shares, representing 0.74% of the total ordinary share capital; Shanghai Longteng Bafang Enterprise Development Co., Ltd., a promoter, will hold 3,816,000 shares, representing 0.78% of the total ordinary share capital; Yang Lixin, a promoter, will hold 3,600,000 shares, representing 0.74% of the total ordinary share capital; Shenzhen Yuanzhi Fuhai Investment Partnership (Limited Partnership), a promoter, will hold 25,404,000 shares, representing 5.21% of the total ordinary share capital; Shanghai Yongjun Equity Investment Partnership Enterprise (Limited Partnership), a promoter, will hold 4,236,000 shares, representing 0.87% of the total ordinary share capital; Gongqingcheng Meitou Shenyuan Investment Co., Ltd., a promoter, will hold 5,748,000 shares, representing 1.18% of the total ordinary share capital; and the H shareholders will hold 122,035,400 shares, representing 25.03% of the total ordinary share capital.</p>	Article 20 of the Guidelines for the Articles of Association of Listed Companies	Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
13.	Addition	<u>Article 24 The Company or its subsidiaries (including the Company's affiliates) shall not provide any financial assistance in the form of grants, advances, guarantees, indemnities, or loans to persons who purchase or propose to purchase the shares of the Company.</u>	Article 21 of the Guidelines for the Articles of Association of Listed Companies	The adjustment to relevant provisions on financial assistance are made in accordance with PRC laws and regulations, which will not compromise the protection for shareholders
14.	Article 23 If the Company offers domestic investment shares and overseas listed foreign investment shares separately within the total number of shares specified in the offer plan, each offering shall be fully subscribed for in one lump sum. In case of special circumstances that make it impossible for each offering to be fully subscribed for in one lump sum, the shares may be offered in installments, subject to the approval of the CSRC.	Deletion	Repeal of the Mandatory Provisions	Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders
15.	Article 24 The registered capital of the Company was RMB487,639,400. The change of the Company's registered capital shall be registered with the administration authorities for industry and commerce.	Renumbered as Article 6	Renumbering	Not applicable
16.	Article 25 Save as otherwise provided in laws, administrative regulations and by the SEHK, shares of the Company may be transferred freely and shall be clear of any lien.	Deletion	Repeal of the Mandatory Provisions	Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
17.	Article 26 The Company shall not accept its own share certificates as the subject matter of a pledge.	Renumbered as Article 31	Renumbering	Not applicable
18.	<p>Article 27 The shares of the Company held by the promoters shall not be transferred within one year from the date of establishment of the Company. Shares in issue prior to the public offering of the Company shall not be transferred within one year from the date of their listing on any stock exchange.</p> <p>The directors, supervisors and senior management members of the Company shall report to the Company the shares of the Company that they hold and the changes in their shareholdings. During his/her term of service, he/she may not transfer more than 25% of his/her total holding of the Company's same class of shares each year; the Company's shares he/she holds may not be transferred within one year from the date of their listing. Any of them may not transfer the Company's shares he/she holds within six months after his/her resignation from the Company. The transfer restriction on H shares shall also be subject to the relevant requirements of the SEHK Listing Rules and other applicable laws and regulations.</p>	Renumbered as Article 32	Renumbering	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
19.	<p>Article 28 If a director, supervisor or senior management members of the Company or a holder of at least five percent of the shares of the Company sells the shares or other securities of equity nature of the Company that he/she holds within six months after acquiring the same, or buys such shares or other securities of equity nature back within six months after selling the same, the gains obtained therefrom shall belong to the Company and the board of directors of the Company shall recover such gains from him/her. The transfer restriction on H shares shall also be subject to the relevant requirements of the SEHK Listing Rules and other applicable laws and regulations. However, securities companies holding 5% or above of the Company's shares as a result of taking up unsubscribed shares as underwriters and other circumstances provided by CSRC are exempt from such requirement.</p> <p>Shares or other securities of equity nature held by directors, supervisors, senior management, natural person shareholders referred to in the paragraph above include shares or other securities of equity nature held by their spouse, parents, children in their own name and under others' account. If the board of directors of the Company fails to act in accordance with the first paragraph, shareholders shall have the right to demand that the board of directors act within 30 days. If the board of directors of the Company fails to act within such time period, shareholders shall have the right, in the interests of the Company, to directly institute a legal action in a court in their own name.</p> <p>If the board of directors of the Company fails to act in accordance with the first paragraph, the responsible directors shall be jointly liable in accordance with the laws.</p>	Deletion	There are no specific requirements under the Listing Rules for such share movements and therefore the article is deleted	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
20.	CHAPTER 4. INCREASE, REDUCTION AND BUYBACK OF SHARES	CHAPTER 4. INCREASE, REDUCTION AND BUYBACK OF SHARES Section 2. Increase, Reduction and Buyback of Shares	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
21.	<p>Article 29 Based on its business and development requirements, the Company may increase its capital in accordance with the laws and subject to relevant requirements of these Articles of Association, by any of the following methods:</p> <p>(I) public offering of shares;</p> <p>(II) private placement of shares;</p> <p>(III) issue of bonus shares or placement of new shares to existing shareholders;</p> <p>(IV) conversion of capital reserve to share capital;</p> <p>(V) other methods permitted by laws and administrative regulations and approved by the competent securities regulatory authority of the State Council.</p> <p>If the Company is to increase its capital by an offering of new shares, it shall do so by the procedure provided for in relevant state laws and regulations after such increase has been approved in accordance with these Articles of Association.</p>	<p>Article 29 Article 29 Based on its business and development requirements, the The Company may increase its capital in the following manners based on the needs of its operation and development in accordance with the provisions of laws and regulations and subject to relevant requirements of these Articles of Association, by any of the following methods by resolutions of the general meeting:</p> <p>(I) public offering of shares;</p> <p>(II) private placement of shares;</p> <p>(III) issue of bonus shares or placement of new shares to existing shareholders;</p> <p>(IV) conversion of capital reserve to share capital;</p> <p>(V) other methods permitted prescribed by laws and administrative regulations and approved by the competent securities regulatory authority of the State Council CSRC.</p> <p>If the Company is to increase its capital by an offering of new shares, it shall do so by the procedure provided for in relevant state laws and regulations after such increase has been approved in accordance with these Articles of Association.</p>	Article 22 of the Guidelines for the Articles of Association of Listed Companies	The adjustment to relevant provisions on capital increase of the Company are made in accordance with PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
22.	<p>Article 31 If the Company is to reduce its registered capital, it must prepare a balance sheet and a list of its property.</p> <p>The Company shall notify its creditors within 10 days from the date of adoption of the resolution to reduce its registered capital and publish a public announcement of the resolution in newspapers recognized by the relevant regulatory authorities of the place where the Company's shares are listed within 30 days and post the same on its website and the website of the relevant stock exchange in accordance with the requirements of the place where Company's shares are listed.</p> <p>Creditors shall, within 30 days of receiving written notice, or within 45 days of the date of the public announcement for those who have not received written notice, be entitled to require the Company to pay its debts in full or to provide a corresponding security for repayment.</p> <p>The registered capital of the Company after reduction shall not be less than the statutory minimum.</p>	Renumbered as Article 177	Renumbering	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
23.	<p>Article 32 The Company may, in the following circumstances, buy back its own outstanding shares by the procedures provided for in laws and these Articles of Association:</p> <p>(I) cancellation of shares in order to reduce its registered capital;</p> <p>(II) merger with another company holding shares of the Company;</p> <p>(III) shares are being used in the employee shareholding scheme or as equity incentive;</p> <p>(IV) a shareholder opposes a resolution on the merger or division of the Company adopted at a general meeting and requests the Company to purchase his/her shares;</p> <p>(V) shares are being used to satisfy the conversion of corporate bonds issued by the Company that can be converted to shares;</p> <p>(VI) safeguarding corporate value and shareholders' rights and interests as the Company deems necessary;</p> <p>(VII) other circumstances approved in laws or administrative regulations and by the approval authority authorized by the State Council.</p> <p>Except under the above circumstances, the Company may not trade its own shares. Where the Company buy back its own shares, the obligation of information disclosure shall be performed in accordance with the Securities Law and the Listing Rules.</p>	<p>Article 3227 The Company may, in the following circumstances, buy back its own outstanding shares by the procedures provided for in laws and these Articles of Association shall not buy back its own shares, except for the following circumstances:</p> <p>(I) cancellation of shares in order to reduce its registered capital;</p> <p>(II) merger with another company holding shares of the Company;</p> <p>(III) shares are being used in the employee shareholding scheme or as equity incentive;</p> <p>(IV) a shareholder opposes a resolution on the merger or division of the Company adopted at a general meeting and requests the Company to purchase his/her shares;</p> <p>(V) shares are being used to satisfy the conversion of corporate bonds issued by the Company that can be converted to shares;</p> <p>(VI) safeguarding corporate value and shareholders' rights and interests as the Company deems necessary.</p> <p>(VII) other circumstances approved in laws or administrative regulations and by the approval authority authorized by the State Council.</p> <p>Except under the above circumstances, the Company may not trade its own shares. Where the Company buy back its own shares, the obligation of information disclosure shall be performed in accordance with the Securities Law and the Listing Rules.</p>	Article 24 of the Guidelines for the Articles of Association of Listed Companies	The adjustment to relevant provisions on share buyback by the Company are made in accordance with PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
24.	<p>Article 33 The Company may elect to buy back its shares by means of public collective trading or in other ways approved by laws, administrative regulations and the CSRC.</p> <p>If the Company buy back its own shares under the circumstances as provided in items (III), (V) or (VI) of the first paragraph in Article 32 in these Articles of Association, the transaction(s) shall be carried out in a public and centralized manner.</p>	<p>Article 3328 The Company may elect to buy back purchase its shares by means of public collective trading or in other ways approved by laws, administrative regulations and the CSRC.</p> <p>If the Company buy back purchase its own shares under the circumstances as provided in items (III), (V) or (VI) of the first paragraph in Article 32 27 in these Articles of Association, the transaction(s) shall be carried out in a public and centralized manner.</p>	Improved the details and changed reference to the Articles	Not applicable
25.	<p>Article 34 If the Company is to buy back shares by agreements outside a stock exchange, prior approval shall be obtained from the general meeting in accordance with these Articles of Association. Upon the prior approval by the general meeting obtained in the same manner, the Company may terminate or vary a contract concluded in the manner set forth above, or waive any of its rights under such contract.</p> <p>For the purposes of the preceding paragraph, “shares buyback agreements” shall include but not be limited to agreements whereby buyback obligations are undertaken and buyback rights are acquired.</p> <p>The Company may not transfer a contract for the buyback of its own shares or any of its rights thereunder.</p> <p>With respect to redeemable shares which the Company has the right to buy back, if the buyback is to be made in a manner other than through the market or by tender, the buyback price must be limited to a maximum price; if the buyback is to be made by tender, tenders shall be available to all shareholders on the same conditions.</p>	Deletion	Repeal of the Mandatory Provisions	Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
26.	<p>Article 35 The purchase of its own shares by the Company for a reason specified in items (I) and (II) of Article 32 of these Articles of Association shall be subject to a resolution at the general meeting. The purchase of its own shares by the Company for a reason specified in items (III), (V) and (VI) of Article 32 of these Articles of Association shall be subject to resolution at the meeting of the board of directors with at least two-thirds of the directors present. If the Company purchases its shares for the reason specified in item (I) of Article 32, it shall cancel such shares within 10 days from the date of the purchase. If the Company purchases its shares for the reason specified in item (II) or (IV) of Article 32, it shall transfer or cancel such shares within six months. If the Company purchases its shares for the reason specified in item (III), (V) or (VI) of Article 32, the total number of shares of the Company held by the Company shall not exceed 10% of the total number of shares of the Company in issue and shall be transferred or cancelled within three years. If the Company buys back H shares, it shall observe the relevant requirements of the Listing Rules. If the Company cancels shares, it shall carry out the registration of the change in its registered capital with the original registrar. The amount of the Company's registered capital shall be reduced by the total par value of the shares canceled.</p>	<p>Article 3529 The purchase of its own shares by the Company for a reason specified in items (I) and (II) of Article 3227 of these Articles of Association shall be subject to a resolution at the general meeting. The purchase of its own shares by the Company for a reason specified in items (III), (V) and (VI) of Article 3227 of these Articles of Association shall be subject to resolution at the meeting of the board of directors with at least two-thirds of the directors present. If the Company purchases its shares for the reason specified in item (I) of Article 3227, it shall cancel such shares within 10 days from the date of the purchase. If the Company purchases its shares for the reason specified in item (II) or (IV) of Article 3227, it shall transfer or cancel such shares within six months. If the Company purchases its shares for the reason specified in item (III), (V) or (VI) of Article 3227, the total number of shares of the Company held by the Company shall not exceed 10% of the total number of shares of the Company in issue and shall be transferred or cancelled within three years. If the Company buys back H shares, it shall observe the relevant requirements of the Listing Rules. If the Company cancels shares, it shall carry out the registration of the change in its registered capital with the original registrar. The amount of the Company's registered capital shall be reduced by the total par value of the shares canceled.</p>	<p>Repeal of the Mandatory Provisions and adjusted reference to the Articles</p>	<p>Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders</p>

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
27.	Addition	<u>Section 3. Share Transfer</u>	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
28.	Addition	<u>Article 30 The shares of the Company may be transferred in accordance with the laws.</u>	Article 27 of the Guidelines for the Articles of Association of Listed Companies	This is added in accordance with PRC laws and regulations, which will not compromise the protection for shareholders
29.	Article 26 was renumbered as Article 31	Article 26 ³¹ The Company shall not accept its own share certificates as the subject matter of a pledge.	Renumbering	Not applicable
30.	Article 27 was renumbered as Article 32	Article 27 ³² The shares of the Company held by the promoters shall not be transferred within one year from the date of establishment of the Company. Shares in issue prior to the public offering of the Company shall not be transferred within one year from the date of their listing on any stock exchange. The directors, supervisors and senior management members of the Company shall report to the Company the shares of the Company that they hold and the changes in their shareholdings. During his/her term of service, he/she may not transfer more than 25% of his/her total holding of the Company's same class of shares each year; the Company's shares he/she holds may not be transferred within one year from the date of their listing. Any of them may not transfer the Company's shares he/she holds within six months after his/her resignation from the Company. The transfer restriction on H-shares shall also be subject to the relevant requirements of the SEHK Listing Rules and other applicable laws and regulations.	Renumbering	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
31.	<p>Article 36 Unless the Company has already entered the liquidation stage, it must comply with the following provisions in buying back its outstanding shares:</p> <p>(I) if the Company buys back shares at their par value, the amount thereof shall be deducted from the book balance of distributable profit and/or from the proceeds of the new share offer made to repurchase the old shares;</p> <p>(II) if the Company buys back shares at a price higher than their par value, the portion corresponding to their par value shall be deducted from the book balance of the Company's distributable profit and/or from the proceeds of the new share offer made to repurchase the old shares; and the portion in excess of the par value shall be handled according to the following methods:</p> <p>(1) if the shares being bought back were issued at their par value, the amount shall be deducted from the book balance of the Company's distributable profit;</p> <p>(2) if the shares being bought back were issued at a price higher than their par value, the amount shall be deducted from the book balance of the Company's distributable profit and/or the proceeds of the new share offer made to repurchase the old shares; however, the amount deducted from the proceeds of the new share offer may not exceed the total premium obtained at the time of issuance of the old shares nor may it exceed the amount in the Company's premium account (or capital reserve account) (including the premiums from the new share offer) at the time of the buyback;</p> <p>(III) the sums paid by the Company for the purposes set forth below shall be paid out of the Company's distributable profit:</p> <p>(1) acquisition of the right to buy back its own shares;</p> <p>(2) amendment to any contract for the buyback of its own shares;</p> <p>(3) release from any of its obligations under a buyback contract.</p> <p>(IV) after the par value of the cancelled shares has been deducted from the registered capital of the Company in accordance with relevant regulations, that portion of the amount deducted from the distributable profit for the repurchase of shares which corresponds to the par value of the shares shall be credited to the Company's premium account (or capital reserve account).</p>	Deletion	Repeal of the Mandatory Provisions	Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
32.	CHAPTER 5. FINANCIAL ASSISTANCE FOR THE PURCHASE OF COMPANY SHARES	Deletion	Repeal of the Mandatory Provisions	The special provisions on financial assistance of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders
33.	Article 37 Neither the Company nor its subsidiaries shall at any time provide any financial assistance in any form to purchasers or prospective purchasers of shares of the Company. Purchasers of shares of the Company as referred to above shall include persons that directly or indirectly assume obligations (the “obligor”) as a result of purchasing shares of the Company. Neither the Company nor its subsidiaries shall at any time provide any financial assistance in any form to the above obligors in order to reduce or release them from their obligations. The provisions of this Article shall not apply to the circumstances described in Article 39 of this Chapter.	Deletion	Repeal of the Mandatory Provisions	The special provisions on financial assistance of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders
34.	Article 38 For the purposes of this Chapter, the term “financial assistance” shall include but not be limited to financial assistance in the forms set forth below: (I) gift; (II) security (including the undertaking of liability or provision of property by the guarantor in order to secure the performance of the obligation by the obligor), indemnity (not including, however, indemnity arising from the Company’s own fault), release or waiver of rights; (III) provision of a loan or conclusion of a contract under which the obligations of the Company are to be fulfilled before the obligations of the other party to the contract, and the change of parties to the loan or contract, and the transfer of rights under such loan or contract; and (IV) financial assistance in any other forms if the Company is insolvent or has no net assets or if such assistance would lead to a major reduction in the Company’s net assets. The expression “undertaking of liability” referred to in this Chapter includes the incurring of obligations by the change of the obligor’s financial position by way of a contract or the making of an arrangement (whether enforceable or not, and whether made on its own account or with any other persons), or by any other means.	Deletion	Repeal of the Mandatory Provisions	The special provisions on financial assistance of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
35.	<p>Article 39 The acts listed below shall not be regarded as acts prohibited under Article 37 of this Chapter:</p> <p>(I) where the Company provides the relevant financial assistance genuinely for the benefits of the Company and the main purpose of the financial assistance is not the purchase of shares of the Company, or the financial assistance is an incidental part of some overall plan of the Company;</p> <p>(II) lawful distribution of the Company's property in the form of dividends;</p> <p>(III) distribution of dividends in the form of shares;</p> <p>(IV) reduction of registered capital, buyback of shares, adjustment of the equity structure, etc. in accordance with these Articles of Association;</p> <p>(V) provision of a loan by the Company within its scope of business and in the ordinary course of its business (provided that the same does not lead to a reduction in the net assets of the Company or that if the same constitutes a reduction, the financial assistance is paid out of the Company's distributable profit); and</p> <p>(VI) the provision of money by the Company for an employee shareholding scheme (provided that the same does not lead to a reduction in the net assets of the Company or that if the same constitutes a reduction, the financial assistance is paid out of the Company's distributable profit).</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on financial assistance of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders
36.	CHAPTER 6. SHARE CERTIFICATES AND REGISTER OF SHAREHOLDERS	<u>CHAPTER 4. SHAREHOLDERS AND SHAREHOLDERS' GENERAL MEETING</u>	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
37.	Addition	<u>Section 1. Shareholders</u>	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
38.	<p>Article 40 The Company's shares shall be registered shares.</p> <p>In addition to those provided in the Company Law and the Special Regulations, a share certificate of the Company shall also contain any other items required to be specified by the stock exchange(s) on which the shares of the Company are listed.</p> <p>During the period when the H shares are listed on the SEHK, the Company shall ensure that all of the title documents relating to the securities listed on the SEHK (including the H share certificates) contain the following statements, and shall instruct and procure the shares registrars not to register any subscription, purchase or transfer of share in the name of any individual holder unless and until he/she submits such properly executed forms to the share registrars which shall include the following statements:</p> <p>(1) the share purchaser agrees with the Company and each shareholder of the Company, and the Company agrees with each shareholder, to observe and comply with the Company Law, other relevant laws and these Articles of Association;</p>	<p>Article 4033 The Company's shares shall be registered shares.</p> <p>In addition to those provided in the Company Law and the Special Regulations, a share certificate of the Company shall also contain any other items required to be specified by the stock exchange(s) on which the shares of the Company are listed.</p> <p>During the period when the H shares are listed on the SEHK, the Company shall ensure that all of the title documents relating to the securities listed on the SEHK (including the H share certificates) contain the following statements, and shall instruct and procure the shares registrars not to register any subscription, purchase or transfer of share in the name of any individual holder unless and until he/she submits such properly executed forms to the share registrars which shall include the following statements:</p> <p>(1) the share purchaser agrees with the Company and each shareholder of the Company, and the Company agrees with each shareholder, to observe and comply with the Company Law, other relevant laws and these Articles of Association;</p>	Repeal of the Mandatory Provisions	The special provisions on share certificates and register of members of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, provisions on register of members are set out in the amended Article 34, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
	<p>(II) the share purchaser agrees with each shareholder, director, supervisor, general manager and other senior management members of the Company and the Company acting for itself and for each director, supervisor, general manager and other senior management members agrees with each shareholder to refer all differences and claims arising from these Articles of Association, or any disputes or claims arising out of the rights and obligations conferred or imposed by the Company Law and other relevant PRC laws and administrative regulations and concerning the affairs of the Company, to arbitration in accordance with these Articles of Association, and any submission to arbitration shall be deemed to authorize the arbitration tribunal to conduct hearing in open session and to publish its award; such arbitration shall be final and conclusive;</p> <p>(III) the share purchaser agrees with the Company and each shareholder of the Company that the shares of the Company are freely transferable by the holder thereof;</p> <p>(IV) the share purchaser authorizes the Company to enter into a contract on his/ her behalf with each director, general manager and other senior management members whereby such directors, general manager and other senior management members undertake to observe and comply with their obligations to the shareholders stipulated in these Articles of Association.</p>	<p>(II) the share purchaser agrees with each shareholder, director, supervisor, general manager and other senior management members of the Company and the Company acting for itself and for each director, supervisor, general manager and other senior management members agrees with each shareholder to refer all differences and claims arising from these Articles of Association, or any disputes or claims arising out of the rights and obligations conferred or imposed by the Company Law and other relevant PRC laws and administrative regulations and concerning the affairs of the Company, to arbitration in accordance with these Articles of Association, and any submission to arbitration shall be deemed to authorize the arbitration tribunal to conduct hearing in open session and to publish its award; such arbitration shall be final and conclusive;</p> <p>(II) the share purchaser agrees with the Company and each shareholder of the Company that the shares of the Company are freely transferable by the holder thereof;</p> <p>(IV) (V) the share purchaser authorizes the Company to enter into a contract on his/ her behalf with each director, general manager and other senior management members whereby such directors, general manager and other senior management members undertake to observe and comply with their obligations to the shareholders stipulated in these Articles of Association.</p>		

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
39.	<p>Article 41 The share certificates shall be signed by the chairman of the board of directors. If the signatures of other senior management members of the Company are required by the stock exchange on which the Company's shares are listed, the share certificates shall also be signed by such other senior management members. The share certificates shall become effective after the chop for security is affixed thereto or printed thereon. The affixing or printing of the chop for security on the share certificates shall require the authorization of the board of directors. The signature of the chairman of the board of directors or of other relevant senior management members on the share certificates may also be in printed form. If the Company's shares are issued and traded in paperless form, the regulations of the securities regulatory authority of the place where the shares of the Company are listed shall apply.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on share certificates and register of members of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, provisions on register of members are set out in the amended Article 34, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
40.	<p>Article 42 The Company shall keep a register of shareholders, in which the following particulars shall be recorded:</p> <p>(I) the name, address (domicile), profession or nature of each shareholder;</p> <p>(II) the class and quantity of shares held by each shareholder;</p> <p>(III) the amount paid or payable for the shares held by each shareholder;</p> <p>(IV) the serial numbers of the shares held by each shareholder;</p> <p>(V) the date on which each shareholder is registered as such;</p> <p>(VI) the date on which each shareholder ceases to be a shareholder.</p> <p>The register of shareholders shall be sufficient evidence of holding the Company's shares by a shareholder, unless there is evidence to the contrary.</p> <p>All movements or transfer of overseas listed foreign investment shares shall be recorded in the register of holders of overseas listed foreign investment shares of the Company which is required to be kept in the place where such shares are listed pursuant to these Articles of Association.</p> <p>If two or more persons are registered as the joint shareholders of any shares, they shall be deemed to be joint holders of such shares and be subject to the following provisions:</p> <p>(I) the Company is not obliged to register more than four persons as the joint shareholders of any shares;</p> <p>(II) all the joint shareholders of any shares shall jointly and severally assume the liability to pay all amounts payable for the relevant shares;</p>	<p>Article 4234 <u>The Company establishes a register of shareholders based on the certificates provided by the share registrar, and the register of shareholders shall be sufficient evidence of holding the Company's shares by a shareholder. Shareholders shall enjoy rights and bear obligations according to the class of shares held by them. Holders of shares of the same class shall enjoy equal rights and bear equal obligations.</u></p> <p>The Company shall keep a register of shareholders, in which the following particulars shall be recorded:</p> <p>(I) the name, address (domicile), profession or nature of each shareholder;</p> <p>(II) the class and quantity of shares held by each shareholder;</p> <p>(III) the amount paid or payable for the shares held by each shareholder;</p> <p>(IV) the serial numbers of the shares held by each shareholder;</p> <p>(V) the date on which each shareholder is registered as such;</p> <p>(VI) the date on which each shareholder ceases to be a shareholder.</p> <p>The register of shareholders shall be sufficient evidence of holding the Company's shares by a shareholder, unless there is evidence to the contrary.</p> <p>All movements or transfer of overseas listed foreign investment shares shall be recorded in the register of holders of overseas listed foreign investment shares of the Company which is required to be kept in the place where such shares are listed pursuant to these Articles of Association. <u>The branch register of members of the Company in Hong Kong shall be available for inspection by members but the Company may be permitted to close the register on terms equivalent to section 632 of the Companies Ordinance of Hong Kong.</u></p> <p>If two or more persons are registered as the joint shareholders of any shares, they shall be deemed to be joint holders of such shares and be subject to the following provisions:</p> <p>(I) the Company is not obliged to register more than four persons as the joint shareholders of any shares;</p> <p>(II) all the joint shareholders of any shares shall jointly and severally assume the liability to pay all amounts payable for the relevant shares;</p>	Article 31 of the Guidelines for the Articles of Association of Listed Companies and repeal of the Mandatory Provisions	The relevant provisions on register of members are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
	<p>(III) if one of the joint shareholders deceased, only the surviving joint shareholders shall be deemed by the Company to be the persons owning the relevant shares. Nevertheless, the board of directors shall, for the purpose of revising the register of shareholders, have the right to demand evidence of death of such shareholder where it deems appropriate; and</p> <p>(IV) As to the joint shareholders of any shares, only the joint shareholder whose name appears first in the register of shareholders is entitled to receive the share certificate for the relevant shares and the notices of the Company and to attend the general meeting of the Company and exercise all voting rights of the relevant shares. Any notice served on the aforesaid person shall be deemed to have been served on all joint shareholders of the relevant shares.</p>	<p>(III) if one of the joint shareholders deceased, only the surviving joint shareholders shall be deemed by the Company to be the persons owning the relevant shares. Nevertheless, the board of directors shall, for the purpose of revising the register of shareholders, have the right to demand evidence of death of such shareholder where it deems appropriate; and</p> <p>(IV) As to the joint shareholders of any shares, only the joint shareholder whose name appears first in the register of shareholders is entitled to receive the share certificate for the relevant shares and the notices of the Company and to attend the general meeting of the Company and exercise all voting rights of the relevant shares. Any notice served on the aforesaid person shall be deemed to have been served on all joint shareholders of the relevant shares.</p>		

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
41.	<p>Article 43 The Company may, pursuant to an understanding or agreement reached between the CSRC and foreign securities regulatory authorities, keep its register of holders of overseas listed foreign investment shares outside the PRC, and appoint an overseas agent to administer the same. The original copy of register of holders of H shares shall be maintained in Hong Kong. The Company shall keep at its domicile a duplicate of the register of holders of overseas listed foreign investment shares. The appointed overseas agent shall ensure that the register of holders of overseas listed foreign investment shares and its duplicate are consistent at all times.</p> <p>If the original and duplicate of the register of holders of overseas listed foreign investment shares are inconsistent, the original shall prevail.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on share certificates and register of members of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, provisions on register of members are set out in the amended Article 34, which will not compromise the protection for shareholders
42.	<p>Article 44 The Company shall keep a complete register of shareholders. The register of shareholders shall include the following parts:</p> <p>(I) a register of shareholders kept at the Company's domicile other than those provided for under items (II) and (III) of this paragraph;</p> <p>(II) the register of holders of overseas listed foreign investment shares kept in the place of the overseas stock exchange on which the shares are listed; the original of the register of holders of overseas listed shares listed on the SEHK shall be kept in Hong Kong;</p> <p>(III) registers of shareholders kept in such other places as the board of directors may decide necessary for listing of the Company's shares.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on share certificates and register of members of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, provisions on register of members are set out in the amended Article 34, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
43.	<p>Article 45 The various parts of the register of shareholders shall not overlap. The transfer of shares registered in a certain part of the register of shareholders shall not, during the continuance of the registration of such shares, be registered in any other part of the register of shareholders.</p> <p>Changes to or corrections of each part of the register of shareholders shall be carried out in accordance with the laws of its situs.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on share certificates and register of members of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, provisions on register of members are set out in the amended Article 34, which will not compromise the protection for shareholders
44.	<p>Article 46 Unless otherwise provided by laws and regulations as well as the relevant rules and regulations of the securities regulatory authorities of the place where the Company's shares are listed, all overseas listed foreign investment shares listed in Hong Kong for which the share capital has been paid in full may be transferred freely in accordance with the Articles of Association. The board of directors may refuse to recognize any instrument of transfer without giving any reason unless such transfer is carried out in compliance with the following conditions:</p> <p>(I) payment of HK\$2.00 or higher charge as agreed by the SEHK has been made to the Company for the purpose of registering the instrument of transfer and other documents relating to or which may affect the title to the shares;</p> <p>(II) the instrument of transfer only involves overseas listed foreign investment shares listed in Hong Kong;</p> <p>(III) the stamp duty payable on the instrument of transfer as required by the laws of Hong Kong has been paid;</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on share certificates and register of members of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, provisions on register of members are set out in the amended Article 34, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
	<p>(IV) relevant share certificates and evidence that the transferor has the right to transfer such shares as reasonably required by the board of directors have been provided;</p> <p>(V) if the shares are to be transferred to joint holders, the number of registered joint holders may not exceed four; and</p> <p>(VI) the relevant shares are not encumbered by any lien of the Company.</p> <p>All transfers of overseas listed foreign investment shares shall be effective with a written instrument of transfer in general or ordinary form or such other form as acceptable to the board of directors. The said instrument of transfer may be signed by hand without seal. If the transferor or transferee of the Company's shares is a recognized clearing house as defined under the laws of Hong Kong (a "Recognized Clearing House") or an agent thereof, the signature on the written instrument of transfer may be signed by hand or in mechanically-printed form. All instruments of transfer must be kept at the legal address of the Company or other place as may be designated by the board of directors from time to time.</p>			
45.	<p>Article 48 When the Company is to convene a general meeting, to distribute dividends, to be liquidated or to carry out other acts requiring confirmation of equity interests, the board of directors shall decide upon a date as the date of record. Shareholders whose names appear on the register of shareholders at closing on the date of record shall be the shareholders entitled to the relevant rights and interests.</p>	<p>Article 4836 When the Company is to convene a general meeting, to distribute dividends, to be liquidated or to carry out other acts requiring confirmation of equity interests identity of shareholders, the board of directors or convener of the general meeting shall decide upon a date as the date of record. Shareholders whose names appear on the register of shareholders at closing on the date of record shall be the shareholders entitled to the relevant rights and interests.</p>	Article 32 of the Guidelines for the Articles of Association of Listed Companies	The relevant provisions on record date are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
46.	<p>Article 49 Any person that challenges the register of shareholders and requests that his/her name be entered into or removed from the register of shareholders may apply to the competent court for rectification of the register of shareholders.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on share certificates and register of members of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, provisions on register of members are set out in the amended Article 34, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
47.	<p>Article 50 Any shareholder who is registered in the register of shareholders or any person who requests that his/her name be entered into the register of shareholders may apply to the Company for issuance of a replacement certificate in respect of such shares (the “relevant shares”) if his/her share certificate (the “original share certificate”) is lost.</p> <p>Applications for the replacement of share certificates from holders of domestic investment shares who have had their certificates stolen or damaged, or who have lost the same shall be handled in accordance with relevant provisions of the Company Law.</p> <p>Applications for the replacement of share certificates from holders of overseas listed foreign investment shares who have had their certificates stolen or damaged, or who have lost the same may be handled in accordance with the laws, rules of stock exchange or other relevant regulations of the place where the original of the register of holders of overseas listed foreign investment shares is kept.</p> <p>Where a holder of H shares who has lost his/her share certificate applies for replacement thereof, such replacement shall comply with the following requirements:</p> <p>(1) the applicant shall submit the application in the standard form prescribed by the Company accompanied by a notarial certificate or statutory declaration; the notarial certificate or statutory declaration shall include the applicant’s reason for the application, the circumstances and evidence of the loss of the share certificate and a declaration that no other person may request registration as a shareholder in respect of the relevant shares;</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on share certificates and register of members of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, provisions on register of members are set out in the amended Article 34, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
	<p>(II) the Company has not received any declaration requesting registration as a shareholder in respect of the shares from any person other than the applicant before it decides to issue a replacement share certificate;</p> <p>(III) if the Company decides to issue a replacement share certificate to the applicant, it shall publish a public announcement of its intention to do so in the newspapers or periodicals designated by the board of directors; the period of the public announcement shall be 90 days, during which its publication shall be repeated at least once every 30 days;</p> <p>(IV) before publishing the public announcement of its intention to issue a replacement share certificate, the Company shall submit a copy of the announcement to be published to the stock exchange where it is listed and may proceed with such publication after having received a reply from the stock exchange confirming that the announcement has been displayed in the stock exchange. The announcement shall be displayed in the stock exchange for a period of 90 days;</p> <p>If the application for issuance of a replacement share certificate was made without the consent of the registered holder of the relevant shares, the Company shall mail to such shareholder a photocopy of the public announcement that it intends to publish;</p> <p>(V) if, at the expiration of the 90-day periods provided for in items (III) and (IV) hereof, the Company has not received any objection to the issuance of a replacement share certificate from any person, it may issue a replacement share certificate in accordance with the application of the applicant;</p> <p>(VI) when the Company issues a replacement share certificate under this Article, it shall immediately cancel the original share certificate and record such cancellation and the issuance of the replacement share certificate in the register of shareholders; and</p> <p>(VII) all expenses of the Company for the cancellation of the original share certificate and the issuance of a replacement share certificate shall be borne by the applicant. The Company shall be entitled to refuse to take any action until the applicant has provided reasonable security.</p>			

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
48.	<p>Article 51 After the Company has issued a replacement share certificate in accordance with these Article of Association, it may not delete from the register of shareholders the name of a bona fide purchaser of the replacement share certificate mentioned above or of a shareholder that is subsequently registered as the owner of the shares (provided that he/she is a bona fide purchaser).</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on share certificates and register of members of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, provisions on register of members are set out in the amended Article 34, which will not compromise the protection for shareholders
49.	<p>Article 52 The Company shall not be liable for damages in respect of any damage suffered by any person from the cancellation of the original share certificate or the issuance of the replacement share certificate, unless the claimant can prove fraud on the part of the Company.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on share certificates and register of members of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, provisions on register of members are set out in the amended Article 34, which will not compromise the protection for shareholders
50.	<p>CHAPTER 7. RIGHTS AND OBLIGATIONS OF THE SHAREHOLDERS</p>	Deletion	Combined into one chapter due to relevance to the content of the previous chapter	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
51.	<p>Article 54 Holders of ordinary shares of the Company shall enjoy the following rights in accordance with applicable laws and these Articles of Association:</p> <p>(I) to collect dividends and other distributions in proportion to the quantity of shares held by them;</p> <p>(II) to request, convene, preside over, attend or appoint a proxy to attend general meetings in accordance with the laws and to exercise the corresponding voting rights;</p> <p>(III) to oversee the Company's business activities, and to make recommendations or inquiries;</p> <p>(IV) to transfer, gift or pledge shares held by them in accordance with laws, relevant regulations of the securities regulatory authority of the place where Company's shares are listed and these Articles of Association;</p> <p>(V) to obtain relevant information in accordance with these Articles of Association, which shall include:</p> <p>1. obtaining a copy of these Articles of Association after payment of a charge to cover costs;</p> <p>2. being entitled, after payment of reasonable charges, to examine and copy the following documents:</p> <p>(1) all parts of the register of shareholders;</p> <p>(2) personal information on the directors, supervisors, general manager and other senior management members of the Company, including:</p> <p>(a) current and previous names and aliases;</p> <p>(b) principal address (domicile);</p> <p>(c) nationality;</p> <p>(d) full-time and all other part-time occupations and positions;</p> <p>(e) documents of identity and their numbers.</p>	<p>Article 5437 Holders of ordinary shares Shareholders of the Company shall enjoy the following rights in accordance with applicable laws and these Articles of Association:</p> <p>(I) to collect dividends and other distributions in proportion to the quantity of shares held by them;</p> <p>(II) to request, convene, preside over, attend or appoint a proxy to attend general meetings in accordance with the laws and to exercise the corresponding voting rights;</p> <p>(III) to oversee the Company's business activities, and to make recommendations or inquiries;</p> <p>(IV) to transfer, gift or pledge shares held by them in accordance with laws, relevant regulations of the securities regulatory authority of the place where Company's shares are listed and these Articles of Association;</p> <p>(V) to inspect the Articles of Association, register of shareholders, corporate bond stubs, minutes of general meetings, resolutions of meetings of the board of directors, resolutions of meetings of the supervisory committee, and financial and accounting reports; to obtain relevant information in accordance with these</p> <p>Articles of Association, which shall include:</p> <p>1. obtaining a copy of these Articles of Association after payment of a charge to cover costs;</p> <p>2. being entitled, after payment of reasonable charges, to examine and copy the following documents:</p> <p>(1) all parts of the register of shareholders;</p> <p>(2) personal information on the directors, supervisors, general manager and other senior management members of the Company, including:</p> <p>(a) current and previous names and aliases;</p> <p>(b) principal address (domicile);</p> <p>(c) nationality;</p> <p>(d) full-time and all other part-time occupations and positions;</p> <p>(e) documents of identity and their numbers.</p>	Article 33 of the Guidelines for the Articles of Association of Listed Companies	The relevant provisions on shareholders' rights are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
	<p>(3) the state of the Company's issued share capital;</p> <p>(4) reports of the aggregate par value, quantity, and highest and lowest prices of each class of shares bought back by the Company since the last fiscal year as well as all the expenses paid by the Company therefor (by domestic investment shares and foreign investment shares);</p> <p>(5) minutes of the general meetings (for reference of shareholders only) and copies of the Company's special resolutions as well as resolutions of the meetings of the board of directors and meetings of the supervisory committee;</p> <p>(6) the latest audited financial statements of the Company, and the reports of the board of directors, accounting firms and supervisory committee;</p> <p>(7) copy of the latest annual return filed with the State Administration for Industry and Commerce of the PRC or other competent authorities (if applicable).</p> <p>The Company shall make the foregoing documents of (1), (3), (4), (5), (6) and (7) available at its domicile and at its place of business in Hong Kong for review by the public and shareholders for free pursuant to the requirements of the SEHK Listing Rules (except for the meeting minutes of the general meeting for inspection by shareholders only). The Company may refuse to provide any of the aforementioned documents if the documents to be inspected or photocopied contain the Company's trade secrets and inside information.</p> <p>.....</p>	<p>(3) the state of the Company's issued share capital;</p> <p>(4) reports of the aggregate par value, quantity, and highest and lowest prices of each class of shares bought back by the Company since the last fiscal year as well as all the expenses paid by the Company therefor (by domestic investment shares and foreign investment shares);</p> <p>(5) minutes of the general meetings (for reference of shareholders only) and copies of the Company's special resolutions as well as resolutions of the meetings of the board of directors and meetings of the supervisory committee;</p> <p>(6) the latest audited financial statements of the Company, and the reports of the board of directors, accounting firms and supervisory committee;</p> <p>(7) copy of the latest annual return filed with the State Administration for Industry and Commerce of the PRC or other competent authorities (if applicable);</p> <p>The Company shall make the foregoing documents of (1), (3), (4), (5), (6) and (7) available at its domicile and at its place of business in Hong Kong for review by the public and shareholders for free pursuant to the requirements of the SEHK Listing Rules (except for the meeting minutes of the general meeting for inspection by shareholders only). The Company may refuse to provide any of the aforementioned documents if the documents to be inspected or photocopied contain the Company's trade secrets and inside information.</p> <p>.....</p>		
52.	<p>Article 55 If a shareholder requests to review the information mentioned in Article 54 or makes a request for information, he/she shall submit to the Company written documents evidencing the class and number of shares he/she holds. The Company shall provide the same as requested by the shareholder after authenticating his/her identity.</p>	<p>Article 5538 If a shareholder requests to review the information mentioned in Article 5437 or makes a request for information, he/she shall submit to the Company written documents evidencing the class and number of shares he/she holds. The Company shall provide the same as requested by the shareholder after authenticating his/her identity.</p>	Adjusted reference to the Articles	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
53.	<p>Article 58 Subject to Article 241 hereof, if a director or a senior management member violates the laws or breaches these Articles of Association in performing his/her duties for the Company, thereby causing the Company to sustain a loss, a shareholder who individually has held or shareholders who jointly have held at least 1 percent of the Company's shares for at least 180 days in succession shall have the right to request in writing that the supervisory committee institutes a legal action in a People's Court. If the supervisory committee violates the laws or breaches these Articles of Association in performing its duties for the Company, thereby causing the Company to sustain a loss, the aforesaid shareholders may request in writing that the board of directors institutes a legal action in a People's Court.</p> <p>If the supervisory committee or the board of directors refuses to institute a legal action after receipt of the written request from the shareholders as mentioned in the preceding paragraph, or fails to institute a legal action within 30 days from the date of receipt of the request, or if the circumstances are urgent and failure to promptly institute a legal action would cause irreparable harm to the Company's interests, the shareholders mentioned in the preceding paragraph shall have the right, in the interests of the Company, to directly institute a legal action in a People's Court in their own names.</p> <p>If a third party infringes on the lawful rights and interests of the Company, thereby causing the Company to sustain a loss, the shareholders mentioned in the first paragraph of this Article may institute a legal action in a People's Court pursuant to the preceding two paragraphs.</p>	<p>Article 5841 Subject to Article 241 hereof, if a director or a senior management member violates the laws <u>and administrative regulations</u> or breaches these Articles of Association in performing his/her duties for the Company, thereby causing the Company to sustain a loss, a shareholder who individually has held or shareholders who jointly have held at least 1 percent of the Company's shares for at least 180 days in succession shall have the right to request in writing that the supervisory committee institutes a legal action in a People's Court. If the supervisory committee violates the laws or breaches these Articles of Association in performing its duties for the Company, thereby causing the Company to sustain a loss, the aforesaid shareholders may request in writing that the board of directors institutes a legal action in a People's Court.</p> <p>If the supervisory committee or the board of directors refuses to institute a legal action after receipt of the written request from the shareholders as mentioned in the preceding paragraph, or fails to institute a legal action within 30 days from the date of receipt of the request, or if the circumstances are urgent and failure to promptly institute a legal action would cause irreparable harm to the Company's interests, the shareholders mentioned in the preceding paragraph shall have the right, in the interests of the Company, to directly institute a legal action in a People's Court in their own names.</p> <p>If a third party infringes on the lawful rights and interests of the Company, thereby causing the Company to sustain a loss, the shareholders mentioned in the first paragraph of this Article may institute a legal action in a People's Court pursuant to the preceding two paragraphs.</p>	Article 36 of the Guidelines for the Articles of Association of Listed Companies	Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders
54.	<p>Article 59 If a director or senior management member violates the laws or breaches these Articles of Association, thereby harming the interests of a shareholder, such shareholder may institute a legal action in a People's Court.</p>	<p>Article 5942 If a director or senior management member violates the laws <u>and administrative regulations</u> or breaches these Articles of Association, thereby harming the interests of a shareholder, such shareholder may institute a legal action in a People's Court.</p>	Article 37 of the Guidelines for the Articles of Association of Listed Companies	Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
55.	<p>Article 60 Holders of ordinary shares of the Company bear the following obligations:</p> <p>(I) to comply with laws, administrative regulations and these Articles of Association;</p> <p>(II) to pay subscription monies according to the shares subscribed for by them and the method of acquiring such shares;</p> <p>(III) to assume liabilities to the Company to the extent of the shares they have subscribed for;</p> <p>(IV) not to return their shares except in circumstances specified in laws and regulations;</p> <p>(V) not to abuse their rights as the shareholders to harm the interests of the Company or those of other shareholders; not to abuse the status of the Company as an independent legal person and shareholders' limited liability to harm the interests of the creditors of the Company;</p> <p>(VI) other obligations imposed by laws and these Articles of Association.</p> <p>If a shareholder of the Company abuses his/her rights as a shareholder, thereby causing the Company or another shareholder to sustain a loss, he/she shall be held liable for damages in accordance with the laws.</p> <p>If a shareholder of the Company abuses the status of the Company as an independent legal person and shareholders' limited liability to evade a debt, thereby materially harming the interests of the creditors of the Company, he/she shall bear joint liability for the debt of the Company.</p> <p>Shareholders are not liable for further contributions to share capital other than the conditions agreed to by the subscribers for the shares at the time of subscription.</p>	<p>Article 6043 Holders of ordinary shares Shareholders of the Company bear the following obligations:</p> <p>(I) to comply with laws, administrative regulations and these Articles of Association;</p> <p>(II) to pay subscription monies according to the shares subscribed for by them and the method of acquiring such shares;</p> <p>(III) to assume liabilities to the Company to the extent of the shares they have subscribed for;</p> <p>(IV) not to return their shares except in circumstances specified in laws and regulations;</p> <p>(V) not to abuse their rights as the shareholders to harm the interests of the Company or those of other shareholders; not to abuse the status of the Company as an independent legal person and shareholders' limited liability to harm the interests of the creditors of the Company;</p> <p>(VI) other obligations imposed by laws, <u>administrative regulations</u> and these Articles of Association.</p> <p>If a shareholder of the Company abuses his/her rights as a shareholder, thereby causing the Company or another shareholder to sustain a loss, he/she shall be held liable for damages in accordance with the laws.</p> <p>If a shareholder of the Company abuses the status of the Company as an independent legal person and shareholders' limited liability to evade a debt, thereby materially harming the interests of the creditors of the Company, he/she shall bear joint liability for the debt of the Company.</p> <p>Shareholders are not liable for further contributions to share capital other than the conditions agreed to by the subscribers for the shares at the time of subscription.</p>	Article 38 of the Guidelines for the Articles of Association of Listed Companies and repeal of the Mandatory Provisions	Adjustments are made to the provisions on shareholders' obligations in accordance with the PRC laws and regulations, which are conducive to protection for medium and minority shareholders and will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
56.	<p>Article 61 The controlling shareholder and actual controller of the Company may not take advantage of their connected relationships to harm the interests of the Company, and they shall be held liable for damages if, as a result of violating a regulation, they cause the Company to sustain a loss.</p> <p>The controlling shareholder and actual controller of the Company bear a fiduciary duty toward the Company and public shareholders. The controlling shareholder shall exercise its rights as an investor in strict accordance with the laws. The controlling shareholder may not use means such as profit distribution, asset restructuring, investment in a third party, appropriation of funds, loan security, etc. or use its controlling position to harm the lawful rights and interests of the Company and the public shareholders.</p> <p>In addition to the obligations imposed by laws and the listing rules of the stock exchange on which Company shares are listed, the controlling shareholder of the Company may not, in exercising its powers as shareholders, make decisions prejudicial to the interests of all or some of the shareholders due to the exercise of its voting rights on the issues set forth below:</p> <p>(I) relieving a director or supervisor of the responsibility to act honestly in the best interest of the Company;</p> <p>(II) approving that a director or supervisor (for his/her own or another person's benefit) deprives the Company of its property in any way, including but not limited to any opportunities that are advantageous to the Company;</p> <p>(III) approving that a director or supervisor (for his/her own or another person's benefit) deprives other shareholders of their individual rights and interests, including but not limited to the rights to distributions and voting rights, but excluding the restructuring of the Company submitted to the general meeting for adoption in accordance with these Articles of Association.</p>	<p>Article 6144 The controlling shareholder and actual controller of the Company may not take advantage of their connected relationships to harm the interests of the Company, and they shall be held liable for damages if, as a result of violating a regulation, they cause the Company to sustain a loss.</p> <p>The controlling shareholder and actual controller of the Company bear a fiduciary duty toward the Company and public shareholders. The controlling shareholder shall exercise its rights as an investor in strict accordance with the laws. The controlling shareholder may not use means such as profit distribution, asset restructuring, investment in a third party, appropriation of funds, loan security, etc. or use its controlling position to harm the lawful rights and interests of the Company and the public shareholders.</p> <p>In addition to the obligations imposed by laws and the listing rules of the stock exchange on which Company shares are listed, the controlling shareholder of the Company may not, in exercising its powers as shareholders, make decisions prejudicial to the interests of all or some of the shareholders due to the exercise of its voting rights on the issues set forth below:</p> <p>(I) relieving a director or supervisor of the responsibility to act honestly in the best interest of the Company;</p> <p>(II) approving that a director or supervisor (for his/her own or another person's benefit) deprives the Company of its property in any way, including but not limited to any opportunities that are advantageous to the Company;</p> <p>(III) approving that a director or supervisor (for his/her own or another person's benefit) deprives other shareholders of their individual rights and interests, including but not limited to the rights to distributions and voting rights, but excluding the restructuring of the Company submitted to the general meeting for adoption in accordance with these Articles of Association.</p>	Article 40 of the Guidelines for the Articles of Association of Listed Companies	In accordance with the amendments to the PRC laws and regulations changes, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited does not provide expressly for the restrictions on the exercise of shareholders' rights by controlling shareholders, and the relevant provisions may be reflected in the first two paragraphs of this article, which will not compromise the protection for shareholders
57.	CHAPTER 8. GENERAL MEETING	CHAPTER 8. GENERAL MEETING Section 2. General Rules of General Meeting	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
58.	Article 62 The general meeting shall be the organ of authority of the Company and shall exercise its functions and powers in accordance with the laws.	Integrated into Article 45	Combination of Articles	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
59.	<p>Article 63 The general meeting shall exercise the following functions and powers:</p> <p>(I) to decide on the business policies and investment plans of the Company;</p> <p>(II) to elect and replace directors and supervisors who are not representatives of the employees and to decide on matters relating to their remuneration;</p> <p>(III) to consider and approve reports of the board of directors;</p> <p>(IV) to consider and approve reports of the supervisory committee;</p> <p>(V) to consider and approve the Company's annual financial budgets and final accounts;</p> <p>(VI) to consider and approve the Company's profit distribution plans and plans for making up losses;</p> <p>(VII) to pass resolutions concerning the increase or reduction of the Company's registered capital;</p> <p>(VIII) to pass resolutions on the issuance of corporate bonds;</p> <p>(IX) to pass resolutions on the merger, division, dissolution, liquidation or change in corporate form of the Company;</p> <p>(X) to prepare and amend these Articles of Association;</p> <p>(XI) to pass resolutions on the engagement, dismissal or non-renewal of the engagement of accounting firms by the Company;</p> <p>(XII) to consider motions raised by a shareholder alone or shareholders together holding at least 3 percent of the Company's voting shares;</p> <p>(XIII) to consider and approve matters relating to the purchase or disposal of material assets by the Company within one year in an amount representing more than 30 percent of the Company's latest audited total assets;</p>	<p>Article 6345 The general meeting shall be the organ of authority of the Company and shall exercise the following functions and powers in accordance with laws:</p> <p>(I) to decide on the business policies and investment plans of the Company;</p> <p>(II) to elect and replace directors and supervisors who are not representatives of the employees and to decide on matters relating to their remuneration;</p> <p>(III) to consider and approve reports of the board of directors;</p> <p>(IV) to consider and approve reports of the supervisory committee;</p> <p>(V) to consider and approve the Company's annual financial budgets and final accounts;</p> <p>(VI) to consider and approve the Company's profit distribution plans and plans for making up losses;</p> <p>(VII) to pass resolutions concerning the increase or reduction of the Company's registered capital;</p> <p>(VIII) to pass resolutions on the issuance of corporate bonds;</p> <p>(IX) to pass resolutions on the merger, division, dissolution, liquidation or change in corporate form of the Company;</p> <p>(X) to prepare and amend these Articles of Association;</p> <p>(XI) to pass resolutions on the engagement; or dismissal or non-renewal of the engagement of accounting firms by the Company;</p> <p>(XII) to consider motions raised by a shareholder alone or shareholders together holding at least 3 percent of the Company's voting shares;</p> <p>(XIII) to consider and approve matters relating to the purchase or disposal of material assets by the Company within one year in an amount representing more than 30 percent of the Company's latest audited total assets;</p> <p>(XIV) to consider and approve equity incentive plans and employee stock ownership schemes;</p>	Article 41 of the Guidelines for the Articles of Association of Listed Companies	Adjustments are made to the provisions on the functions and powers of the general meeting in accordance with the PRC laws and regulations, which do not substantially reduced the functions and powers of the general meeting and will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
	<p>(XIV) to consider and approve equity incentive plans and employee stock ownership schemes;</p> <p>(XV) to consider and approve connected transactions required to be approved by the general meeting;</p> <p>(XVI) to consider other matters that require to be resolved by the general meeting as prescribed by laws, administrative regulations, departmental rules, regulatory documents and relevant regulations of the securities regulatory authority of the place where Company shares are listed and these Articles of Association.</p> <p>Subject to the laws, regulations and mandatory provisions of the listing rules of the listing place, the general meeting may authorize or entrust the board of directors to handle the matters authorized or entrusted by it.</p>	<p>(XIV) to consider and approve connected transactions required to be approved by the general meeting;</p> <p>(XV) to consider other matters that require to be resolved by the general meeting as prescribed by laws, administrative regulations, departmental rules, regulatory documents and relevant regulations of the securities regulatory authority of the place where Company shares are listed and these Articles of Association.</p> <p>Subject to the laws, regulations and mandatory provisions of the listing rules of the listing place, the general meeting may authorize or entrust the board of directors to handle the matters authorized or entrusted by it.</p>		

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
60.	<p>Article 65 General meetings include annual general meetings and extraordinary general meetings. In general, general meetings shall be convened by the board of directors. Annual general meetings shall be convened once a year and within six months after the end of the preceding fiscal year.</p> <p>The Company shall convene an extraordinary general meeting within two months from the date of the occurrence of any of the following circumstances:</p> <p>(I) the number of directors is less than the number provided for in the Company Law or less than two-thirds of the number prescribed in these Articles of Association;</p> <p>(II) the losses of the Company that have not been made up reach one-third of its total paid in share capital;</p> <p>(III) such is requested in writing by a shareholder individually or shareholders jointly holding at least 10 percent of the Company's shares (the number of shares held by the shareholders shall be counted based on the date of the written request);</p> <p>(IV) the board of directors considers it necessary;</p> <p>(V) the supervisory committee proposes that such a meeting shall be held;</p> <p>(VI) at least one-half of all of the independent non-executive directors agree to propose that such a meeting shall be held;</p> <p>(VII) other circumstances as specified by laws and these Articles of Association.</p>	<p>Article 6547 General meetings include annual general meetings and extraordinary general meetings. In general, general meetings shall be convened by the board of directors: Annual general meetings shall be convened once a year and within six months after the end of the preceding fiscal year.</p> <p>The Company shall convene an extraordinary general meeting within two months from the date of the occurrence of any of the following circumstances:</p> <p>(I) the number of directors is less than the number provided for in the Company Law or less than two-thirds of the number prescribed in these Articles of Association;</p> <p>(II) the losses of the Company that have not been made up reach one-third of its total paid in share capital;</p> <p>(III) such is requested in writing by a shareholder individually or shareholders jointly holding at least 10 percent of the Company's shares (the number of shares held by the shareholders shall be counted based on the date of the written request);</p> <p>(IV) the board of directors considers it necessary;</p> <p>(V) the supervisory committee proposes that such a meeting shall be held;</p> <p>(VI) at least one-half of all of the independent non-executive directors agree to propose that such a meeting shall be held;</p> <p>(VII) other circumstances as specified by laws, <u>administrative regulations, departmental rules</u> and these Articles of Association.</p>	Article 43 and Article 44 of the Guidelines for the Articles of Association of Listed Companies	Adjustments are made to the provisions on time of convening the general meeting in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
61.	Addition	<u>Section 3. Convening of General Meeting</u>	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
62.	<p>Article 67 Independent non-executive directors accounting for at least one-half of the Company's independent non-executive directors shall have the right to propose to the board of directors in writing to call an extraordinary general meeting. The board of directors shall, in accordance with laws and these Articles of Association, give a written response on whether or not it agrees to call such an extraordinary general meeting within 10 days after receipt of the proposal from the independent non-executive directors aforesaid.</p> <p>If the board of directors agrees to call an extraordinary general meeting, it shall issue a notice calling such meeting within 5 days after the resolutions are made; if the board of directors does not agree to call such meeting, it shall give the reasons therefor in writing and publish the same in a public announcement.</p>	<p>Article 6749 Independent non-executive directors accounting for at least one-half of the Company's independent non-executive directors shall have the right to propose to the board of directors in writing to call an extraordinary general meeting. The board of directors shall, in accordance with laws, <u>administrative regulations</u> and these Articles of Association, give a written response on whether or not it agrees to call such an extraordinary general meeting within 10 days after receipt of the proposal from the independent non-executive directors aforesaid.</p> <p>If the board of directors agrees to call an extraordinary general meeting, it shall issue a notice calling such meeting within 5 days after the resolutions are made; if the board of directors does not agree to call such meeting, it shall give the reasons therefor in writing and publish the same in a public announcement.</p>	Article 47 of the Guidelines for the Articles of Association of Listed Companies	Adjustments are made to the provisions on calling the general meeting in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
63.	Addition	<p>Article 50 <u>The supervisory committee shall have the right to propose to the board of directors in writing to convene an extraordinary general meeting. The board of directors shall, in accordance with laws, administrative regulations and these Articles of Association, give a written response on whether or not it agrees to call such an extraordinary general meeting within 10 days after receipt of the proposal.</u></p> <p><u>If the board of directors agrees to call an extraordinary general meeting, it shall issue a notice calling such meeting within 5 days after the resolutions are made, and any changes to the original proposals contained in the notice shall be subject to approval by the supervisory committee.</u></p> <p><u>If the board of directors does not agree to call an extraordinary general meeting, or fails to respond within ten days of receipt of the proposal, it shall be deemed that the board of directors is unable to perform or fails to perform its duty to convene a general meeting, and the supervisory committee may convene and preside over the meeting on its own.</u></p>	Article 48 of the Guidelines for the Articles of Association of Listed Companies	Adjustments are made to the provisions on calling the general meeting in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
64.	Addition	<p><u>Article 51 A shareholder individually or shareholders jointly holding at least 10 percent of the Company's shares shall have the right to request the board of directors in writing to convene an extraordinary general meeting. The board of directors shall, in accordance with laws, administrative regulations and these Articles of Association, give a written response on whether or not it agrees to call such an extraordinary general meeting within 10 days after receipt of the request.</u></p> <p><u>If the board of directors agrees to call an extraordinary general meeting, it shall issue a notice calling such meeting within 5 days after the resolutions are made, and any changes to the original requests contained in the notice shall be subject to approval by relevant shareholders.</u></p> <p><u>If the board of directors does not agree to call an extraordinary general meeting, or fails to respond within ten days of receipt of the request, a shareholder individually or shareholders jointly holding at least 10 percent of the Company's shares shall have the right to propose to the supervisory committee in writing to convene an extraordinary general meeting.</u></p> <p><u>If the supervisory committee agrees to call an extraordinary general meeting, it shall issue a notice calling such meeting within 5 days after receipt of the request, and any changes to the original requests contained in the notice shall be subject to approval by relevant shareholders.</u></p> <p><u>If the supervisory committee fails to issue the notice of general meeting within prescribed period, it shall be deemed that the supervisory committee fails to convene and preside over a general meeting, and a shareholder individually or shareholders jointly holding at least 10 percent of the Company's shares for at least 90 consecutive days may convene and preside over the meeting on its own.</u></p>	Article 49 of the Guidelines for the Articles of Association of Listed Companies	Adjustments are made to the provisions on calling the general meeting in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
65.	Addition	<u>Section 4. Motions and Notice of General Meeting</u>	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
66.	Article 72 The contents of motions before the general meeting shall fall within the authority of the general meeting, contain a clear topic and a specific resolution and comply with relevant provisions of laws and these Articles of Association. Motions before the general meeting shall be in writing.	Article 7255 The contents of motions before the general meeting shall fall within the authority of the general meeting, contain a clear topic and a specific resolution and comply with relevant provisions of laws, administrative regulations and these Articles of Association. Motions before the general meeting shall be in writing.	Article 53 of the Guidelines for the Articles of Association of Listed Companies	Adjustments are made to the contents of motions of the general meeting in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
67.	Article 73 When the Company is to hold a general meeting, the board of directors, the supervisory committee and a shareholder alone or shareholders together holding 3 percent or more of the Company's shares shall be entitled to propose motions to the Company. A shareholder alone or shareholders together holding at least 3 percent of the shares of the Company may submit extempore motions in writing to the convener 10 days prior to the date of such meeting. The convener shall issue a supplementary notice of the general meeting and make a public announcement of the contents of such extempore motion within two days after receipt of the motion, and submit such extempore motion to the general meeting for consideration. The contents of such an extempore motion shall fall within the authority of the general meeting, and contain a clear topic and a specific resolution. Except as provided in the preceding paragraph, the convener may not make any changes to the motions set forth in the notice of the general meeting or add any new motions once the notice and announcement of the general meeting have been issued. The general meeting may not vote and pass resolution on motions that are not set forth in the notice of the general meeting or that are in breach of Article 72 of these Articles of Associations.	Article 7356 When the Company is to hold a general meeting, the board of directors, the supervisory committee and a shareholder alone or shareholders together holding 3 percent or more of the Company's shares shall be entitled to propose motions to the Company. A shareholder alone or shareholders together holding at least 3 percent of the shares of the Company may submit extempore motions in writing to the convener 10 days prior to the date of such meeting. The convener shall issue a supplementary notice of the general meeting and make a public announcement of the contents of such extempore motion within two days after receipt of the motion, and submit such extempore motion to the general meeting for consideration. The contents of such an extempore motion shall fall within the authority of the general meeting, and contain a clear topic and a specific resolution. Except as provided in the preceding paragraph, the convener may not make any changes to the motions set forth in the notice of the general meeting or add any new motions once the notice and announcement of the general meeting have been issued. The general meeting may not vote and pass resolution on motions that are not set forth in the notice of the general meeting or that are in breach of Article 72 55 of these Articles of Associations.	Article 54 of the Guidelines for the Articles of Association of Listed Companies	Adjustments are made to the contents of motions of the general meeting in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
68.	Article 74 A general meeting shall not decide on any matter not stated in the notice of meeting.	Deletion	Repeal of the Mandatory Provisions	The special provisions of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
69.	<p>Article 75 The notice of a general meeting shall:</p> <p>(I) be made in writing;</p> <p>(II) specify the time, place and duration of the meeting;</p> <p>(III) set out the matters and motions submitted to the meeting for consideration;</p> <p>(IV) provide to the shareholders the information and explanations necessary to make informed decisions on the matters to be discussed, which include but not limited to, when the Company proposes a merger, buyback of shares, restructuring of share capital or other reorganization, the specific conditions and contract (if any) of the transaction contemplated and earnest explanation of the cause and effect of the transaction;</p> <p>(V) contain a disclosure of the nature and extent of the material interests, if any, of any director, supervisor, general manager or other senior management members in any matter to be discussed; and an explanation of the difference, if any, between the way in which the matter to be discussed would affect such director, supervisor, general manager or other senior management members in his/her capacity as a shareholder and the way in which such matter would affect other shareholders of the same class;</p> <p>(VI) contain the full text of any special resolution proposed to be approved at the meeting;</p> <p>(VII) contain conspicuously a statement that all shareholders are entitled to attend and vote, that they may appoint proxies in writing to attend and vote at such meeting on their behalves and that such proxies need not be shareholders of the Company;</p> <p>(VIII) state the time and place for serving the instrument of appointment for voting at the meeting;</p> <p>(IX) the date of record for the shareholders who are entitled to attend the meeting;</p> <p>(X) the name and contact information of the contact person for the meeting.</p>	<p>Article 7557 The notice of a general meeting shall <u>contain the following details:</u></p> <p>(I) be made in writing;</p> <p>(II) specify the time, place and duration of the meeting;</p> <p>(III) set out the matters and motions submitted to the meeting for consideration;</p> <p>(IV) provide to the shareholders the information and explanations necessary to make informed decisions on the matters to be discussed, which include but not limited to, when the Company proposes a merger, buyback of shares, restructuring of share capital or other reorganization, the specific conditions and contract (if any) of the transaction contemplated and earnest explanation of the cause and effect of the transaction;</p> <p>(V) contain a disclosure of the nature and extent of the material interests, if any, of any director, supervisor, general manager or other senior management members in any matter to be discussed; and an explanation of the difference, if any, between the way in which the matter to be discussed would affect such director, supervisor, general manager or other senior management members in his/her capacity as a shareholder and the way in which such matter would affect other shareholders of the same class;</p> <p>(VI) contain the full text of any special resolution proposed to be approved at the meeting;</p> <p>(VII) contain conspicuously a statement that all <u>shareholders holders of ordinary shares</u> are entitled to attend and vote, that they may appoint proxies in writing to attend and vote at such meeting on their behalves and that such proxies need not be shareholders of the Company;</p> <p>(VIII) state the time and place for serving the instrument of appointment for voting at the meeting;</p> <p>(XVIII) the date of record for the shareholders who are entitled to attend the meeting;</p> <p>(XIX) the name and contact <u>information number</u> of the contact person for the meeting.</p>	Article 56 of the Guidelines for the Articles of Association of Listed Companies	Adjustments are made to the provisions on notice of general meeting in the Mandatory Provisions in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
70.	<p>Article 76 Notice of a general meeting shall be delivered to the shareholders (whether or not entitled to vote thereat) by hand or prepaid mail at the recipient's address shown in the register of shareholders, or given by way of a public announcement.</p> <p>The "public announcement" referred to in the preceding paragraph shall, for holders of domestic investment shares, be published in one or more newspapers or periodicals designated by the CSRC and the regulatory authority of the place of listing, and on the Company's website and the website of the stock exchange. Once the announcement is made, all holders of domestic investment shares shall be deemed to have received notice of the relevant general meeting.</p> <p>For holders of H shares, subject to the laws, administrative regulations, the listing rules of the place where the shares of the Company are listed and these Articles of Association, the notice of a general meeting, circular of shareholders and relevant documents may be published on the websites of the Company and the SEHK.</p>	<p>Article 7658 Notice of a general meeting shall be delivered to the shareholders (whether or not entitled to vote thereat) by hand or prepaid mail at the recipient's address shown in the register of shareholders, or given by way of a public announcement.</p> <p><u>For domestic shareholders, notice of the general meeting may also be given by way of announcement. The announcement to the domestic shareholders shall be published in media that meet the conditions prescribed by the CSRC.</u> The "public announcement" referred to in the preceding paragraph shall, for holders of domestic investment shares, be published in one or more newspapers or periodicals designated by the CSRC and the regulatory authority of the place of listing, and on the Company's website and the website of the stock exchange. Once the announcement is made, all holders of domestic investment shares shall be deemed to have received notice of the relevant general meeting.</p> <p>For holders of H shares, subject to the laws, administrative regulations, the listing rules of the place where the shares of the Company are listed and these Articles of Association, the notice of a general meeting, circular of shareholders and relevant documents may be published on the websites of the Company and the SEHK.</p>	Article 171 of the Guidelines for the Articles of Association of Listed Companies	Adjustments are made to the provisions on notice of general meeting in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
71.	<p>Article 77 A meeting and the resolutions adopted thereat shall not be invalidated due to the accidental omission to give notice of the meeting to, or the non-receipt of notice of the meeting by, a person entitled to receive the notice.</p>	Deletion	Repeal of the Mandatory Provisions	Adjustments are made to the provisions on notice of general meeting in the Mandatory Provisions in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
72.	<p>Article 78 All holders of ordinary shares registered on the record date or their proxies shall have the right to attend a general meeting and exercise their voting rights in accordance with relevant laws and these Articles of Association.</p> <p>Shareholders may attend general meetings in person or, appoint a proxy to attend and vote at the meeting on their behalves.</p>	Renumbered as Article 63	Renumbering	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
73.	<p>Article 79 An individual shareholder who attends a meeting in person shall produce his/her own identity card or other valid document or proof evidencing his/her identity and his/her share account card. If he/she appoints a proxy to attend the meeting on his/her behalf, such proxy shall produce his/her own valid proof of identity and the instrument of appointment from the shareholder.</p> <p>Shareholders that are legal persons shall be represented at a meeting by their legal representative or a proxy appointed by their legal representative. If the legal representative attends the meeting, he/she shall produce his/her own identity card and valid proof of his/her legal representative status. If a proxy has been appointed to attend the meeting, such proxy shall produce his/her own identity card and the lawful written instrument of appointment issued by the legal representative of the legal person shareholder.</p>	Renumbered as Article 64	Renumbering	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
74.	<p>Article 81 Shareholders shall appoint their proxies by written instruments, which shall be signed by the principals or their agents appointed in writing. If the principal is a legal person, the instrument shall be under the seal of the legal person or signed by its director(s) or duly authorized agent(s). The instrument of appointment by which a shareholder appoints another person to attend a general meeting shall specify the following particulars:</p> <p>(I) the names of the principal and of the proxy;</p> <p>(II) the number of shares of the principal that the proxy represents;</p> <p>(III) whether the proxy has the right to vote;</p> <p>(IV) separate instructions as to whether to vote for, vote against, or abstain from voting on, each item on the agenda of the general meeting as an item for consideration thereat;</p> <p>(V) whether the proxy has the right to vote on extempore motions that may be added to the agenda of the meeting and the specific instructions as to what vote to cast if he/she has such right to vote;</p> <p>(VI) the date of issuance and term of validity of the instrument of appointment;</p> <p>(VII) the signature (or seal) of the principal. If the principal is a legal person shareholder, sealed by the stamp of the legal person or signed by its director(s) or duly authorized agent(s).</p>	<p>Article 8160 Shareholders shall appoint their proxies by written instruments, which shall be signed by the principals or their agents appointed in writing. If the principal is a legal person, the instrument shall be under the seal of the legal person or signed by its director(s) or duly authorized agent(s). The instrument of appointment by which a shareholder appoints another person to attend a general meeting shall specify the following particulars:</p> <p>(I) the names of the principal and of the proxy;</p> <p>(II) the number of shares of the principal that the proxy represents;</p> <p>(III) whether the proxy has the right to vote;</p> <p>(IV) separate instructions as to whether to vote for, vote against, or abstain from voting on, each item on the agenda of the general meeting as an item for consideration thereat;</p> <p>(V) whether the proxy has the right to vote on extempore motions that may be added to the agenda of the meeting and the specific instructions as to what vote to cast if he/she has such right to vote;</p> <p>(VI) the date of issuance and term of validity of the instrument of appointment;</p> <p>(VII) the signature (or seal) of the principal. If the principal is a legal person shareholder, sealed by the stamp of the legal person or signed by its director(s) or duly authorized agent(s).</p> <p><u>The instrument shall specify whether the proxy may vote as he or she wishes in the absence of specific instructions from the shareholder.</u></p>	Article 63 of the Guidelines for the Articles of Association of Listed Companies	Adjustments are made to the provisions on instrument of appointment in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
75.	<p>Article 83 Any instrument of appointment issued by the board of directors of the Company to the shareholders for the appointment of proxies shall give the shareholders free choice to instruct their proxies to cast an affirmative or negative vote and enable the shareholders to give separate instructions on each matter to be voted on in connection with each topic of the meeting. The instrument of appointment shall specify that in the absence of instructions from the shareholder, the proxy may vote as he/she thinks fit.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on instrument of appointment of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
76.	<p>Article 84 A vote made in accordance with the terms of an instrument of appointment shall be valid notwithstanding the previous death or loss of capacity of the principal or revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the relevant shares, as long as the Company did not receive written notice of the event before the relevant meeting commenced.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on instrument of appointment of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders
77.	Addition	<u>Section 5. Convening of General Meeting</u>	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
78.	Addition	<p><u>Article 62 The board of directors of the Company and other convenors shall take necessary measures to ensure the orderly operation of the general meeting. Measures will be taken to stop any interference with the general meeting, provocation and infringement of legitimate rights and interests of shareholders, and the same will be promptly reported to relevant authorities for investigation and handling.</u></p>	Article 59 of the Guidelines for the Articles of Association of Listed Companies	The provisions on ensuring orderly operation of the general meeting are added in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
79.	Article 78 was renumbered as Article 63	Article 63 All holders of ordinary shares registered on the record date or their proxies shall have the right to attend a general meeting and exercise their voting rights in accordance with relevant laws, regulations and these Articles of Association. Shareholders may attend general meetings in person or, appoint a proxy to attend and vote at the meeting on their behalves.	Renumbering	Not applicable
80.	Article 79 was renumbered as Article 64	Article 64 An individual shareholder who attends a meeting in person shall produce his/her own identity card or other valid document or proof evidencing his/her identity and his/her share account card. If he/she appoints a proxy to attend the meeting on his/her behalf, such proxy shall produce his/her own valid proof of identity and the instrument of appointment from the shareholder. Shareholders that are legal persons shall be represented at a meeting by their legal representative or a proxy appointed by their legal representative. If the legal representative attends the meeting, he/she shall produce his/her own identity card and valid proof of his/her legal representative status. If a proxy has been appointed to attend the meeting, such proxy shall produce his/her own identity card and the lawful written instrument of appointment issued by the legal representative of the legal person shareholder.	Renumbering	Not applicable
81.	Article 87 The Company shall formulate the rules of procedure of general meetings which shall specify in detail the procedures for calling and voting at general meeting, and cover notification, registration, the consideration of motions, voting, vote counting, announcement of voting results, the adoption of meeting resolutions, the keeping and signing of meeting minutes, announcement, etc., as well as the principles for the authorization of the board of directors by the general meeting.	Article 8767 The Company shall formulate the rules of procedure of general meetings which shall specify in detail the procedures for calling and voting at general meeting, and cover notification, registration, the consideration of motions, voting, vote counting, announcement of voting results, the adoption of meeting resolutions, the keeping and signing of meeting minutes, announcement, etc., as well as the principles for the authorization of the board of directors by the general meeting, <u>which shall be specific and in details. The rules of procedure of general meetings shall be annexed to the Articles of Association, prepared by the board of directors and approved by the general meeting.</u>	Article 69 of the Guidelines for the Articles of Association of Listed Companies	The provisions on rules of procedure of general meetings are added in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
82.	<p>Article 89 The directors, supervisors and senior management members shall provide explanations in response to the queries and suggestions made by shareholders at a general meeting, unless a matter involves trade secrets of the Company that cannot be disclosed at a general meeting.</p>	<p>Article 8969 The directors, supervisors and senior management members shall provide explanations in response to the queries and suggestions made by shareholders at a general meeting, unless a matter involves trade secrets of the Company that cannot be disclosed at a general meeting.</p>	<p>Article 71 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>The provisions on queries and suggestions of shareholders are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders</p>
83.	<p>Article 90 The chairman of the meeting shall announce the number of shareholders and proxies present at the meeting and the total number of voting shares that they hold before a voting is held. The meeting registration shall prevail in respect of the number of shareholders and proxies present at the meeting and the total number of voting shares held by them. Minutes shall be kept of general meetings and the secretary to the board of directors shall be responsible therefor.</p>	<p>Article 9070 The chairman of the meeting shall announce the number of shareholders and proxies present at the meeting and the total number of voting shares that they hold before a voting is held. The meeting registration shall prevail in respect of the number of shareholders and proxies present at the meeting and the total number of voting shares held by them. Minutes shall be kept of general meetings and the secretary to the board of directors shall be responsible therefor.</p>	<p>Relevant deleted content were integrated into Article 71</p>	<p>Not applicable</p>
84.	<p>Addition</p>	<p><u>Article 71 Minutes shall be kept of general meetings and the secretary to the board of directors shall be responsible therefor. The minutes shall contain the following:</u> <u>(I) the time, venue, agenda and name of convener of the meeting;</u> <u>(II) the names of the chairman of the meeting and the directors, supervisors, general manager and other senior management members attending or present at the meeting;</u> <u>(III) the number of shareholders and proxies attending the meeting, the total number of shares entitled to vote and their percentage to the total number of shares of the Company;</u> <u>(IV) the process of consideration, main points of speech and voting results of each proposal;</u> <u>(V) shareholders' enquiries or suggestions and the corresponding replies or explanations;</u> <u>(VI) the names of the counsel and the vote counters and scrutineers;</u> <u>(VII) such other matters as required by these Articles of Association to be included in the minutes.</u></p>	<p>Article 73 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>The provisions on minutes of the general meeting are refined in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders</p>

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
85.	Addition	<u>Section 6. Voting and Resolution of General Meeting</u>	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
86.	Article 93 Resolutions of the general meeting are divided into ordinary resolutions and special resolutions. Ordinary resolutions of the general meeting shall be adopted by shareholders in attendance (including proxies) holding at least half of the voting rights. Special resolutions of the general meeting shall be adopted by shareholders in attendance (including proxies) holding at least two-thirds of the voting rights.	Article 9374 Resolutions of the general meeting are divided into ordinary resolutions and special resolutions. Ordinary resolutions of the general meeting shall be adopted by shareholders in attendance (including proxies) holding at least more than half of the voting rights. Special resolutions of the general meeting shall be adopted by shareholders in attendance (including proxies) holding at least two-thirds of the voting rights.	Article 76 of the Guidelines for the Articles of Association of Listed Companies	The provisions on proportion of voting on ordinary resolutions at the general meeting are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
87.	Article 96 If the matter demanded to be voted upon by ballot is the election of the chairman or the adjournment of the meeting, a ballot shall be taken immediately. If a ballot is demanded for any other matter, such ballot shall be taken at the time decided upon by the chairman and the meeting may proceed with the discussion of other matters; the result of the ballot shall still be regarded as a resolution passed at that meeting.	Deletion	Repeal of the Mandatory Provisions	The special provisions on voting at the general meeting of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders
88.	Article 97 When a ballot is held, shareholders (including proxies) having the right to two or more votes need not use all of their voting rights in the same way.	Deletion	Repeal of the Mandatory Provisions	The special provisions on voting at the general meeting of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
89.	<p>Article 98 When the numbers of votes for and against are equal, regardless of whether the vote was taken by show of hands or by ballot, the chairman of the meeting shall be entitled to one additional vote.</p>	Deletion	Repeal of the Mandatory Provisions	It is not in line with the requirements of the Company Law that shareholders are entitled to one vote for each share held, and is removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
90.	<p>Article 99 Decisions of the general meeting on any of the following matters shall be adopted by ordinary resolution:</p> <p>(I) work reports of the board of directors and the supervisory committee;</p> <p>(II) the profit distribution plans and plans for making up losses drafted by the board of directors;</p> <p>(III) the appointment, dismissal and remuneration of the members of the board of directors and the supervisory committee and the method of payment of the remuneration;</p> <p>(IV) the Company's annual budgets and final accounts;</p> <p>(V) balance sheets, profit statements and other financial statements;</p> <p>(VI) the Company's annual reports;</p> <p>(VII) matters other than those which the laws, administrative regulations, the listing rules of the stock exchange on which the shares of the Company are listed, or these Articles of Association require to be adopted by special resolution.</p>	<p>Article 9977 Decisions of the general meeting on any of the following matters shall be adopted by ordinary resolution:</p> <p>(I) work reports of the board of directors and the supervisory committee;</p> <p>(II) the profit distribution plans and plans for making up losses drafted by the board of directors;</p> <p>(III) the appointment, dismissal and remuneration of the members of the board of directors and the supervisory committee and the method of payment of the remuneration;</p> <p>(IV) the Company's annual budgets and final accounts;</p> <p>(V) balance sheets, profit statements and other financial statements;</p> <p>(VI) the Company's annual reports;</p> <p>(VII) matters other than those which the laws, administrative regulations, the listing rules of the stock exchange on which the shares of the Company are listed, or these Articles of Association require to be adopted by special resolution.</p>	Repeal of the Mandatory Provisions	The special provisions on the content of ordinary resolutions at the general meeting of the Mandatory Provisions are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
91.	<p>Article 100 Decisions of the general meeting on any of the following matters shall be adopted by special resolution:</p> <p>(I) the increase or reduction of the registered capital and issuance of any class of shares, warrants or other similar securities by the Company;</p> <p>(II) the issuance of corporate bonds;</p> <p>(III) the division, spin-off, merger, dissolution, liquidation or change in the corporate form of the Company;</p> <p>(IV) the amendment of the articles of association of the Company;</p> <p>(V) the purchase or sale by the Company within one year of (a) material asset(s) exceeding 30 percent of the audited total assets of the Company as at the most recent period;</p> <p>(VI) equity incentive plans;</p> <p>(VII) other matters which the laws, administrative regulations, the listing rules of the stock exchange on which the shares of the Company are listed, or these Articles of Association require to be adopted by special resolution or which the general meeting considers will have a material impact on the Company and therefore require, by an ordinary resolution, to be adopted by special resolution.</p>	<p>Article 10078 Decisions of the general meeting on any of the following matters shall be adopted by special resolution:</p> <p>(I) the increase or reduction of the registered capital and issuance of any class of shares, warrants or other similar securities by the Company;</p> <p>(II) the issuance of corporate bonds;</p> <p>(HII) the division, spin-off, merger, dissolution; or liquidation or change in the corporate form of the Company;</p> <p>(VII) the amendment of the articles of association of the Company;</p> <p>(VIV) the purchase or sale by the Company within one year of (a) material asset(s) exceeding 30 percent of the audited total assets of the Company as at the most recent period;</p> <p>(VIV) equity incentive plans;</p> <p>(VHVI) other matters which the laws, administrative regulations, the listing rules of the stock exchange on which the shares of the Company are listed, or these Articles of Association require to be adopted by special resolution or which the general meeting considers will have a material impact on the Company and therefore require, by an ordinary resolution, to be adopted by special resolution.</p>	Repeal of the Mandatory Provisions	The special provisions on the content of special resolutions at the general meeting of the Mandatory Provisions are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
92.	<p>Article 101 The chairman of the meeting shall decide, based on the voting results, whether or not a resolution of the general meeting has been carried. His decision shall be final and shall be announced at the meeting and recorded in the minutes of the meeting.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on procedures of general meeting of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
93.	<p>Article 103 The list of candidates for the position of director or supervisor not representing employees shall be put in the form of a motion before the general meeting for resolution.</p> <p>When the general meeting votes on the election of directors or supervisors not representing employees, it shall, pursuant to these Articles of Association or a resolution of the general meeting, do so by cumulative voting.</p> <p>For the purposes of the preceding paragraph, the term “cumulative voting” means that, when the general meeting votes to elect directors or supervisors not representing employees, each share carries a number of voting rights equivalent to the number of directors or supervisors to be elected, and a shareholder may cluster his/her voting rights. The board of directors shall announce the biographies and basic information of candidates for directors and supervisors to shareholders.</p>	<p>Article 10380 The list of candidates for the position of director or supervisor not representing employees shall be put in the form of a motion before the general meeting for resolution.</p> <p>When the general meeting votes on the election of directors or supervisors not representing employees, it shall, pursuant to these Articles of Association or a resolution of the general meeting, do so by cumulative voting.</p> <p>For the purposes of the preceding paragraph, the term “cumulative voting” means that, when the general meeting votes to elect directors or supervisors not representing employees, each share carries a number of voting rights equivalent to the number of directors or supervisors to be elected, and a shareholder may cluster his/her voting rights. The board of directors shall announce the biographies and basic information of candidates for directors and supervisors to shareholders.</p> <p><u>The implementation rules for cumulative voting are as follows:</u></p> <p><u>(I) where cumulative voting is used to elect directors and supervisors, candidates for independent non-executive directors, non-independent non-executive directors and supervisors shall be divided into different proposal groups for voting at the general meeting;</u></p> <p><u>(II) shareholders attending the general meeting shall have the same number of votes as the number of directors or supervisors to be elected under each proposal group for each share held in the proposal subject to cumulative voting;</u></p> <p><u>(III) the number of votes held by shareholders can be cumulatively cast for one candidate or several candidates. Shareholders shall vote within the number of votes for each proposal group. In the event that the number of votes cast by the shareholder exceeds the number of the votes he/she holds, or the shareholder casts votes in a number exceeding the number of candidates in the competitive election, the vote on such resolution shall be deemed invalid;</u></p> <p><u>(IV) upon completion of voting, the votes shall be counted cumulatively in respect of each resolution.</u></p>	Article 82 of the Guidelines for the Articles of Association of Listed Companies	The provisions on cumulative voting are added in accordance with the changes in PRC laws and regulations, which are conducive to safeguarding the interests of medium and minority shareholders and will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
94.	Addition	<p><u>Article 85 Before a resolution is voted on at a general meeting, two representatives of the shareholders shall be elected as vote counters and scrutineers. Any shareholder who is connected with the matter to be considered and proxies of such shareholder shall not participate in vote counting or scrutinizing. When the shareholders are voting on the motions, lawyers, shareholder representatives and supervisor representatives shall count and scrutinize the votes jointly, and the voting result shall be announced forthwith. Voting on the resolutions shall be recorded in the minutes of meeting.</u></p>	Article 87 of the Guidelines for the Articles of Association of Listed Companies	The provisions on vote counting or scrutinizing are added in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders
95.	Addition	<p><u>Article 86 Shareholders attending the general meeting shall express their opinions on the motion put forward for voting in one of the following options: for, against, or abstain, save for the circumstance under which the securities registration and settlement institution acting as the nominal holder of shares under the Stock Connect between Mainland and Hong Kong makes reporting in accordance with the instruction of the actual holders of relevant shares.</u></p> <p><u>Any incomplete, incorrectly completed or illegible ballots or votes that are not cast shall be deemed as a waiver of the voter's right to vote, thus the voting result in respect of relevant shares shall be counted as "abstain".</u></p>	Article 89 of the Guidelines for the Articles of Association of Listed Companies	The provisions on rules of procedures of the general meeting are refined in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders
96.	Addition	<p><u>Article 88 If a motion relating to the election of directors or supervisors is adopted at a general meeting, the term of office for the newly elected directors or supervisors shall commence from date of adoption of the motion relating to election at the general meeting.</u></p>	Article 93 of the Guidelines for the Articles of Association of Listed Companies	The provisions on rules of procedures of the general meeting are refined in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
97.	Addition	<u>Article 89 When the general meeting has passed motions regarding cash distribution, bonus issue or conversion of capital reserve into share capital, the specific motions shall be implemented within two months after the conclusion of the general meeting.</u>	Article 94 of the Guidelines for the Articles of Association of Listed Companies	The provisions on rules of procedures of the general meeting are refined in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders
98.	Article 109 If a vote recount is conducted at a general meeting, the result thereof shall be recorded in the minutes of the meeting. The minutes of meetings together with the sign-in register of attending shareholders and the proxy forms shall be kept at the Company's domicile.	Deletion	Repeal of the Mandatory Provisions	The special provisions on vote counting and minutes of the general meeting of the Mandatory Provisions are amended in accordance with the PRC laws and regulations, provisions on minutes of the meeting are set out in the amended Article 71, which will not compromise the protection for shareholders
99.	Article 110 Shareholders may examine photocopies of the minutes of meetings during the Company's office hours without charge. If any shareholder demands from the Company a photocopy of relevant minutes of meetings, the Company shall send such photocopies within seven days after verifying the identity of the shareholder and receiving payment of reasonable charges.	Deletion	Repeal of the Mandatory Provisions	The special provisions on inspection of minutes of the meeting of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, provisions on minutes of the meeting are set out in the amended Article 71, which will not compromise the protection for shareholders
100.	Article 119 The Company shall have a board of directors which shall be accountable to the general meetings. The board of directors shall consist of 11 directors, including one chairman, 1-2 vice chairmen according to the actual needs and four independent non-executive directors.	Renumbered as Article 104	Renumbering	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
101.	Addition	<p>Article 90 <u>The directors of the Company are natural persons, and none of the following persons may serve as a director of the Company:</u></p> <p><u>(I) persons without capacity or with limited capacity for civil acts;</u></p> <p><u>(II) persons who were sentenced for corruption, bribery, infringement of property or misappropriation of property or for disrupting the order of the socialist market economy, where not more than five years have elapsed since the expiration of the period of enforcement; or persons who were deprived of their political rights for committing a crime, where not more than five years have elapsed since the expiration of the period of enforcement;</u></p> <p><u>(III) persons who served as directors, factory directors or managers of companies or enterprises which have been put into bankruptcy liquidation, who bear personal liability for the bankruptcy of their companies or enterprises, where not more than three years have elapsed since the date of completion of the bankruptcy liquidation of the companies or enterprises;</u></p> <p><u>(IV) persons who served as the legal representatives of companies or enterprises that had their business licenses revoked and closed done for breaking the law, where such representatives bear individual liability therefor and not more than three years have elapsed since the date of revocation of the business license;</u></p> <p><u>(V) persons with comparatively large debts that have fallen due but have not been settled;</u></p> <p><u>(VI) persons who have been prohibited from accessing the securities market by the China Securities Regulatory Commission, where the specified prohibition period has not been fulfilled yet;</u></p> <p><u>(VII) other persons as prescribed by laws, administrative regulations or departmental rules.</u></p> <p><u>If a director is elected or appointed in violation of this Article, such election, appointment or engagement shall be invalid. A director shall be removed from office by the Company if any of the circumstances in this Article occur during his/her term of office.</u></p>	Article 95 of the Guidelines for the Articles of Association of Listed Companies	The provisions on qualification for serving as a director are added in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
102.	<p>Article 120 Directors shall be elected at general meetings with a term of office of 3 years. Upon the expiry of the term of office, a director shall be eligible to offer himself/herself for re-election and re-appointment. Chairman of the board of directors shall be elected and removed by more than one-half of all directors. The term of office of the chairman of the board of directors shall be three years, renewable upon re-election. Directors are not required to hold shares of the Company.</p>	<p>Article 12091 Directors shall be elected <u>or replaced at the general meeting and may be removed from office by the general meeting before expiry of their terms of office. Directors shall serve for a term of three years and shall be eligible for re-election upon expiry of their terms of office</u> at general meetings with a term of office of 3 years. Upon the expiry of the term of office, a director shall be eligible to offer himself/herself for re-election and re-appointment.</p> <p><u>The term of office of the directors shall commence on the date of taking office and end on the expiry of the term of office of the current session of the board of directors. If a new director is not timely elected upon expiry of the term of office of a director, the incumbent director shall continue to perform his or her duties as a director in accordance with the requirements of laws, administrative regulations, departmental rules and these Articles of Association until the newly elected director assumes office.</u></p> <p>Chairman of the board of directors shall be elected and removed by more than one-half of all directors. The term of office of the chairman of the board of directors shall be three years, renewable upon re-election. Directors are not required to hold shares of the Company.</p>	Article 96 of the Guidelines for the Articles of Association of Listed Companies	The provisions on term of office of directors are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
103.	Addition	<p><u>Article 92 Directors shall comply with the laws, administrative regulations and these Articles of Association, and shall have the following fiduciary duties to the Company:</u></p> <p><u>(I) not to use his/her functions and powers as means to accept bribes or other forms of illegal income, and not to illegally appropriate the Company's property</u></p> <p><u>(II) not to divert the Company's funds;</u></p> <p><u>(III) not to deposit the Company's assets or funds in accounts opened in his/her own or in another name;</u></p> <p><u>(IV) not to provide loans to others with the Company's funds or provide guarantees for others with the Company's property without the consent of the general meeting or the board of directors in violation of the provisions of these Articles of Association;</u></p> <p><u>(V) not to enter into contracts or transactions with the Company in violation of the provisions of these Articles of Association or without the consent of the general meeting;</u></p> <p><u>(VI) not to use the advantages of his/her office to appropriate for himself/herself or for others, business opportunities which rightly belong to the Company, operate a business for his/her own account or on behalf of others which is of the same type with the Company's business without the consent of the general meeting;</u></p> <p><u>(VII) not to appropriate the commissions from transactions with the Company;</u></p> <p><u>(VIII) not to disclose the secrets of the Company without authorization;</u></p> <p><u>(IX) not to abuse their connected relations to damage the interests of the Company;</u></p> <p><u>(X) other fiduciary duties as prescribed by the laws, administrative regulations, departmental rules and these Articles of Association.</u></p> <p><u>Income received by a director in violation of the provisions of this Article shall belong to the Company, and a director shall be liable for compensation for damages caused to the Company.</u></p>	Article 97 of the Guidelines for the Articles of Association of Listed Companies	The provisions on fiduciary duties of directors are added in accordance with the PRC laws and regulations, which is conducive to safeguarding the interest of shareholders and will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
104.	Addition	<p><u>Article 93 Directors shall comply with the laws, administrative regulations and these Articles of Association, and shall have the following obligations of diligence to the Company:</u></p> <p><u>(I) to exercise the rights conferred by the Company with due discretion, care and diligence to ensure the business operations of the Company comply with the laws, administrative regulations and economic policies of the PRC, and not going beyond the scope of business specified in the Company’s business license;</u></p> <p><u>(II) to treat all shareholders impartially;</u></p> <p><u>(III) to be timely informed of and understand the business operations and management of the Company;</u></p> <p><u>(IV) to sign a written confirmation to the regular reports of the Company and ensure the truthfulness, accuracy and completeness of the information disclosed by the Company;</u></p> <p><u>(V) to honestly provide the supervisory committee with relevant information, and not to interfere with the supervisory committee or supervisors in exercising their functions and powers; and</u></p> <p><u>(VI) other obligations of diligence as prescribed by the laws, administrative regulations, departmental rules and these Articles of Association.</u></p>	Article 98 of the Guidelines for the Articles of Association of Listed Companies	The provisions on obligations of diligence of directors are added in accordance with the PRC laws and regulations, which is conducive to safeguarding the interest of shareholders and will not compromise the protection for shareholders
105.	Addition	<p><u>Article 94 A director failing to attend the meetings of the board of directors either in person or by proxy for two times in succession shall be deemed as incapable of performing the duties, and shall be subject to replacement as recommended by the board to the general meeting.</u></p>	Article 99 of the Guidelines for the Articles of Association of Listed Companies	The provisions on requirements of performance of duties by directors are added in accordance with the PRC laws and regulations, which is conducive to safeguarding the interest of shareholders and will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
106.	<p>Article 122 When a director resigns or his/her term of office expires, he/she shall duly carry out all handover procedures with the board of directors. His/her fiduciary duty to the Company and the shareholders shall not, as a matter of course, terminate at, and shall remain in force within two years after the end of his/her term of office. The director's obligation to maintain the confidentiality of the Company's trade secrets shall survive the end of his/her term, until such secrets enter the public domain.</p>	<p>Article 12296 When a director resigns director's resignation becomes effective or his/her term of office expires, he/she shall duly carry out all handover procedures with the board of directors. His/her fiduciary duty to the Company and the shareholders shall not, as a matter of course, terminate at, and shall remain in force within two years after the end of his/her term of office. The director's obligation to maintain the confidentiality of the Company's trade secrets shall survive the end of his/her term, until such secrets enter the public domain.</p>	<p>Amended the details in accordance with Article 101 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>Not applicable</p>
107.	<p>Article 124 A director who causes the Company to sustain a loss as a result of a violation of laws and regulations or a breach of these Articles of Association by him/her during the performance of his/her duties in the Company shall be liable for damages.</p>	<p>Article 12498 A director who causes the Company to sustain a loss as a result of a violation of laws, and administrative regulations and departmental rules or a breach of these Articles of Association by him/her during the performance of his/her duties in the Company shall be liable for damages.</p>	<p>Amended the details in accordance with Article 103 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>Not applicable</p>

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
108.	<p>Article 130 The board of directors shall be accountable to the general meetings and exercise the following functions and powers:</p> <p>(I) to convene general meetings and report its work to the general meetings;</p> <p>(II) to implement the resolutions of the general meetings;</p> <p>(III) to decide on the Company's business plans and investment plans;</p> <p>(IV) to formulate the Company's annual financial budgets and final accounts;</p> <p>(V) to formulate the Company's profit distribution plan and the plan for making up losses;</p> <p>(VI) to formulate proposals for the increase or reduction of the Company's registered capital and the issuance of shares, debentures or other securities and the listing project of the Company;</p> <p>(VII) to formulate plans for major acquisition, repurchase of the shares of the Company or the merger, division, dissolution or change in corporate form of the Company;</p> <p>(VIII) within the scope authorized by the general meeting, to decide, among others, the Company's external investment, purchase and sale of assets, assets mortgage, wealth management entrustment, bank credit and connected transactions and external donation;</p> <p>(IX) to decide on the provision of security for the third parties;</p> <p>(X) to decide on the establishment of the Company's internal management bodies and on the establishment or closing of the Company's branches or representative offices;</p> <p>(XI) to decide to engage or dismiss the Company's general manager, and secretary to the board of directors and other senior management members, and to determine their remunerations, reward and punishment; to decide to engage or dismiss such senior management members such as deputy general manager, financial controller and etc., as proposed by the general manager, and decide on matters relating to their remuneration, rewards and punishments;</p>	<p>Article 130105 The board of directors shall be accountable to the general meetings and exercise the following functions and powers:</p> <p>(I) to convene general meetings and report its work to the general meetings;</p> <p>(II) to implement the resolutions of the general meetings;</p> <p>(III) to decide on the Company's business plans and investment plans;</p> <p>(IV) to formulate the Company's annual financial budgets and final accounts;</p> <p>(V) to formulate the Company's profit distribution plan and the plan for making up losses;</p> <p>(VI) to formulate proposals for the increase or reduction of the Company's registered capital and the issuance of shares, debentures or other securities and the listing project of the Company;</p> <p>(VII) to formulate plans for major acquisition, repurchase of the shares of the Company or the merger, division, dissolution or change in corporate form of the Company;</p> <p>(VIII) within the scope authorized by the general meeting, to decide, among others, the Company's external investment, purchase and sale of assets, assets mortgage, external guarantee, wealth management entrustment, bank credit and connected transactions and external donation;</p> <p>(IX) to decide on the provision of security for the third parties;</p> <p>(XIX) to decide on the establishment of the Company's internal management bodies (including board committees) and on the establishment or closing of the Company's branches or representative offices;</p> <p>(XX) to decide to engage or dismiss the Company's general manager, and secretary to the board of directors and other senior management members, and to determine their remunerations, reward and punishment; to decide to engage or dismiss such senior management members such as deputy general manager, financial controller and etc., as proposed by the general manager, and decide on matters relating to their remuneration, rewards and punishments;</p> <p>(XXI) to formulate the basic management systems of the Company;</p>	Article 107 of the Guidelines for the Articles of Association of Listed Companies	The provisions on functions and powers of directors are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
	<p>(XII) to formulate the basic management systems of the Company;</p> <p>(XIII) to formulate proposals for amendments to these Articles of Association;</p> <p>(XIV) to manage the information disclosure of the Company;</p> <p>(XV) to propose to the general meeting the appointment or replacement of an accounting firm that provides audit services of annual financial statement to the Company;</p> <p>(XVI) to listen to the work reports of the Company's general manager and inspect his/her work;</p> <p>(XVII) to decide the establishment of special committees under the board of directors and their compositions;</p> <p>(XVIII) to consider matters in relation to the purchase of shares of the Company under the circumstances set out in items (III), (V) and (VI) of paragraph 1 of Article 32 of these Articles of Association;</p> <p>(XIX) to exercise other functions and powers stipulated by the laws, regulations and the listing rules of the stock exchange on which the shares of the Company are listed, conferred by general meetings and these Articles of Association.</p> <p>Resolutions relating to the above paragraph, with the exception of items (VI), (VII), (XIII) and (XVIII) which shall be approved by at least two-thirds of the directors, shall be approved by at least half of the directors.</p> <p>Any reasonable expenses incurred by the board of directors in respect of the engagement of professionals such as lawyers, certified public accountants and certified auditors when exercising its functions and powers shall be borne by the Company.</p>	<p>(XII) to formulate proposals for amendments to these Articles of Association;</p> <p>(XIII) to manage the information disclosure of the Company;</p> <p>(XIV) to propose to the general meeting the appointment or replacement of an accounting firm that provides audit services of annual financial statement to the Company conducts audit for the Company;</p> <p>(XV) to listen to the work reports of the Company's general manager and inspect his/her work;</p> <p>(XVI) to decide the establishment of special committees under the board of directors and their compositions;</p> <p>(XVII) to consider matters in relation to the purchase of shares of the Company under the circumstances set out in items (III), (V) and (VI) of paragraph 1 of Article 32 of these Articles of Association;</p> <p>(XVIII) to exercise other functions and powers stipulated by the laws, administrative regulations, departmental rules and the listing rules of the stock exchange on which the shares of the Company are listed, conferred by general meetings and these Articles of Association.</p> <p>Resolutions relating to the above paragraph, with the exception of items (VI), (VII), (XIII) and (XVIII) which shall be approved by at least two-thirds of the directors, shall be approved by at least half of the directors.</p> <p>Any reasonable expenses incurred by the board of directors in respect of the engagement of professionals such as lawyers, certified public accountants and certified auditors when exercising its functions and powers shall be borne by the Company.</p>		

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
109.	<p>Article 134 In cases where the expected value of fixed assets proposed for disposal by the board of directors, when aggregated with value of fixed assets disposed within four months before the proposed disposal, exceeds 33% of the fixed assets value set out in the latest balance sheet reviewed by the general meetings, the board of directors shall not dispose or consent to dispose such fixed assets without prior approval at the general meetings.</p> <p>The term “fixed assets disposal” referred to in this Article represents (among others) transferring certain interests in assets, but excluding provision of guarantees with fixed assets.</p> <p>The validity of transactions regarding fixed assets disposal by the Company shall not be affected due to a breach of the first paragraph of this Article.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on disposal of fixed assets of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
110.	Addition	<p>Article 109 <u>The board of directors shall have one chairman and 1-2 vice chairmen according to the actual needs. The chairman and vice chairman of the board of directors shall be elected by the board of directors by more than half of all directors.</u></p>	Article 111 of the Guidelines for the Articles of Association of Listed Companies	The provisions on election methods of chairman and vice chairman are added in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
111.	<p>Article 135 The chairman of the board of directors shall exercise the following functions and powers:</p> <p>(I) to preside over general meetings, to convene and preside over meetings of the board of directors;</p> <p>(II) to supervise and check on the implementation of the resolutions of the board of directors;</p> <p>(III) to sign the securities issued by the Company;</p> <p>(IV) to exercise other functions and powers conferred by the laws, regulations, the Articles of Association or the board of directors.</p>	<p>Article 135110 The chairman of the board of directors shall exercise the following functions and powers:</p> <p>(I) to preside over general meetings, to convene and preside over meetings of the board of directors;</p> <p>(II) to supervise and check on the implementation of the resolutions of the board of directors;</p> <p>(III) to sign the securities issued by the Company;</p> <p>(IV) to exercise other functions and powers conferred by the laws, regulations, the Articles of Association or the board of directors.</p>	Repeal of the Mandatory Provisions and Article 112 of the Guidelines for the Articles of Association of Listed Companies	The provisions on functions and powers of the chairman are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
112.	<p>Article 140 Meetings of the board of directors may be held only if at least one-half of the directors are present. Supervisors may attend meetings of the board of directors in a non-voting capacity. The general manager and the secretary to the board of directors, if they do not concurrently serve as directors, shall attend meetings of the board of directors in a non-voting capacity. When he/she deems it necessary, the meeting convener may notify other relevant persons to attend the meeting of the board of directors.</p>	<p>Article 140115 Meetings of the board of directors may be held only if at least one-half more than half of the directors are present. <u>Resolutions of the board of directors shall be passed by more than half of the directors.</u> Supervisors may attend meetings of the board of directors in a non-voting capacity. The general manager and the secretary to the board of directors, if they do not concurrently serve as directors, shall attend meetings of the board of directors in a non-voting capacity. When he/she deems it necessary, the meeting convener may notify other relevant persons to attend the meeting of the board of directors.</p>	<p>Article 118 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>The provisions on rules of procedures of board meetings are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders</p>

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
113.	<p>Article 142 Votes at on-site meetings of the board of directors (including meetings held by video conference) shall be held by disclosed ballot or show of hands. If a director attends an on-site meeting by telephone conference or by way of other such communication equipment, so long as the directors attending the meeting in person can clearly hear what he/she says and communicate with him/her, all the directors in attendance shall be deemed to have attended the meeting in person. Subject to ensuring the full expression by the directors of their opinions at a meeting of the board of directors, votes may be held and resolutions may be adopted by means of correspondence, and such resolutions shall be signed by the directors in attendance, but a regular meeting of the board of directors, a meeting at which a substantial shareholder (for the purpose of this section only, substantial shareholders refer to shareholders who individually or jointly hold at least 10% of total voting shares of the Company) or a director has a conflict of interest in a matter to be considered which the board of directors has determined to be material and a meeting held to discuss the appointment and dismissal of the company secretary shall not be held by means of correspondence. A deadline shall be set for votes held by means of correspondence, and if a director fails to express his/her opinion by the specified deadline, he/she shall be deemed to abstain. For a motion considered and passed at a meeting of the board of directors and adopted as the corresponding resolution, more than half of all of the Company's directors must cast an affirmative vote therefor. When the numbers of votes for and against are equal, the chairman of the board of directors is entitled to a cast one more vote. If laws or these Articles of Association require the consent of a larger number of directors for the adoption of a resolution, such provisions shall prevail.</p>	<p>Article 142117 Votes at on-site meetings of the board of directors (including meetings held by video conference) shall be held by disclosed ballot or show of hands. If a director attends an on-site meeting by telephone conference or by way of other such communication equipment, so long as the directors attending the meeting in person can clearly hear what he/she says and communicate with him/her, all the directors in attendance shall be deemed to have attended the meeting in person. Subject to ensuring the full expression by the directors of their opinions at a meeting of the board of directors, votes may be held and resolutions may be adopted by means of correspondence, and such resolutions shall be signed by the directors in attendance, but a regular meeting of the board of directors, a meeting at which a substantial shareholder (for the purpose of this section only, substantial shareholders refer to shareholders who individually or jointly hold at least 10% of total voting shares of the Company) or a director has a conflict of interest in a matter to be considered which the board of directors has determined to be material and a meeting held to discuss the appointment and dismissal of the company secretary shall not be held by means of correspondence. A deadline shall be set for votes held by means of correspondence, and if a director fails to express his/her opinion by the specified deadline, he/she shall be deemed to abstain. For a motion considered and passed at a meeting of the board of directors and adopted as the corresponding resolution, more than half of all of the Company's directors must cast an affirmative vote therefor. When the numbers of votes for and against are equal, the chairman of the board of directors is entitled to a cast one more vote. If laws or these Articles of Association require the consent of a larger number of directors for the adoption of a resolution, such provisions shall prevail.</p>	Article 118 of the Guidelines for the Articles of Association of Listed Companies	The provisions on rules of procedures of board meetings are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
114.	Addition	<u>Article 120 A director shall attend board meetings in person. Where a director is unable to attend for certain reasons, he/she may appoint in writing another director to attend the board meeting on his/her behalf. The instrument of proxy shall contain the name of the proxy, the matters covered by the proxy, the scope of authorization and the period of validity, and shall be signed or sealed by the entrusting director. The director attending the meeting on behalf of the entrusting director shall only exercise the rights within the scope of authorization. A director failing to attend a board meeting either in person or by proxy shall be deemed as having waived his right to vote at the meeting.</u>	Article 121 of the Guidelines for the Articles of Association of Listed Companies	The provisions on the directors' attendance and entrusting other directors to attend the meeting are added in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
115.	Article 150 A director or other senior management member of the Company other than the general manager and financial controller may also act as the secretary to the board of directors of the Company. Any accountant from accounting firm or lawyer from law firm which has been appointed by the Company shall not act as the secretary to the board of directors. Where the office of secretary to the board of directors of the Company is held concurrently by a director, and an act is required to be done by a director and a secretary to the board of directors of the Company separately, the person who holds the office of director and secretary to the board of directors of the Company shall not perform the act in a dual capacity.	Deletion	Repeal of the Mandatory Provisions	The special provisions on concurrent positions of board secretary of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
116.	Addition	<u>Article 127 The circumstances prohibiting a person from serving as a director under Article 90 of these Articles of Association shall also apply to senior management members. The provisions on directors' fiduciary duties under Article 91 and and the provisions on obligations of diligence under items (IV), (V) and (VI) of Article 93 of these Articles of Association shall also apply to senior management members.</u>	Article 125 of the Guidelines for the Articles of Association of Listed Companies	The provisions on qualification, fiduciary duties and obligations of diligence of the senior management members are added in accordance with the PRC laws and regulations, which is conducive to safeguarding the interest of shareholders and will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
117.	<p>Article 158 In the exercise of his/her functions and powers, the general manager shall perform his/her fiduciary duty and obligation of diligence in accordance with laws and these Articles of Association. If the general manager violates a law or breaches these Articles of Association in the course of performing his/her duties, thereby causing the Company to sustain a loss, he/she shall be liable for damages.</p>	<p>Article 158134 <u>If a senior management member violates the laws, administrative regulations and departmental rules or breaches these Articles of Association in the course of performing his/her duties, thereby causing the Company to sustain a loss, he/she shall be liable for damages.</u> In the exercise of his/her functions and powers, the general manager shall perform his/her fiduciary duty and obligation of diligence in accordance with laws and these Articles of Association. If the general manager violates a law or breaches these Articles of Association in the course of performing his/her duties, thereby causing the Company to sustain a loss, he/she shall be liable for damages.</p>	<p>Repeal of the Mandatory Provisions and Article 134 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>The provisions on breach of rules by the senior management members during their performance of duties are added in accordance with the PRC laws and regulations, which is conducive to safeguarding the interest of shareholders and will not compromise the protection for shareholders</p>
118.	<p>Article 159 Directors, the general manager and other senior management members may not concurrently serve as supervisors.</p>	<p>Article 159135 <u>The circumstances prohibiting a person from serving as a director under Article 90 of these Articles of Association shall also apply to supervisors.</u> Directors, the general manager and other senior management members may not concurrently serve as supervisors.</p>	<p>Article 136 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>The provisions on qualification for serving as a supervisor are added in accordance with the PRC laws and regulations, which is conducive to safeguarding the interest of shareholders and will not compromise the protection for shareholders</p>
119.	<p>Addition</p>	<p>Article 136 <u>Supervisors shall comply with the laws, administrative regulations and these Articles of Association, and shall have fiduciary duties and obligations of diligence to the Company, not to use his/her functions and powers as means to accept bribes or other forms of illegal income, and not to appropriate the Company's property.</u></p>	<p>Article 137 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>The provisions on fiduciary duties and obligations of diligence of the supervisors are added in accordance with the PRC laws and regulations, which is conducive to safeguarding the interest of shareholders and will not compromise the protection for shareholders</p>

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
120.	<p>Article 161 Supervisors may not be removed from office during their term of office without cause.</p> <p>A supervisor may tender his/her resignation before the expiry of his/her term of office. The supervisors who resign shall submit a written resignation to the supervisory committee.</p>	Deletion	Article 138 of the Guidelines for the Articles of Association of Listed Companies	The provisions on resignation of the supervisors are added in accordance with the PRC laws and regulations, which is conducive to safeguarding the interest of shareholders and will not compromise the protection for shareholders
121.	<p>Article 162 If the number of members of the supervisory committee falls below the quorum due to a failure to timely elect a supervisor upon expiration of a supervisor's term of office or due to the resignation of a supervisor during his/her term of office, the existing supervisor shall continue to perform his/her duties as supervisor in accordance with laws and these Articles of Association until the re-elected supervisor takes up his/her position.</p>	<p>Article 162138 If the number of members of the supervisory committee falls below the quorum due to a failure to timely elect a supervisor upon expiration of a supervisor's term of office or due to the resignation of a supervisor during his/her term of office, the existing supervisor shall continue to perform his/her duties as supervisor in accordance with laws, <u>administrative regulations</u> and these Articles of Association until the re-elected supervisor takes up his/her position.</p>	Amended the details in accordance with Article 139 of the Guidelines for the Articles of Association of Listed Companies	Not applicable
122.	<p>Article 166 Supervisors shall perform their supervisory duties faithfully and diligently in accordance with laws and these Articles of Association.</p> <p>If a supervisor violates a law or breaches these Articles of Association in performing his/her duties in the Company, thereby causing the Company to sustain a loss, he/she shall be liable for damages.</p>	<p>Article 166142 Supervisors shall perform their supervisory duties faithfully and diligently in accordance with laws, <u>administrative regulations</u> and these Articles of Association.</p> <p>If a supervisor violates a law <u>and</u> <u>administrative regulations</u> or breaches these Articles of Association in performing his/her duties in the Company, thereby causing the Company to sustain a loss, he/she shall be liable for damages.</p>	Amended the details in accordance with Article 137 and Article 143 of the Guidelines for the Articles of Association of Listed Companies	Not applicable
123.	<p>Article 167 The Company shall have a supervisory committee, which shall consist of three supervisors. The supervisory committee shall have one chairman, whose appointment and dismissal shall be subject to the affirmative vote of at least two-thirds of the members of the supervisory committee.</p>	<p>Article 167143 The Company shall have a supervisory committee, which shall consist of three supervisors. The supervisory committee shall have one chairman, whose appointment and dismissal shall be subject to the affirmative vote of <u>at least two-thirds more than half</u> of the members of the supervisory committee.</p>	Article 146 of the Guidelines for the Articles of Association of Listed Companies	The provisions on rules of procedures of the meeting of supervisory committee are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
124.	<p>Article 168 The supervisory committee shall be accountable to the general meeting and exercise the following functions and powers in accordance with the laws:</p> <p>(I) to review the regular reports of the Company prepared by the board of directors and to submit written review opinions thereon;</p> <p>(II) to examine the Company's finances;</p> <p>(III) to supervise the directors, the general manager and other senior management members in the performance of their duties and to propose the removal of directors or senior management members who violate laws or breach these Articles of Association or resolutions of the general meeting;</p> <p>(IV) if an act of a director or of the general manager and other senior management members is detrimental to the Company's interests, to require him/her to correct such act;</p> <p>(V) to propose the holding of extraordinary general meetings and, in the event that the board of directors fails to perform its duty of convening and presiding over a general meeting, to convene and preside over such a meeting in accordance with the laws;</p> <p>(VI) to submit motions to the general meeting;</p> <p>(VII) to sue directors or senior management members in accordance with relevant laws;</p> <p>(VIII) to conduct an investigation and, if necessary, engage professional organizations, such as accounting firms and law firms, to assist it in its work in the event that it discovers any irregularities in the Company's operations.</p> <p>The reasonable expenses incurred in engaging a professional, such as a lawyer, certified public accountant, certified auditor, etc., by the supervisory committee in exercising its functions and powers shall be borne by the Company.</p>	<p>Article 168144 The supervisory committee shall be accountable to the general meeting and exercise the following functions and powers in accordance with the laws:</p> <p>(I) to review the regular reports of the Company prepared by the board of directors and to submit written review opinions thereon;</p> <p>(II) to examine the Company's finances;</p> <p>(III) to supervise the directors, the general manager and other senior management members in the performance of their duties and to propose the removal of directors or senior management members who violate laws <u>and administrative regulations</u> or breach these Articles of Association or resolutions of the general meeting;</p> <p>(IV) if an act of a director or of the general manager and other senior management members is detrimental to the Company's interests, to require him/her to correct such act;</p> <p>(V) to propose the holding of extraordinary general meetings and, in the event that the board of directors fails to perform its duty of convening and presiding over a general meeting, to convene and preside over such a meeting in accordance with the laws;</p> <p>(VI) to submit motions to the general meeting;</p> <p>(VII) to sue directors or senior management members in accordance with <u>relevant laws</u></p> <p>Article 151 of the Company Law;</p> <p>(VIII) to conduct an investigation and, if necessary, engage professional organizations, such as accounting firms and law firms, to assist it in its work in the event that it discovers any irregularities in the Company's operations.</p> <p>The reasonable expenses incurred in engaging a professional, such as a lawyer, certified public accountant, certified auditor, etc., by the supervisory committee in exercising its functions and powers shall be borne by the Company.</p>	Article 145 of the Guidelines for the Articles of Association of Listed Companies	The provisions on functions and powers of the supervisors are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
125.	<p>Article 171 Votes at meetings of the supervisory committee shall be conducted by disclosed ballot and each supervisor shall have one vote.</p> <p>Votes at on-site meetings of the supervisory committee (including meetings held by video conference) may be conducted by a show of hands or disclosed ballot. If a supervisor attends an on-site meeting by way of telephone conference or by way of other such communication equipment, so long as the supervisors attending the meeting in person can clearly hear what he/she says and communicate with him/her, all the supervisors in attendance shall be deemed to have attended the meeting in person. Subject to ensuring the full expression by the supervisors of their opinions at a meeting of the supervisory committee, votes may be conducted and resolutions may be adopted by means of correspondence, and such resolutions shall be signed by the supervisors in attendance. A deadline shall be set for votes held by means of correspondence, and if a supervisor fails to express his/her opinion by the specified deadline, he/she shall be deemed to abstain.</p> <p>The voting options open to supervisors are consent, opposition or abstention. The supervisors present at a meeting shall select one from the foregoing options. If a supervisor fails to select any of the options or selects two or more of the options, the chairman of the meeting shall require him/her to select again. If he/she refuses to make a selection, he/she shall be deemed to abstain.</p> <p>Resolutions of the supervisory committee shall require the affirmative vote of at least two-thirds of the members of the supervisory committee for adoption.</p>	<p>Article 171147 Votes at meetings of the supervisory committee shall be conducted by disclosed ballot and each supervisor shall have one vote.</p> <p>Votes at on-site meetings of the supervisory committee (including meetings held by video conference) may be conducted by a show of hands or disclosed ballot. If a supervisor attends an on-site meeting by way of telephone conference or by way of other such communication equipment, so long as the supervisors attending the meeting in person can clearly hear what he/she says and communicate with him/her, all the supervisors in attendance shall be deemed to have attended the meeting in person. Subject to ensuring the full expression by the supervisors of their opinions at a meeting of the supervisory committee, votes may be conducted and resolutions may be adopted by means of correspondence, and such resolutions shall be signed by the supervisors in attendance. A deadline shall be set for votes held by means of correspondence, and if a supervisor fails to express his/her opinion by the specified deadline, he/she shall be deemed to abstain.</p> <p>The voting options open to supervisors are consent, opposition or abstention. The supervisors present at a meeting shall select one from the foregoing options. If a supervisor fails to select any of the options or selects two or more of the options, the chairman of the meeting shall require him/her to select again. If he/she refuses to make a selection, he/she shall be deemed to abstain.</p> <p>Resolutions of the supervisory committee shall require the affirmative vote of more than half at least two-thirds of the members of the supervisory committee for adoption.</p>	Article 146 of the Guidelines for the Articles of Association of Listed Companies	The provisions on rules of procedures of the meeting of supervisors are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
126.	CHAPTER 14. QUALIFICATIONS AND OBLIGATIONS OF THE DIRECTORS, SUPERVISORS, GENERAL MANAGER AND OTHER SENIOR MANAGEMENT MEMBERS OF THE COMPANY	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
127.	<p>Article 175 None of the following persons may serve as a director, supervisor, general manager or other senior management member of the Company:</p> <p>(I) persons without capacity or with limited capacity for civil acts;</p> <p>(II) persons who were sentenced for corruption, bribery, infringement of property or misappropriation of property or for disrupting the order of the socialist market economy, where not more than five years have elapsed since the expiration of the period of enforcement; or persons who were deprived of their political rights for committing a crime, where not more than five years have elapsed since the expiration of the period of enforcement;</p> <p>(III) persons who served as directors, factory directors or managers of companies or enterprises which have been put into bankruptcy liquidation, who bear personal liability for the bankruptcy of their companies or enterprises, where not more than three years have elapsed since the date of completion of the bankruptcy liquidation of the companies or enterprises;</p> <p>(IV) persons who served as the legal representatives of companies or enterprises that had their business licenses revoked and closed done for breaking the law, where such representatives bear individual liability therefor and not more than three years have elapsed since the date of revocation of the business license;</p> <p>(V) persons with comparatively large debts that have fallen due but have not been settled;</p> <p>(VI) persons who are being investigated by the judicial authorities because they violated the criminal law, and such cases are still pending;</p> <p>(VII) persons who cannot serve as leaders of enterprises according to laws;</p> <p>(VIII) persons who are not natural persons;</p> <p>(IX) persons ruled by a competent authority to have violated relevant securities regulations, where such violation involved fraudulent or dishonest acts and not more than five years have elapsed since the date of the ruling;</p> <p>(X) persons who have been prohibited from accessing the securities market by the China Securities Regulatory Commission, where the specified prohibition period has not been fulfilled yet.</p> <p>If a director, supervisor, general manager or other senior management member is elected or appointed in violation of this Article, such election, appointment or engagement shall be invalid.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
128.	<p>Article 176 The validity of an act of a director, general manager and other senior management member of the Company on behalf of the Company shall not, vis-à-vis a bona fide third party, be affected by any non-compliance in his/her holding of such office, election or qualifications.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders
129.	<p>Article 177 In addition to obligations imposed by laws or the listing rules of the stock exchanges on which shares of the Company are listed, the Company's directors, supervisors, general managers and other senior management members shall owe each shareholder the following obligations in the exercise of the functions and powers granted to them by the Company:</p> <p>(I) not to cause the Company to exceed the scope of business stipulated in its business license;</p> <p>(II) to act honestly in the best interest of the Company;</p> <p>(III) not to deprive the Company of its property in any way, including, but not limited to, any opportunities that are advantageous to the Company;</p> <p>(IV) not to deprive shareholders of their individual rights and interests, including, but not limited to, rights to distributions and voting rights, unless pursuant to a restructuring of the Company submitted to and adopted by the general meeting in accordance with these Articles of Association.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
130.	<p>Article 178 The Company's directors, supervisors, general managers and other senior management members shall have an obligation, in the exercise of their rights or discharge of their obligations, to perform their acts with due care, diligence and skill that a reasonably prudent person should exercise in comparable circumstances.</p>	Deletion	Repeal of the Mandatory Provisions	<p>The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders</p>

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
131.	<p>Article 179 The Company’s directors, supervisors, general managers and other senior management members shall, in the performance of their duties and responsibilities, abide by the fiduciary principle and shall not place themselves in a position where their personal interests and their duties may conflict. This principle shall include but not be limited to the fulfillment of the following obligations:</p> <p>(I) to act honestly in the best interest of the Company;</p> <p>(II) to exercise powers within the scope of their functions and powers and not to act ultra vires;</p> <p>(III) to personally exercise the discretion vested in him/her and not allow himself/herself to be manipulated by another person and, unless permitted by laws or with the informed consent of the general meeting, not to delegate the exercise of his/her discretion;</p> <p>(IV) to accord equal treatment to shareholders of the same class and fair treatment to shareholders of different classes;</p> <p>(V) not to enter into a contract, transaction or arrangement with the Company except as otherwise provided in these Articles of Association or with the informed consent of the general meeting;</p> <p>(VI) not to use the Company’s property for his/her own benefit in any way without the informed consent of the general meeting;</p> <p>(VII) not to use his/her functions and powers as means to accept bribes or other forms of illegal income, and not to illegally appropriate the Company’s property in any way, including but not limited to any opportunities that are advantageous to the Company;</p> <p>(VIII) not to accept commissions in connection with Company’s transactions without the informed consent of the general meeting;</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
	<p>(IX) to abide by these Articles of Association, to perform his/her duties faithfully, to protect the interests of the Company, and not to use his/her position and functions and powers in the Company to seek personal gain;</p> <p>(X) not to use the advantages of his/her office to appropriate for himself/herself or for others, business opportunities which rightly belong to the Company, operate a business for his/her own account or on behalf of others which is of the same type with the Company's business or compete with the Company in any way without the informed consent of the general meeting;</p> <p>(XI) not to divert the Company's funds, not to deposit the Company's assets or funds in accounts opened in his/her own or in another name, and not to use the Company's assets as security for the debts of the Company's shareholders or other individuals;</p> <p>(XII) without the informed consent of the general meeting, not to disclose confidential information relating to the Company that was acquired by him/her during his/her tenure; and not to use such information except in the furtherance of the interests of the Company; however, such information may be disclosed to a court or other competent government authorities if:</p> <p>(i) provided for by law;</p> <p>(ii) required in the public interest;</p> <p>(iii) required in the personal interest of such director, supervisor, general manager or other senior management member of the Company.</p>			

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
132.	<p>Article 180 A director, supervisor, general manager or other senior management member of the Company shall not direct the following person(s) or organization(s) (“Connected Person(s)”) to do what such director, supervisor, general manager or other senior management member are forbidden to do:</p> <p>(I) the spouse or a minor child of such director, supervisor, general manager or other senior management member of the Company;</p> <p>(II) a trustee of such director, supervisor, general manager or other senior management member of the Company or of any person referred to in item (I) hereof;</p> <p>(III) a partner of such director, supervisor, general manager or other senior management member of the Company or of any person referred to in items (I) and (II) hereof;</p> <p>(IV) a company over which such director, supervisor, general manager or other senior management member of the Company, alone or jointly with any person referred to in items (I), (II) and (III) hereof or any other director, supervisor, general manager or other senior management member of the Company, has de facto control; and</p> <p>(V) a director, supervisor, general manager or other senior management member of a company being controlled as referred to in item (IV) hereof.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders
133.	<p>Article 181 The fiduciary obligation of the Company’s directors, supervisors, general managers and other senior management members shall not necessarily cease upon the termination of their tenure. Their confidentiality obligation in relation to the Company’s trade secrets shall survive the termination of their tenure. The terms for which other obligations shall continue shall be decided upon in accordance with the principle of fairness, depending on the time which has elapsed between the occurrence of the matter and the termination of tenure and the circumstances and conditions under which the relationship with the Company is terminated.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
134.	<p>Article 182 A director, supervisor, general manager or other senior management member of the Company may, with informed consent of the general meeting, be relieved of liability for a specific breach of his/her obligations, except in circumstances as specified in Article 61 of these Articles of Association.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders
135.	<p>Article 183 If a director, supervisor, general manager or other senior management member of the Company is, directly or indirectly, materially interested in a contract, transaction or arrangement concluded or planned by the Company (excluding his/her engagement contract with the Company), he/she shall disclose the nature and extent of his/her interest to the board of directors at the earliest opportunity, whether or not the matter is normally subject to the approval or consent of the board of directors.</p> <p>If a director has a connected relationship (meaning that he/she serves as director or senior management member in the transaction counterparty, or directly or indirectly controls an entity with legal personality of the transaction counterparty, or serves as director or senior management member in an entity with legal personality that is directly or indirectly controlled by the transaction counterparty) with an enterprise involved in a matter on which a resolution is to be made at a meeting of the board of directors, he/she may not exercise his/her voting rights regarding such resolution, nor may he/she exercise voting rights thereon as the proxy of another director. Such a meeting of the board of directors may be held if more than one-half of the directors without a connected relationship are present (directors with a connected relationship shall abstain from attending), and the resolutions made at such a meeting of the board of directors shall require adoption by more than one-half of the directors without a connected relationship.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
	<p>A director may not vote on any contract, transaction or arrangement in which he/she or any person closely connected to him/her (as defined in the securities listing rules which are valid from time to time) has a material interest and which is to be approved by the board of directors or any other proposals related thereto. Additionally, he/she may not be counted in the quorum for the meeting. Unless the interested director, supervisor, general manager or other senior management member of the Company has disclosed such interest to the board of directors as required under the first paragraph hereof and the matter has been approved by the board of directors at a meeting in which he/she was not counted in the quorum and had refrained from voting, the Company shall have the right to void the contract, transaction or arrangement, unless the other party is a bona fide party acting without knowledge of the breach of obligation by the director, supervisor, general manager or other senior management member concerned.</p> <p>A director, supervisor, general manager or other senior management member of the Company shall be deemed to be interested in any contract, transaction or arrangement in which a Connected Person of that director, supervisor, general manager or other senior management member is interested.</p>			
136.	<p>Article 184 If a director, supervisor, general manager or other senior management member of the Company gives a written notice to the board of directors before the conclusion of the contract, transaction or arrangement is first considered by the Company stating that, by reason of the contents of the notice, he/she is interested in the contract, transaction or arrangement that may subsequently be made by the Company, such director, supervisor, general manager or other senior management member of the Company shall be deemed for the purposes of the preceding Article of this Chapter to have declared his/her interest, to the extent stated in the notice.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
137.	<p>Article 185 The Company may not in any manner pay tax on behalf of its directors, supervisors, general managers or other senior management members.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders
138.	<p>Article 186 The Company may not directly or indirectly provide a loan to, or loan guarantees for, its directors, supervisors, general managers and other senior management members or those of its parent company, or provide loans to or loan guarantees for Connected Persons of the above-mentioned persons. The provisions of the preceding paragraph shall not apply to the following circumstances: (I) the provision by the Company of a loan to or a loan guarantee for a subsidiary of the Company; (II) the provision by the Company of a loan to, a loan guarantee for or other monies to a director, supervisor, general manager or other senior management member of the Company under an engagement contract approved by the general meeting, so as to enable him/her to meet the expenses incurred for the purposes of the Company or for the performance of his/her duties to the Company; (III) the provision by the Company of a loan to or a loan guarantee for a relevant director, supervisor, general manager or other senior management member of the Company or to a Connected Person thereof on normal commercial terms, if the ordinary scope of business of the Company includes the provision of loan or the provision of loan guarantees.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
139.	<p>Article 187 A loan provided by the Company in breach of the preceding Article shall be immediately repayable by the recipient of the loan, regardless of the terms of the loan.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders
140.	<p>Article 188 A loan guarantee provided by the Company in breach of the first paragraph of Article 186 shall be unenforceable against the Company, unless:</p> <p>(I) the loan was provided to a Connected Person of a director, supervisor, general manager or other senior management member of the Company or of its parent company, and at the time the loan was advanced the lender did not know the relevant circumstances;</p> <p>(II) the collateral provided by the Company has been lawfully sold by the lender to a bona fide purchaser.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
141.	<p>Article 189 For the purposes of the preceding Articles of this Chapter, the term “guarantee” shall include an act whereby the guarantor assumes liability or provides property to guarantee or secure the performance of obligations by the obligor.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders
142.	<p>Article 190 If a director, supervisor, general manager or other senior management member of the Company breaches his/her obligations to the Company, the Company shall, in addition to any rights and remedies provided by laws, have the right to:</p> <p>(I) require the relevant director, supervisor, general manager or other senior management member to compensate for the losses sustained by the Company as a consequence of his/her dereliction of duty;</p> <p>(II) rescind any contract or transaction concluded by the Company with the relevant director, supervisor, general manager or other senior management member and contract or transaction with a third party (where such third party is well aware or should know that the director, supervisor, general manager or other senior management member representing the Company was in breach of his/her obligations to the Company);</p> <p>(III) require the relevant director, supervisor, general manager or other senior management member to surrender the gains derived from the breach of his/her obligations;</p> <p>(IV) recover any monies received by the relevant director, supervisor, general manager or other senior management member that should have been received by the Company, including but not limited to commissions;</p> <p>(V) require the relevant director, supervisor, general manager or other senior management member to return the interest earned or possibly earned on the monies that should have been given to the Company.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
143.	<p>Article 191 The Company shall conclude written contracts with each director and supervisor of the Company concerning his/her remuneration. Such contracts shall be approved by the general meeting before they are entered into. The aforementioned remuneration shall include:</p> <p>(I) remuneration in respect of his/her service as a director, supervisor or senior management member of the Company;</p> <p>(II) remuneration in respect of his/her service as a director, supervisor or senior management member of a subsidiary of the Company;</p> <p>(III) remuneration for other services provided toward the management of the Company or a subsidiary thereof; and</p> <p>(IV) the payment by way of compensation for his/her loss of office or retirement to the aforementioned directors and supervisors. A director or supervisor may not sue the Company for benefits due to him/her on the basis of the aforementioned matters, except under a contract as mentioned above.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders
144.	<p>Article 192 The Company shall specify in the contract concluded with a director or supervisor of the Company concerning his/her remuneration that in the event of a takeover of the Company, a director or supervisor of the Company shall, subject to prior approval of the general meeting, have the right to receive the compensation or other monies obtainable for loss of office or retirement.</p> <p>For the purposes of the preceding paragraph, the term “a takeover of the Company” shall mean either of the following:</p> <p>(I) anyone making a purchase offer to all of the shareholders;</p> <p>(II) anyone making a purchase offer such that the offeror will become a controlling shareholder as defined in these Articles of Association.</p> <p>If the relevant director or supervisor has failed to comply with this Article, any sums received by him/her shall belong to those persons that have sold their shares as a result of their acceptance of the aforementioned offer, and the expenses incurred in the pro rata distribution of such sums shall be borne by the relevant director or supervisor and may not be paid out of such sums.</p>	Deletion	Repeal of the Mandatory Provisions	The provisions on qualifications and obligations of the directors, supervisors and senior management members of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, the provisions on qualifications and obligations of such persons are set out in other amended articles of these Articles of Association, which will not compromise the protection for shareholders
145.	CHAPTER 15. FINANCIAL AND ACCOUNTING SYSTEMS AND DISTRIBUTION OF PROFITS	CHAPTER 15. FINANCIAL AND ACCOUNTING SYSTEMS, AND DISTRIBUTION OF PROFITS AND <u>AUDIT</u>	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
146.	Addition	Section 1. Financial and Accounting Systems	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
147.	Article 193 The Company shall formulate its financial and accounting systems in accordance with the PRC laws and the PRC accounting standards formulated by relevant state authorities.	Article 193 The Company shall formulate its financial and accounting systems in accordance with the PRC laws, administrative regulations and the PRC accounting standards formulated by requirements of relevant state authorities.	Article 150 of the Guidelines for the Articles of Association of Listed Companies	The provisions on accounting system are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
148.	Article 197 The financial reports of the Company shall be made available for inspection by shareholders 20 days prior to an annual general meeting. Each shareholder of the Company shall have the right to obtain a copy of the financial reports referred to in this Chapter. The Company shall send the above report or the report of the board of directors together with the balance sheet (including all annexes to the balance sheet as prescribed by the applicable laws), profit and loss account or income and expenditure statement, or summary financial report to each holder of overseas listed foreign investment shares by pre-paid mail at least 21 days before the convening of the annual general meeting. The address of the recipient shall be the registered address as shown on the register of shareholders. Subject to the laws, administrative regulations and the listing rules of the place where the Company is listed, the Company may do so by way of announcement (including publication on the Company's website).	Article 197 The financial reports of the Company shall be made available for inspection by shareholders 20 days prior to an annual general meeting. Each shareholder of the Company shall have the right to obtain a copy of the financial reports referred to in this Chapter. The Company shall send the above report or the report of the board of directors together with the balance sheet (including all annexes to the balance sheet as prescribed by the applicable laws), profit and loss account or income and expenditure statement, or summary financial report to each holder of overseas listed foreign investment shares by pre-paid mail at least 21 days before the convening of the annual general meeting. The address of the recipient shall be the registered address as shown on the register of shareholders. Subject to the laws, administrative regulations and the listing rules of the place where the Company is listed, the Company may do so by way of announcement (including publication on the Company's website).	Amended the details	Not applicable
149.	Article 198 The financial statements of the Company shall, in addition to being prepared in accordance with the PRC accounting standards and regulations, be prepared in accordance with either the international accounting standards or the accounting standards of the overseas place where the shares are listed. If there is any material difference between the financial statements prepared respectively in accordance with the two accounting standards, explanations shall be made in the notes to the financial statements. When the Company is to distribute its after-tax profits for the relevant fiscal year, the lower of the after-tax profits as shown in the two financial statements shall be adopted.	Deletion	Repeal of the Mandatory Provisions	The special provisions on preparation of financial statements of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
150.	<p>Article 199 Any interim results or financial information published or disclosed by the Company shall be prepared in accordance with PRC accounting standards and regulations, and also in accordance with either international accounting standards or the accounting standards of the overseas place where the shares are listed.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on preparation of financial statements of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
151.	<p>Article 201 The capital reserve shall include the following funds: (I) the premiums obtained from the issue of shares above par; (II) other revenue required by the State Council's finance authority to be included in the capital reserve.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on constitution of capital reserve of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
152.	<p>Article 206 The Company shall appoint receiving agents for holders of overseas listed foreign investment shares to collect on behalf of the relevant shareholders the dividends distributed and other monies payable in respect of overseas listed foreign investment shares, and hold the same until they can be paid to the relevant shareholders. The receiving agents appointed by the Company shall meet the requirements of the laws of the place, or the relevant regulations of the stock exchange, where the shares are listed.</p> <p>The receiving agents appointed by the Company for the holders of overseas listed foreign investment shares listed on the SEHK shall be trust companies registered under the Trustee Ordinance of Hong Kong. Subject to the laws of the PRC, the Company may exercise the power to forfeit unclaimed dividends, provided that it does so only after the expiration of the applicable relevant period.</p> <p>The Company has the power to cease sending dividend warrants by post to a given holder of overseas listed foreign investment shares, but may exercise such power only if such warrants have been left uncashed on two consecutive occasions. However, the Company may exercise such power after the first occasion on which such a warrant is returned undelivered.</p> <p>The Company has the power to sell by a method deemed fit by the board of directors the shares of a holder of overseas listed foreign investment shares who is untraceable, provided that it complies with the following conditions:</p> <p>(I) the Company was, during a period of 12 years, required to pay at least three dividends in respect of the shares in question but no dividend during that period was claimed;</p> <p>(II) on expiry of the 12 years the Company gives notice of its intention to sell the shares by way of an announcement published in one or more newspapers in the place where the Company's shares are listed and notifies the securities regulatory authority of the place where its shares are listed of such intention.</p>	<p>Article 206161 The Company shall appoint receiving agents for holders of overseas listed foreign investment shares to collect on behalf of the relevant shareholders the dividends distributed and other monies payable in respect of overseas listed foreign investment shares, and hold the same until they can be paid to the relevant shareholders. The receiving agents appointed by the Company shall meet the requirements of the laws of the place, or the relevant regulations of the stock exchange, where the shares are listed.</p> <p>The receiving agents appointed by the Company for the holders of overseas listed foreign investment shares listed on the SEHK shall be trust companies registered under the Trustee Ordinance of Hong Kong. Subject to the laws of the PRC, the Company may exercise the power to forfeit unclaimed dividends, provided that it does so only after the expiration of the applicable relevant period.</p> <p>The Company has the power to cease sending dividend warrants by post to a given holder of overseas listed foreign investment shares, but may exercise such power only if such warrants have been left uncashed on two consecutive occasions. However, the Company may exercise such power after the first occasion on which such a warrant is returned undelivered.</p> <p>The Company has the power to sell by a method deemed fit by the board of directors the shares of a holder of overseas listed foreign investment shares who is untraceable, provided that it complies with the following conditions:</p> <p>(I) the Company was, during a period of 12 years, required to pay at least three dividends in respect of the shares in question but no dividend during that period was claimed;</p> <p>(II) on expiry of the 12 years the Company gives notice of its intention to sell the shares by way of an announcement published in one or more newspapers in the place where the Company's shares are listed and notifies the securities regulatory authority of the place where its shares are listed of such intention.</p>	Amended in accordance with the Listing Rules	The amendments are made in accordance with the changes to the Listing Rules, which are in compliance with the Listing Rules and will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
153.	Addition	<u>Section 2. Internal Audit</u>	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
154.	CHAPTER 16. ENGAGEMENT OF ACCOUNTING FIRMS	CHAPTER 16. ENGAGEMENT OF ACCOUNTING FIRMS <u>Section 3. Engagement of Accounting Firms</u>	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
155.	Article 212 The Company shall engage an independent accounting firm that complies with relevant provisions of the PRC laws to audit the annual financial reports and review other financial reports of the Company. The first accounting firm of the Company may be engaged by the inaugural general meeting prior to the first annual general meeting. Such accounting firm shall hold office until the conclusion of the first annual general meeting. If the inaugural general meeting does not exercise its power under the preceding paragraph, the board of directors shall exercise such power.	Article 212 167 The Company may engage an accounting firm that meets the requirements of the Securities Law to perform audits of accounting statements, verification of net assets and other relevant consulting services for a term of one year, which may be renewed. The Company shall engage an independent accounting firm that complies with relevant provisions of the PRC laws to audit the annual financial reports and review other financial reports of the Company. The first accounting firm of the Company may be engaged by the inaugural general meeting prior to the first annual general meeting. Such accounting firm shall hold office until the conclusion of the first annual general meeting. If the inaugural general meeting does not exercise its power under the preceding paragraph, the board of directors shall exercise such power.	Article 159 of the Guidelines for the Articles of Association of Listed Companies and repeal of the Mandatory Provisions	The special provisions on engagement of accounting firm of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
156.	Article 213 The term of engagement of an accounting firm engaged by the Company shall commence upon the adjournment of the annual general meeting of the Company and end upon the adjournment of the next annual general meeting.	Article 213 168 <u>The engagement or dismissal of an accounting firm by the Company shall be approved by a majority of the shareholders or by an organization independent of the board of directors, and the board of directors shall not appoint an accounting firm prior to the decision of the general meeting.</u> The term of engagement of an accounting firm engaged by the Company shall commence upon the adjournment of <u>consideration and approval at</u> the annual general meeting of the Company and end upon the adjournment of the next annual general meeting.	Article 160 of the Guidelines for the Articles of Association of Listed Companies and Rule 17 of Appendix 3 to the Listing Rules	The provisions on engagement of accounting firm are amended in accordance with the PRC laws and regulations and the Listing Rules, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
157.	<p>Article 214 An accounting firm engaged by the Company shall have the following rights: (I) the right of accessing to the account books, records or vouchers of the Company and the right to require directors, the general manager or other senior management members of the Company to provide relevant information and explanations; (II) the right to require the Company to take reasonable measures to obtain from its subsidiaries the information and explanations necessary for the accounting firm to perform its duties; (III) the right to attend general meetings and receive notice of or other information concerning any general meetings which shareholders are entitled to receive, and the right to express its views at any general meetings on any matter which relates to it as the accounting firm of the Company.</p>	<p>Article 214169 <u>The Company shall ensure that the accounting vouchers, accounting books, financial accounting reports and other accounting information provided to the engaged accounting firm are true and complete, and shall not deny, conceal or misstate any information.</u> An accounting firm engaged by the Company shall have the following rights:</p> <p>(I) the right of accessing to the account books, records or vouchers of the Company and the right to require directors, the general manager or other senior management members of the Company to provide relevant information and explanations;</p> <p>(II) the right to require the Company to take reasonable measures to obtain from its subsidiaries the information and explanations necessary for the accounting firm to perform its duties;</p> <p>(III) the right to attend general meetings and receive notice of or other information concerning any general meetings which shareholders are entitled to receive, and the right to express its views at any general meetings on any matter which relates to it as the accounting firm of the Company.</p>	Article 161 of the Guidelines for the Articles of Association of Listed Companies and repeal of the Mandatory Provisions	The provisions on the Company's obligations of provision of accounting information are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
158.	<p>Article 215 If the position of accounting firm becomes vacant, the board of directors may appoint an accounting firm to fill such vacancy before a general meeting is held. However, if there are other accounting firms holding the position of accounting firm of the Company while such vacancy persists, such accounting firms may continue to act.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on vacancy of accounting firm of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
159.	<p>Article 216 The general meeting may by ordinary resolution decide to dismiss any accounting firm prior to the expiration of its term of engagement, notwithstanding provisions in the contract between the accounting firm and the Company, but without prejudice to such accounting firm's right, if any, to claim damages from the Company in respect of such dismissal.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on dismissal of accounting firm of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
160.	<p>Article 217 The remuneration or method of determining the remuneration of an accounting firm shall be decided upon by the general meeting. The remuneration of an accounting firm engaged by the board of directors shall be determined by the board of directors.</p>	<p>Article 217170 The remuneration or method of determining the remuneration of an accounting firm shall be decided upon by <u>the general meeting a majority of the shareholders or by an organization independent of the board of directors</u>. The remuneration of an accounting firm engaged by the board of directors shall be determined by the board of directors.</p>	Rule 17 of Appendix 3 to the Listing Rules	The amendments are made in accordance with the Listing Rules, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
161.	<p>Article 218 The engagement, dismissal or non-renewal of engagement of an accounting firm shall be decided upon by the general meeting and be reported to the State Council's competent securities authority for the record.</p> <p>Where a resolution at a general meeting is to be passed to appoint an accounting firm other than an incumbent accounting firm, to fill a casual vacancy in the office of accounting firm, or to re-appoint an accounting firm which has been appointed by the board of directors to fill a vacancy, or to remove an accounting firm before the expiration of its term of office, matters shall be handled in accordance with the following provisions:</p> <p>(I) the motion of engagement or dismissal shall be sent, before issuance of the notice of the general meeting, to the accounting firm proposed to be appointed or the accounting firm proposing to leave its post or the accounting firm that has left its post in the relevant fiscal year.</p> <p>Leaving includes leaving by removal, resignation and retirement.</p> <p>(II) if the accounting firm leaving its post makes representations in writing and requests the Company to notify its shareholders of such representations, the Company shall, unless the representations are received too late:</p> <ol style="list-style-type: none"> 1. in any notice of the resolution given to shareholders, state the fact of the representations having been made by the accounting firm leaving its post; and 2. send a copy of the representations in the form of an attachment to the notice to each shareholder entitled to receive the notice of general meeting in the manner prescribed in the Articles of Association. <p>(III) if the accounting firm's representations are not sent under item (II) of this Article, the relevant accounting firm may require that the representations be read out at the general meeting and make further appeal.</p> <p>(IV) an accounting firm leaving its post shall be entitled to attend:</p> <ol style="list-style-type: none"> 1. the general meeting at which its term of office would have expired; 2. the general meeting held to fill the vacancy as a result of its dismissal; and 3. the general meeting held as a result of its voluntary resignation. <p>The accounting firm leaving its post shall have the right to receive all notices of, or other information relating to, the abovementioned meetings, and may express its views at the aforementioned meetings on matters which concern it as former accounting firm of the Company.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on engagement of accounting firm of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
162.	CHAPTER 18. MERGER, DIVISION, DISSOLUTION AND LIQUIDATION OF THE COMPANY	CHAPTER 1811. MERGER, DIVISION, CAPITAL INCREASE AND <u>REDUCTION</u>, DISSOLUTION AND LIQUIDATION OF THE COMPANY	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
163.	Addition	Section 1. Merger, Division, Capital Increase and Reduction	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
164.	Article 222 The merger or division of the Company shall require the preparation of a proposal by the board of directors. After such proposal has been adopted in accordance with the procedures specified in these Articles of Association, relevant approval procedures shall be carried out in accordance with the laws. Shareholders that oppose the proposal for the merger or division of the Company shall have the right to require the Company or shareholders that are in favor of such proposal to purchase their shares at a fair price. The contents of resolutions approving the merger or division of the Company shall be compiled in a special document for inspection by shareholders. Holders of overseas listed foreign investment shares shall additionally be served copies of the aforementioned document by mail.	Deletion	Repeal of the Mandatory Provisions	The special provisions on merger and division of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
165.	Addition	<u>Article 174 The merger of the Company may take the form of either merger by absorption or merger by new establishment.</u> <u>In case of merger by absorption, a company absorbs any other company and the absorbed company is dissolved.</u> <u>In case of merger by new establishment, two or more companies merge into a new one and the parties to the merger are dissolved.</u>	Article 172 of the Guidelines for the Articles of Association of Listed Companies	The provisions on merger are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
166.	<p>Article 223 If the Company is involved in a merger, the parties to the merger shall enter into a merger agreement and prepare a balance sheet and a property list. Within 10 days from the date of adoption of the merger resolution, the Company shall notify its creditors and within 30 days it shall make an announcement in the newspapers at least three times. A creditor may, within 30 days from the date of receipt of the written notice or, if he did not receive a written notice, within 45 days from the date of the announcement, require the Company to pay its debt to him in full or to provide commensurate security.</p> <p>When the Company is merged, the claims and debts of each party to the merger shall be succeeded to by the company surviving the merger or the new company established subsequent to the merger.</p>	<p>Article 223175 If the Company is involved in a merger, the parties to the merger shall enter into a merger agreement and prepare a balance sheet and a property list. Within 10 days from the date of adoption of the merger resolution, the Company shall notify its creditors and within 30 days it shall make an announcement in the newspapers at least three times. A creditor may, within 30 days from the date of receipt of the written notice or, if he did not receive a written notice, within 45 days from the date of the announcement, require the Company to pay its debt to him in full or to provide commensurate security.</p> <p>When the Company is merged, the claims and debts of each party to the merger shall be succeeded to by the company surviving the merger or the new company established subsequent to the merger.</p>	Repeal of the Mandatory Provisions	The special provisions on announcement of merger of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
167.	<p>Article 224 If the Company is divided, its property shall be divided accordingly. When the Company is divided, it shall prepare a balance sheet and a property list. Within 10 days from the date of adoption of the resolution on the division, the Company shall notify its creditors and within 30 days it shall make an announcement in the newspapers at least three times.</p> <p>The surviving companies shall be jointly liable for the pre-division debts of the Company, unless provided otherwise in a written agreement on debt repayment reached between the Company and a creditor prior to the division.</p>	<p>Article 224176 If the Company is divided, its property shall be divided accordingly. When the Company is divided, it shall prepare a balance sheet and a property list. Within 10 days from the date of adoption of the resolution on the division, the Company shall notify its creditors and within 30 days it shall make an announcement in the newspapers at least three times.</p> <p>The surviving companies shall be jointly liable for the pre-division debts of the Company, unless provided otherwise in a written agreement on debt repayment reached between the Company and a creditor prior to the division.</p>	Repeal of the Mandatory Provisions	The special provisions on announcement of merger of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
168.	Article 31 was renumbered as Article 177	<p>Article 177 If the Company is needs to reduce its registered capital, it must prepare a balance sheet and a list of its property. The Company shall notify its creditors within 10 days from the date of adoption of the resolution to reduce its registered capital and publish a public announcement of the resolution in newspapers recognized by the relevant regulatory authorities of the place where the Company's shares are listed within 30 days and post the same on its website and the website of the relevant stock exchange in accordance with the requirements of the place where Company's shares are listed. Creditors shall, within 30 days of receiving written notice, or within 45 days of the date of the public announcement for those who have not received written notice, be entitled to require the Company to pay its debts in full or to provide a corresponding security for repayment.</p> <p>The registered capital of the Company after reduction shall not be less than the statutory minimum.</p>	Renumbered and amended in accordance with Article 178 of the Guidelines for the Articles of Association of Listed Companies	Not applicable

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
169.	<p>Article 225 If a change occurs in the Company's registered particulars due to its merger or division, the change shall be registered with the Company's registrar in accordance with the laws. If the Company is dissolved, de-registration of the Company shall be carried out in accordance with the laws. If a new company is established, registration of the establishment of such company shall be carried out in accordance with the laws.</p>	<p>Article 225178 If a change occurs in the Company's registered particulars due to its merger or division, the change shall be registered with the Company's registrar in accordance with the laws. If the Company is dissolved, de-registration of the Company shall be carried out in accordance with the laws. If a new company is established, registration of the establishment of such company shall be carried out in accordance with the laws.</p> <p><u>The increase or reduction of registered capital of the Company shall be registered with the company registrar in accordance with the laws.</u></p>	Article 178 of the Guidelines for the Articles of Association of Listed Companies	The provisions on registration of increase or reduction of registered capital of the Company are added in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
170.	Addition	<u>Section 2. Dissolution and Liquidation</u>	Adjusted the structure in accordance with the Guidelines for the Articles of Association of Listed Companies	Not applicable
171.	<p>Article 226 The Company shall be dissolved in accordance with the laws if:</p> <p>(I) the general meeting resolves to dissolve the Company;</p> <p>(II) dissolution is necessary as a result of the merger or dissolution of the Company;</p> <p>(III) the Company is legally declared bankrupt because it is unable to pay its debts as they fall due;</p> <p>(IV) the Company has its business license revoked, is ordered to close down or is shut down in accordance with the laws;</p> <p>(V) serious difficulties arise in the operation and management of the Company and its continued existence would cause material loss to the interests of the shareholders and such difficulties cannot be resolved through other means, in which case shareholders holding at least 10 percent of all shareholders' voting rights may petition a People's Court to dissolve the Company;</p> <p>(VI) other circumstances where the Company is required to be dissolved by laws and regulations.</p>	<p>Article 226179 The Company shall be dissolved in accordance with the laws if <u>for the following reasons:</u></p> <p><u>(I) the term of business specified in these Articles of Association has expired or any other cause for dissolution specified in these Articles of Association has occurred;</u></p> <p>(II) the general meeting resolves to dissolve the Company;</p> <p>(HIII) dissolution is necessary as a result of the merger or dissolution of the Company;</p> <p>(HI) the Company is legally declared bankrupt because it is unable to pay its debts as they fall due;</p> <p>(IV) the Company has its business license revoked, is ordered to close down or is shut down in accordance with the laws;</p> <p>(V) serious difficulties arise in the operation and management of the Company and its continued existence would cause material loss to the interests of the shareholders and such difficulties cannot be resolved through other means, in which case shareholders holding at least 10 percent of all shareholders' voting rights may petition a People's Court to dissolve the Company;</p> <p>(VI) other circumstances where the Company is required to be dissolved by laws and regulations.</p>	Article 179 of the Guidelines for the Articles of Association of Listed Companies	The provisions on reasons for dissolution of the Company are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
172.	Addition	Article 180 <u>In case of circumstances described in item (I) of Article 179 in these Articles of Association, the Company may continue to exist by amending these Articles of Association. Amendments to these Articles of Association pursuant to the preceding paragraph shall be subject to the approval of shareholders representing two-thirds or above of the voting rights present at the general meeting.</u>	Article 180 of the Guidelines for the Articles of Association of Listed Companies	The provisions on dissolution of the Company are added in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
173.	Article 227 If the Company is dissolved pursuant to items (I), (IV) or (V) of the preceding Article, it shall establish a liquidation committee and liquidation shall commence within 15 days from the date on which the cause for dissolution arose. The liquidation committee shall be composed of persons determined by the directors or the general meeting. If the Company fails to establish the liquidation committee and carry out the liquidation within the time limit, its creditors may petition a People's Court to designate relevant persons to form a liquidation committee and carry out the liquidation. If the Company is to be dissolved pursuant to item (III) of the preceding Article, the People's Court shall, in accordance with relevant laws, arrange for the shareholders of the Company, relevant authorities and relevant professionals to establish a liquidation committee to carry out liquidation.	Article 227181 If the Company is dissolved pursuant to items (II), (IV) or (V) of the preceding Article 179 , it shall establish a liquidation committee and liquidation shall commence within 15 days from the date on which the cause for dissolution arose. The liquidation committee shall be composed of persons determined by the directors or the general meeting. If the Company fails to establish the liquidation committee and carry out the liquidation within the time limit, its creditors may petition a People's Court to designate relevant persons to form a liquidation committee and carry out the liquidation. If the Company is to be dissolved pursuant to item (III) of the preceding Article, the People's Court shall, in accordance with relevant laws, arrange for the shareholders of the Company, relevant authorities and relevant professionals to establish a liquidation committee to carry out liquidation.	Article 181 of the Guidelines for the Articles of Association of Listed Companies	The provisions on dissolution of the Company are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
174.	Article 228 If the board of directors decides that the Company should be liquidated (otherwise than because of a declaration of bankruptcy), the notice of the general meeting convened for such purpose shall include a statement to the effect that the board of directors has made full inquiry into the position of the Company and that the board of directors is of the opinion that the Company can pay its debts in full within 12 months after the commencement of liquidation. The functions and powers of the board of directors of the Company shall be terminated immediately upon the adoption by the general meeting of a resolution to carry out liquidation. The liquidation committee shall take instructions from the general meeting, and not less than once a year make a report to the general meeting on the committee's receipts and expenditures, the business of the Company and the progress of the liquidation. It shall make a final report to the general meeting when the liquidation is completed.	Deletion	Repeal of the Mandatory Provisions	The special provisions on liquidation of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
175.	<p>Article 233 Following completion of the liquidation of the Company, the liquidation committee shall prepare a liquidation report, as well as a revenue and expenditure statement and financial account books in respect of the liquidation period, and, after verification thereof by a PRC certified public accountant, submit the same to the general meeting or the People’s Court for confirmation. Within 30 days from the date of confirmation of the aforementioned documents by the general meeting or the People’s Court, the liquidation committee shall submit the same to the company registrar, apply for cancellation of the Company’s registration and publicly announce the Company’s termination.</p>	<p>Article 233186 Following completion of the liquidation of the Company, the liquidation committee shall prepare a liquidation report, as well as a revenue and expenditure statement and financial account books in respect of the liquidation period, and, after verification thereof by a PRC certified public accountant; submit the same to the general meeting or the People’s Court for confirmation, Within 30 days from the date of confirmation of the aforementioned documents by the general meeting or the People’s Court, the liquidation committee shall submit the same to the company registrar, apply for cancellation of the Company’s registration and publicly announce the Company’s termination.</p>	<p>Article 186 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>The provisions on dissolution of the Company are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders</p>
176.	<p>Addition</p>	<p>Article 188 <u>Where the Company is declared bankruptcy in accordance with the laws, it shall implement bankruptcy liquidation in accordance with the relevant laws relating to bankruptcy of enterprise.</u></p>	<p>Article 188 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>The provisions on bankruptcy liquidation of the Company are added in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders</p>
177.	<p>Article 235 The Company may amend these Articles of Association in accordance with laws and these Articles of Association. The Company shall amend the Articles of Association if: (I) provisions of the Articles of Association conflict with the Company Law or related laws after such laws are amended; (II) a change occurs in the Company’s situation and such change is inconsistent with the matters stated herein; (III) the general meeting decides to amend the Articles of Association.</p>	<p>Article 235189 The Company may amend these Articles of Association in accordance with laws and these Articles of Association. The Company shall amend the Articles of Association if: (I) provisions of the Articles of Association conflict with the Company Law or related laws and administrative regulations after such laws are amended; (II) a change occurs in the Company’s situation and such change is inconsistent with the matters stated herein; (III) the general meeting decides to amend the Articles of Association.</p>	<p>Amended the details in accordance with Article 189 of the Guidelines for the Articles of Association of Listed Companies</p>	<p>Not applicable</p>

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
178.	<p>Article 236 Except as otherwise provided in these Articles of Association, these Articles of Association shall be amended by the following procedure:</p> <p>(I) the board of directors adopts a resolution in accordance with these Articles of Association and drafts the amendments, or a shareholder puts forward a motion to amend the Articles of Association;</p> <p>(II) the shareholders are notified of the amendments and a general meeting is convened to vote thereon;</p> <p>(III) the amendments submitted to the general meeting for a vote shall be adopted by a special resolution.</p>	<p>Article 236¹⁹⁰ Except as otherwise provided in these Articles of Association, these Articles of Association shall be amended by the following procedure:</p> <p>(I) the board of directors adopts a resolution in accordance with these Articles of Association and drafts the amendments, or a shareholder puts forward a motion to amend the Articles of Association;</p> <p>(II) the shareholders are notified of the amendments and a general meeting is convened to vote thereon;</p> <p>(III) the amendments submitted to the general meeting for a vote shall be adopted by a special resolution.</p> <p><u>The board of directors shall amend these Articles of Association in accordance with the resolution of the general meeting on the amendment to the Articles of Association and the approving opinion of relevant competent authorities.</u></p>	Article 191 of the Guidelines for the Articles of Association of Listed Companies	The provisions on amendments to the Articles of Association are added in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
179.	<p>Article 237 If an amendment to these Articles of Association involves matters provided for in the Mandatory Provisions for Articles of Association of Companies Listed Overseas, it shall become effective upon approval by the approval authority authorized by the State Council. If an amendment to these Articles of Association involves a registered particular of the Company, registration of the change shall be carried out in accordance with the laws.</p>	<p>Article 237¹⁹¹ <u>Amendments to the Articles of Association adopted by resolution of the general meeting that are subject to approval by the competent authorities shall be submitted to the competent authorities for approval.</u></p> <p>If an amendment to these Articles of Association involves matters provided for in the Mandatory Provisions for Articles of Association of Companies Listed Overseas, it shall become effective upon approval by the approval authority authorized by the State Council. If an amendment to these Articles of Association involves a registered particular of the Company, registration of the change shall be carried out in accordance with the laws.</p>	Article 190 of the Guidelines for the Articles of Association of Listed Companies	The provisions on amendments to the Articles of Association are added in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
180.	Addition	<p>Article 192 <u>Amendments to the Articles of Association that are required to be disclosed under the laws and regulations shall be announced in accordance with relevant requirements.</u></p>	Article 192 of the Guidelines for the Articles of Association of Listed Companies	The provisions on announcement of the Articles of Association are added in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
181.	<p>Article 239 For a Company notice given by hand, the person on whom it is served shall sign on (or affix his or her seal to) the note of receipt, and the date on which he/she signed in receipt shall be the date of service; For a company notice given by mail, the date of service shall be 48 hours from the date of consignment to the post office; For a company notice given by fax, e-mail or publication on a website, the date on which such notice is despatched shall be the date of service;</p> <p>For a company notice given by way of a public announcement, the first day of publication shall be the date of service. Such announcement shall be published in a newspaper or periodical that satisfies relevant regulations or given by the method set forth in Article 238 of these Articles of Association.</p>	<p>Article 239194 For a Company notice given by hand, the person on whom it is served shall sign on (or affix his or her seal to) the note of receipt, and the date on which he/she signed in receipt shall be the date of service; For a company notice given by mail, the date of service shall be 48 hours from the date of consignment to the post office; For a company notice given by fax, e-mail or publication on a website, the date on which such notice is despatched shall be the date of service;</p> <p>For a company notice given by way of a public announcement, the first day of publication shall be the date of service. Such announcement shall be published in a newspaper or periodical that satisfies relevant regulations or given by the method set forth in Article 238193 of these Articles of Association.</p> <p><u>A meeting and the resolutions adopted thereat shall not be invalidated due to the accidental omission to give notice of the meeting to, or the non-receipt of notice of the meeting by, a person entitled to receive the notice.</u></p>	Article 170 of the Guidelines for the Articles of Association of Listed Companies	The provisions on notice of the Company are amended in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
182.	CHAPTER 21. DISPUTE RESOLUTION	Deletion	Repeal of the Mandatory Provisions	The special provisions on dispute resolution of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
183.	<p>Article 241 Unless otherwise provided in these Articles of Association, the Company shall comply with the following rules for dispute resolution:</p> <p>(I) If any dispute or claim that concerns the Company's affairs and is based on rights or obligations provided for in these Articles of Association, the Company Law or other relevant laws arises between a holder of overseas listed foreign investment shares and the Company, between a holder of overseas listed foreign investment shares and a director, supervisor, general manager or other senior management member of the Company or between a holder of overseas listed foreign investment shares and a holder of domestic investment shares, the parties concerned shall submit the dispute or claim to arbitration.</p> <p>When a dispute or claim as described above is submitted to arbitration, the dispute or claim shall be submitted in its entirety, and all persons (being the Company or shareholders, directors, supervisors, the general manager or other senior management members of the Company) that have a cause of action due to the same facts or whose participation is necessary for the resolution of such dispute or claim shall submit to arbitration.</p> <p>Disputes regarding the definition of shareholders and the register of shareholders may be resolved by means other than arbitration.</p> <p>(II) A dispute or claim submitted to arbitration may be arbitrated, at the option of the arbitration applicant, by either the China International Economic and Trade Arbitration Commission in accordance with its arbitration rules or the Hong Kong International Arbitration Centre in accordance with its securities arbitration rules. After the arbitration applicant has submitted the dispute or claim to arbitration, the other party must submit to the arbitration institution selected by the applicant.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on dispute resolution of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
	<p>If the arbitration applicant opts for arbitration by the Hong Kong International Arbitration Centre, either party may request arbitration to be conducted in Shenzhen in accordance with the securities arbitration rules of the Hong Kong International Arbitration Centre.</p> <p>(III) Unless otherwise provided by laws or administrative regulations, the PRC laws shall apply to the resolution by arbitration of disputes or claims referred to in item (I).</p> <p>(IV) The award of the arbitration institution shall be final and binding upon each party.</p>			
184.	Addition	<p><u>Article 201 The annexes to these Articles of Association include the rules of procedure of general meetings, the rules of procedure of meetings of the board of directors and the rules of procedure of meetings of the supervisory committee.</u></p>	Article 198 of the Guidelines for the Articles of Association of Listed Companies	The provisions on annexes to the Articles of Association are added in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

Details of the proposed amendments of Resolution II are set out below:

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
1.	<p>Article 14 All the shares issued by the Company are ordinary shares. The Company may create other classes of shares according to its needs, upon approval by the company approval authorities that are authorized by the State Council. The shares of the Company shall take the form of share certificates.</p>	<p>Article 14 All the shares issued by the Company are ordinary shares. The Company may create other classes of shares according to its needs, upon approval by the company approval authorities that are authorized by the State Council. The shares of the Company shall take the form of share certificates.</p>	<p>Repeal of the Mandatory Provisions for the Articles of Association of Companies Listed Overseas</p>	<p>Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders</p>
2.	<p>Article 18 Shares issued by the Company to domestic investors to be subscribed for in Renminbi are referred to as “domestic investment shares”. Shares issued by the Company to foreign investors to be subscribed for in foreign currency are referred to as “foreign investment shares”. Foreign investment shares which are listed outside the PRC are referred to as “overseas listed foreign investment shares”. For the purposes of the preceding paragraph, the term “foreign currency” refers to the legal currency of other countries or regions (other than the Renminbi) that can be used to pay the subscription monies to the Company and which is recognized by the competent state foreign exchange administration authority. Overseas listed foreign investment shares of the Company that are listed in Hong Kong are referred to as “H shares”. H shares are shares which have been admitted for listing on the SEHK with a par value denominated in RMB and are subscribed for and traded in Hong Kong dollars.</p>	<p>Article 18 Shares issued by the Company to domestic investors to be subscribed for in Renminbi are referred to as “domestic investment shares”. Shares issued by the Company to foreign investors to be subscribed for in foreign currency are referred to as “foreign investment shares”. Foreign investment shares which are listed outside the PRC are referred to as “overseas listed foreign investment shares”. For the purposes of the preceding paragraph, the term “foreign currency” refers to the legal currency of other countries or regions (other than the Renminbi) that can be used to pay the subscription monies to the Company and which is recognized by the competent state foreign exchange administration authority. Overseas listed foreign investment shares of the Company that are listed in Hong Kong are referred to as “H shares”. H shares are shares which have been admitted for listing on the SEHK with a par value denominated in RMB and are subscribed for and traded in Hong Kong dollars.</p>	<p>According to the Trial Measures for Administration of Overseas Issuance and Listing of Securities by Domestic Enterprises, full circulation is subject to filing</p>	<p>Amendments are made in accordance with changes in PRC laws and regulations, which will not compromise the protection for shareholders</p>

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
	<p>Domestic investment shares can be converted into H shares after obtaining the approval from the State Council or its authorized bodies and the consent of the SEHK. Upon obtaining an approval from the securities regulatory authorities of the State Council, domestic shareholders of the Company may transfer all or part of shares held by them to foreign investors and have such shares listed and traded on overseas stock exchange(s). All or part of the domestic investment shares are convertible into foreign investment shares, and the converted foreign investment shares may be listed and traded on overseas stock exchange(s). The shares transferred or converted that are listed and traded on an overseas stock exchange shall also be subject to the regulatory procedures, regulations and requirements of the overseas stock exchange. The listing and trading of the transferred or converted shares on such overseas stock exchange are not subject to the holding of a general meeting or a class shareholders' meeting for voting. The overseas listed foreign investment shares converted from domestic investment shares shall be of the same class as the existing overseas listed foreign investment shares.</p>	<p>Domestic investment shares can be converted into H shares after obtaining the approval from the State Council or its authorized bodies and the consent of the SEHK. Upon obtaining an approval from the securities regulatory authorities of the State Council, domestic shareholders of the Company may transfer all or part of shares held by them to foreign investors and have such shares listed and traded on overseas stock exchange(s). All or part of the domestic investment shares are convertible into foreign investment shares, and the converted foreign investment shares may be listed and traded on overseas stock exchange(s). <u>The conversion of domestic unlisted shares held by domestic shareholders of the Company into overseas listed shares and their listing and circulation on overseas exchanges shall comply with the relevant regulations of the CSRC and shall be filed with the CSRC through the Company.</u> The shares transferred or converted that are listed and traded on an overseas stock exchange shall also be subject to the regulatory procedures, regulations and requirements of the overseas stock exchange. The listing and trading of the transferred or converted shares on such overseas stock exchange are not subject to the holding of a general meeting or a class shareholders' meeting for voting. The overseas listed foreign investment shares converted from domestic investment shares shall be of the same class as the existing overseas listed foreign investment shares.</p>		

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
3.	<p>Article 53 The Company’s shareholders are persons that lawfully hold shares of the Company and whose names are entered in the register of shareholders.</p> <p>Shareholders shall enjoy rights and bear obligations according to the class and quantity of shares held by them. Holders of shares of the same class shall enjoy equal rights and bear equal obligations.</p> <p>Apart from the holders of other classes of shares, the holders of domestic investment shares and H shares are shareholders of different classes. Holders of each class of shares of the Company shall enjoy equal rights in any distribution of dividends or otherwise. If the share capital of the Company includes shares without voting rights, then the said shares shall be marked with “without voting right”. If the share capital includes shares with different voting rights, then each class of shares (except those with most preferential voting right) shall be marked with “restricted voting right” or “limited voting right”.</p> <p>A legal person that is a shareholder of the Company shall have its rights exercised by its legal representative or the person authorized by the resolution of its board of directors or other decision-making body.</p> <p>In the event the Company convenes the general meeting, distributes dividend, undergoes liquidation or has other tasks involving the identification of Shareholders, the board of directors or the convener of the general meeting shall stipulate a date for shareholding registration, on which the shareholders whose names appear on the register of shareholders shall be the shareholders who are entitled to relevant rights and interests.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on share certificates and register of members of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, provisions on register of members are set out in the amended Article 34, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
4.	<p>Article 68 Shareholders requesting the convening of a class shareholders' meeting shall do so by the procedures set forth below:</p> <p>(I) two or more shareholders holding in aggregate at least 10 percent of the shares carrying the voting right at the meeting to be held may sign one or more written requests of identical form and content requesting that the board of directors convenes a class shareholders' meeting and stating the topics to be discussed at the meeting. The board of directors shall convene the class shareholders' meeting as soon as possible after having received the aforementioned written request. The shareholding referred to above shall be calculated as of the day on which the written request is made.</p> <p>(II) if the board of directors fails to issue a notice to convene such meeting within 30 days after having received the aforementioned written request, the shareholders who made such request may themselves convene the meeting within four months after the board of directors received the request. The procedures for the shareholders to convene such meeting shall, to the extent possible, be identical to the procedures for the board of directors to convene the shareholders' meetings. If shareholders convene and hold a meeting themselves because the board of directors failed to hold such meeting pursuant to a request as mentioned above, the reasonable expenses incurred by such shareholders shall be borne by the Company and shall be deducted from the sums owed by the Company to the negligent directors.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on class shareholders' meeting of the Mandatory Provisions are removed in accordance with the changes in PRC laws and regulations, which will not compromise the protection for shareholders
5.	<p>CHAPTER 9. SPECIAL VOTING PROCEDURES FOR CLASS SHAREHOLDERS</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on class shareholders of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
6.	<p>Article 111 Shareholders that hold different classes of shares shall be class shareholders. Class shareholders shall enjoy rights and bear obligations in accordance with laws and these Articles of Association. In addition to the holders of other classes of shares, holders of domestic investment shares and holders of overseas listed foreign investment shares shall be deemed to be different classes of shareholders.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on class shareholders of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
7.	<p>Article 112 If the Company intends to vary or abrogate rights of class shareholders, it may do so only after such variation or abrogation has been approved by way of a special resolution of the general meeting and by a separate class shareholders' meeting convened by the affected class shareholders in accordance with Articles 114 to 118. Neither the approval of the general meeting nor a class shareholders' meeting shall be required if a variation or abrogation of the rights of class shareholders arises due to a change in domestic or foreign laws or the listing rules of the place of listing, or due to a decision made in accordance with the laws by the domestic or foreign regulatory authorities.</p> <p>The transfer by the Company's holder(s) of domestic investment shares of all or part of the shares held thereby to foreign investors for listing and trading overseas or the conversion of all or part of the domestic investment shares into overseas listed foreign investment shares for listing and trading on overseas stock exchange(s) shall not be deemed as the Company's intention to vary or abrogate the rights of any class shareholders.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on class shareholders of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
8.	<p>Article 113 Rights of shareholders of a certain class shall be deemed to be varied or abrogated under the following circumstances:</p> <p>(I) the increase or reduction of the number of shares of such class, or increase or reduction of the number of shares of a class having voting rights, distribution rights or other privileges equal or superior to those of the shares of such class;</p> <p>(II) the conversion of all or part of the shares of such class into shares of another class, or the conversion of all or part of the shares of another class into shares of such class or the grant of the right to such change;</p> <p>(III) the removal or reduction of rights to accrued dividends or cumulative dividends attached to shares of such class;</p> <p>(IV) the reduction or removal of a dividend preference, or a property distribution preference during liquidation of the Company, attached to shares of such class;</p> <p>(V) the increase, removal or reduction of share conversion rights, options, voting rights, transfer rights, preemptive rights to rights issues or rights to acquire securities of the Company attached to shares of such class;</p> <p>(VI) the removal or reduction of rights to receive amounts payable by the Company in particular currencies attached to shares of such class;</p> <p>(VII) the creation of a new class of shares with voting rights, distribution rights or other privileges equal or superior to those of the shares of that class;</p> <p>(VIII) the imposition of restrictions or additional restrictions on the transfer or ownership of shares of such class;</p> <p>(IX) the issuance of rights to subscribe for, or convert into, shares of such class or another class;</p> <p>(X) the increase of the rights and privileges of shares of another class;</p> <p>(XI) such restructuring scheme of the Company as would cause shareholders of different classes to bear disproportionate liabilities under the restructuring;</p> <p>(XII) the amendment or abrogation of the provisions of this Chapter.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on class shareholders of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
9.	<p>Article 114 Shareholders of the affected class, whether or not otherwise having the right to vote at general meetings, shall have right to vote at class shareholders' meetings in respect of any of the matters referred to in items (II) to (VIII) and items (XI) to (XII) of Article 113, except that interested shareholders shall not have the right to vote at class shareholders' meetings.</p> <p>For the purposes of the preceding paragraph, the term "interested shareholders" shall have the following meaning:</p> <p>(I) if the Company is to issue a buyback offer to all of the shareholders in the same proportion or is to buy back its own shares through open transactions on a stock exchange in accordance with Article 32 of these Articles of Association, the controlling shareholder as defined in Article 244 of these Articles of Association shall be an "interested shareholder";</p> <p>(II) if the Company is to buy back its own shares by agreements outside a stock exchange in accordance with Article 32 of these Articles of Association, holders of shares to which such agreements relate shall be "interested shareholders";</p> <p>(III) shareholders that, under a proposed restructuring scheme of the Company, would bear liabilities in a proportion smaller than that of the liabilities borne by other shareholders of the same class, and shareholders that have an interest in a proposed restructuring of the Company that is different from the interest in such proposed restructuring of other shareholders of the same class, shall be "interested shareholders".</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on class shareholders of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
10.	<p>Article 115 Resolutions of a class shareholders' meeting may be passed only by shareholders present at the meeting representing more than two-thirds of the voting rights in accordance with Article 114.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on class shareholders of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
11.	<p>Article 116 When the Company is to hold a class shareholders' meeting, the notification period for issuing a written notice shall be the same as the notification period for the non-class shareholder general meeting to be convened on the same day of such class meeting. The written notice shall inform all the registered shareholders of that class of the matters to be considered at and the date and place of the meeting.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on class shareholders of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

No.	Original article	Article after amendment	Basis of amendment	Impact of the amendment on protection for shareholders
12.	<p>Article 117 If a class shareholders' meeting is to be called by issuance of a meeting notice, notice of such meeting needs to be delivered only to the shareholders entitled to vote thereat.</p> <p>The procedure according to which class shareholders' meetings are held shall, to the extent possible, be identical to the procedure according to which general meetings are held. Provisions of these Articles of Association relevant to procedures for the holding of general meetings shall be applicable to class shareholders' meetings.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on class shareholders of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders
13.	<p>Article 118 Except for holders of other classes of shares, holders of domestic investment shares and overseas listed foreign investment shares are deemed to be shareholders of different classes.</p> <p>The special voting procedures for class shareholders shall not apply in the following circumstances:</p> <p>(I) where, as approved by way of a special resolution of the general meeting, the Company issues, either separately or concurrently, domestic investment shares and overseas listed foreign investment shares every 12 months, and the quantity of domestic investment shares and overseas listed foreign investment shares intended to be issued does not exceed 20 percent of the outstanding shares of the respective classes;</p> <p>(II) where the plan for the issuance of domestic investment shares and overseas listed foreign investment shares upon the establishment of the Company is completed within 15 months from the date of approval by the competent securities authorities of the State Council;</p> <p>(III) where, as approved by the securities regulatory authorities of the State Council, the transfer of domestic investment shares held by the holders of domestic investment shares of the Company to foreign investors and the listing and trading of such shares on overseas stock exchange.</p>	Deletion	Repeal of the Mandatory Provisions	The special provisions on class shareholders of the Mandatory Provisions are removed in accordance with the PRC laws and regulations, which will not compromise the protection for shareholders

Details of the proposed amendments of Resolution III are set out below:

No.	Original article	Article after amendment
1.	<p>Article 8 The general meeting shall be the organ of authority of the Company and shall exercise the following functions and powers in accordance with the laws:</p> <p>(I) to decide on the business policies and investment plans of the Company;</p> <p>(II) to elect and replace directors and supervisors who are not representatives of the employees and to decide on matters relating to their remuneration;</p> <p>(III) to consider and approve reports of the board of directors;</p> <p>(IV) to consider and approve reports of the supervisory committee;</p> <p>(V) to consider and approve the Company's annual financial budgets and final accounts;</p> <p>(VI) to consider and approve the Company's profit distribution plans and plans for making up losses;</p> <p>(VII) to pass resolutions concerning the increase or reduction of the Company's registered capital;</p> <p>(VIII) to pass resolutions on the issuance of corporate bonds;</p> <p>(IX) to pass resolutions on the merger, division, dissolution, liquidation or change in corporate form of the Company;</p> <p>(X) to prepare and amend the Articles of Association;</p> <p>(XI) to pass resolutions on the engagement, dismissal or non-renewal of the engagement of accounting firms by the Company;</p> <p>(XII) to consider motions raised by a shareholder alone or shareholders together holding at least 3 percent of the Company's voting shares;</p> <p>(XIII) to consider and approve matters relating to the purchase or disposal of material assets by the Company within one year in an amount representing more than 30 percent of the Company's latest audited total assets;</p> <p>(XIV) to consider and approve equity incentive plans and employee stock ownership schemes;</p> <p>(XV) to consider and approve connected transactions required to be approved by the general meeting;</p> <p>(XVI) to consider other matters that require to be resolved by the general meeting as prescribed by laws, administrative regulations, departmental rules, regulatory documents and relevant regulations of the securities regulatory authority of the place where Company shares are listed and the Articles of Association.</p>	<p>Article 8 The general meeting shall be the organ of authority of the Company and shall exercise the following functions and powers in accordance with the laws:</p> <p>(I) to decide on the business policies and investment plans of the Company;</p> <p>(II) to elect and replace directors and supervisors who are not representatives of the employees and to decide on matters relating to their remuneration;</p> <p>(III) to consider and approve reports of the board of directors;</p> <p>(IV) to consider and approve reports of the supervisory committee;</p> <p>(V) to consider and approve the Company's annual financial budgets and final accounts;</p> <p>(VI) to consider and approve the Company's profit distribution plans and plans for making up losses;</p> <p>(VII) to pass resolutions concerning the increase or reduction of the Company's registered capital;</p> <p>(VIII) to pass resolutions on the issuance of corporate bonds;</p> <p>(IX) to pass resolutions on the merger, division, dissolution, liquidation or change in corporate form of the Company;</p> <p>(X) to prepare and amend the Articles of Association;</p> <p>(XI) to pass resolutions on the engagement; or dismissal or non-renewal of the engagement of accounting firms by the Company;</p> <p>(XII) to consider motions raised by a shareholder alone or shareholders together holding at least 3 percent of the Company's voting shares;</p> <p>(XIII) to consider and approve matters relating to the purchase or disposal of material assets by the Company within one year in an amount representing more than 30 percent of the Company's latest audited total assets;</p> <p>(XIV) to consider and approve equity incentive plans and employee stock ownership schemes;</p> <p>(XV) to consider and approve connected transactions required to be approved by the general meeting;</p> <p>(XVI) to consider other matters that require to be resolved by the general meeting as prescribed by laws, administrative regulations, departmental rules, regulatory documents and relevant regulations of the securities regulatory authority of the place where Company shares are listed and the Articles of Association.</p>

No.	Original article	Article after amendment
2.	<p>Article 11 The Company shall convene an extraordinary general meeting within two months from the date of the occurrence of any of the following circumstances:</p> <p>(I) the number of directors is less than the number provided for in the Company Law or less than two-thirds of the number prescribed in the Articles of Association;</p> <p>(II) the losses of the Company that have not been made up reach one-third of its total paid in share capital;</p> <p>(III) such is requested in writing by a shareholder individually or shareholders jointly holding at least 10 percent of the Company's shares (the number of shares held by the shareholders shall be counted based on the date of the written request);</p> <p>(IV) the board of directors considers it necessary;</p> <p>(V) the supervisory committee proposes that such a meeting shall be held;</p> <p>(VI) at least one-half of all of the independent non-executive directors agree to propose that such a meeting shall be held;</p> <p>(VII) other circumstances as specified by laws or the Articles of Association.</p>	<p>Article 11 The Company shall convene an extraordinary general meeting within two months from the date of the occurrence of any of the following circumstances:</p> <p>(I) the number of directors is less than the number provided for in the Company Law or less than two-thirds of the number prescribed in the Articles of Association;</p> <p>(II) the losses of the Company that have not been made up reach one-third of its total paid in share capital;</p> <p>(III) such is requested in writing by a shareholder individually or shareholders jointly holding at least 10 percent of the Company's shares (the number of shares held by the shareholders shall be counted based on the date of the written request);</p> <p>(IV) the board of directors considers it necessary;</p> <p>(V) the supervisory committee proposes that such a meeting shall be held;</p> <p>(VI) at least one-half of all of the independent non-executive directors agree to propose that such a meeting shall be held;</p> <p>(VII) other circumstances as specified by laws, <u>administrative regulations, departmental rules</u> or the Articles of Association.</p>
3.	<p>Article 13 Independent non-executive directors accounting for at least one-half of the Company's independent non-executive directors shall have the right to propose to the board of directors in writing to call an extraordinary general meeting. The board of directors shall, in accordance with laws and the Articles of Association, give a written response on whether or not it agrees to call such an extraordinary general meeting within 10 days after receipt of the proposal from the independent non-executive directors aforesaid.</p> <p>.....</p>	<p>Article 13 Independent non-executive directors accounting for at least one-half of the Company's independent non-executive directors shall have the right to propose to the board of directors in writing to call an extraordinary general meeting. The board of directors shall, in accordance with laws, <u>administrative regulations</u> and the Articles of Association, give a written response on whether or not it agrees to call such an extraordinary general meeting within 10 days after receipt of the proposal from the independent non-executive directors aforesaid.</p> <p>.....</p>
4.	<p>Article 17 If the supervisory committee or the shareholders decide to convene a general meeting on their own, they shall notify the board of directors in writing and issue a notice of the general meeting. In addition to the provisions of the Articles of Association and Article 19 of these Rules, the content of the notice shall also comply with the following provisions:</p> <p>(I) the motions may not add new content, otherwise the proposing shareholder(s) or supervisory committee shall submit a new request to the board of directors to call a general meeting by the above procedure;</p> <p>(II) the venue of the meeting shall be the domicile of the Company. Until the resolution(s) of the general meeting is/are made, the shareholding percentages of the convening shareholders may not be less than 10 percent.</p> <p>When the supervisory committee or shareholders themselves convene a general meeting, the board of directors and the secretary to the board of directors shall cooperate. The board of directors shall provide the register of shareholders as of the date of record. If the board of directors fails to provide the register of shareholders, the convener may apply to the securities depository or the agency to obtain the same on the strength of the relevant notice or announcement convening the general meeting. The register of shareholders obtained by the convener may not be used for any purpose other than to convene the general meeting.</p>	<p>Article 16 If the supervisory committee or the shareholders decide to convene a general meeting on their own, they shall notify the board of directors in writing and issue a notice of the general meeting. In addition to the provisions of the Articles of Association and Article 19 Article 18 of these Rules, the content of the notice shall also comply with the following provisions:</p> <p>(I) the motions may not add new content, otherwise the proposing shareholder(s) or supervisory committee shall submit a new request to the board of directors to call a general meeting by the above procedure;</p> <p>(II) the venue of the meeting shall be the domicile of the Company. Until the resolution(s) of the general meeting is/are made, the shareholding percentages of the convening shareholders may not be less than 10 percent.</p> <p>When the supervisory committee or shareholders themselves convene a general meeting, the board of directors and the secretary to the board of directors shall cooperate. The board of directors shall provide the register of shareholders as of the date of record. If the board of directors fails to provide the register of shareholders, the convener may apply to the securities depository or the agency to obtain the same on the strength of the relevant notice or announcement convening the general meeting. The register of shareholders obtained by the convener may not be used for any purpose other than to convene the general meeting.</p>
5.	<p>Article 19 The contents of motions shall fall within the authority of the general meeting, contain a clear topic and a specific resolution and comply with relevant provisions of laws and the Articles of Association.</p> <p>Motions before the general meeting shall be in writing.</p>	<p>Article 18 The contents of motions shall fall within the authority of the general meeting, contain a clear topic and a specific resolution and comply with relevant provisions of laws, <u>administrative regulations</u> and the Articles of Association.</p> <p>Motions before the general meeting shall be in writing.</p>

No.	Original article	Article after amendment
6.	<p>Article 20 When the Company is to hold a general meeting, the board of directors, the supervisory committee and a shareholder alone or shareholders together holding 3 percent or more of the Company's shares shall be entitled to propose motions to the Company.</p> <p>A shareholder alone or shareholders together holding at least 3 percent of the shares of the Company may submit extempore motions in writing to the convener 10 days prior to the date of such meeting. The convener shall issue a supplementary notice of the general meeting and make a public announcement of the contents of such extempore motion within two days after receipt of the motion, and submit such extempore motion to the general meeting for consideration. The contents of such an extempore motion shall fall within the authority of the general meeting, and contain a clear topic and a specific resolution. Except as provided in the preceding paragraph, the convener may not make any changes to the motions set forth in the notice of the general meeting or add any new motions once the notice and announcement of the general meeting have been issued.</p> <p>The general meeting may not vote and pass resolution on motions that are not set forth in the notice of the general meeting or that are in breach of Article 19 of these Rules.</p>	<p>Article 19 When the Company is to hold a general meeting, the board of directors, the supervisory committee and a shareholder alone or shareholders together holding 3 percent or more of the Company's shares shall be entitled to propose motions to the Company.</p> <p>A shareholder alone or shareholders together holding at least 3 percent of the shares of the Company may submit extempore motions in writing to the convener 10 days prior to the date of such meeting. The convener shall issue a supplementary notice of the general meeting and make a public announcement of the contents of such extempore motion within two days after receipt of the motion; and submit such extempore motion to the general meeting for consideration. The contents of such an extempore motion shall fall within the authority of the general meeting, and contain a clear topic and a specific resolution. Except as provided in the preceding paragraph, the convener may not make any changes to the motions set forth in the notice of the general meeting or add any new motions once the notice and announcement of the general meeting have been issued.</p> <p>The general meeting may not vote and pass resolution on motions that are not set forth in the notice of the general meeting or that are in breach of Article 1918 of these Rules.</p>
7.	<p>Article 24 The notice of a general meeting shall contain the following details:</p> <p>(I) be made in writing;</p> <p>(II) the time, place and duration of the meeting;</p> <p>(III) the matters and motions submitted to the meeting for consideration;</p> <p>(IV) provide to the shareholders the information and explanations necessary to make informed decisions on the matters to be discussed, which include but not limited to, when the Company proposes a merger, buyback of shares, restructuring of share capital or other reorganization, the specific conditions and contract (if any) of the transaction contemplated and earnest explanation of the cause and effect of the transaction;</p> <p>(V) contain a disclosure of the nature and extent of the material interests, if any, of any director, supervisor, general manager or other senior management members in any matter to be discussed; and an explanation of the difference, if any, between the way in which the matter to be discussed would affect such director, supervisor, general manager or other senior management members in his/her capacity as a shareholder and the way in which such matter would affect other shareholders of the same class;</p> <p>(VI) contain the full text of any special resolution proposed to be approved at the meeting;</p> <p>(VII) contain conspicuously a statement that all shareholders are entitled to attend and vote, that they may appoint proxies in writing to attend and vote at such meeting on their behalves and that such proxies need not be shareholders of the Company;</p> <p>(VIII) state the time and place for serving the instrument of appointment for voting at the meeting;</p> <p>(IX) the date of record for the shareholders who are entitled to attend the meeting;</p> <p>(X) the name and contact information of the contact person for the meeting.</p>	<p>Article 23 The notice of a general meeting shall contain the following details:</p> <p>(I) be made in writing;</p> <p>(II) the time, place and duration of the meeting;</p> <p>(III) the matters and motions submitted to the meeting for consideration;</p> <p>(IV) provide to the shareholders the information and explanations necessary to make informed decisions on the matters to be discussed, which include but not limited to, when the Company proposes a merger, buyback of shares, restructuring of share capital or other reorganization, the specific conditions and contract (if any) of the transaction contemplated and earnest explanation of the cause and effect of the transaction;</p> <p>(V) contain a disclosure of the nature and extent of the material interests, if any, of any director, supervisor, general manager or other senior management members in any matter to be discussed; and an explanation of the difference, if any, between the way in which the matter to be discussed would affect such director, supervisor, general manager or other senior management members in his/her capacity as a shareholder and the way in which such matter would affect other shareholders of the same class;</p> <p>(VI) contain the full text of any special resolution proposed to be approved at the meeting;</p> <p>(VII) contain conspicuously a statement that all shareholders holders of ordinary shares are entitled to attend and vote, that they may appoint proxies in writing to attend and vote at such meeting on their behalves and that such proxies need not be shareholders of the Company;</p> <p>(VIII) state the time and place for serving the instrument of appointment for voting at the meeting;</p> <p>(IX) the date of record for the shareholders who are entitled to attend the meeting;</p> <p>(X) the name and contact information number of the contact person for the meeting.</p>
8.	<p>Article 25 A meeting and the resolutions adopted thereat shall not be invalidated due to the accidental omission to give notice of the meeting to, or the non-receipt of notice of the meeting by, a person entitled to receive the notice.</p>	Deletion

No.	Original article	Article after amendment
9.	Article 33 A vote made in accordance with the terms of an instrument of appointment shall be valid notwithstanding the previous death or loss of capacity of the principal or revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the relevant shares, as long as the Company did not receive written notice of the event before the relevant meeting commenced.	Deletion
10.	Article 41 The directors, supervisors and senior management members shall provide explanations in response to the queries and suggestions made by shareholders at a general meeting, unless a matter involves trade secrets of the Company that cannot be disclosed at a general meeting.	Article 38 The directors, supervisors and senior management members shall provide explanations in response to the queries and suggestions made by shareholders at a general meeting; unless a matter involves trade secrets of the Company that cannot be disclosed at a general meeting.
11.	Article 43 Minutes shall be kept of general meetings and the secretary to the board of directors shall be responsible therefor. The minutes shall contain the following: (I) the time, venue, agenda and name of convener of the meeting; (II) the names of the chairman of the meeting and the directors, supervisors, general manager and other senior management members attending or present at the meeting; (III) the number of shareholders and proxies attending the meeting, the total number of shares entitled to vote and their percentage to the total number of shares of the Company; (IV) the process of consideration, main points of speech and voting results of each proposal; (V) shareholders' enquiries or suggestions and the corresponding replies or explanations; (VI) voting results for each matter voted on; (VII) the names of the vote counters and scrutineers; (VIII) such other matters as required by the Articles of Association to be included in the minutes.	Article 40 Minutes shall be kept of general meetings and the secretary to the board of directors shall be responsible therefor. The minutes shall contain the following: (I) the time, venue, agenda and name of convener of the meeting; (II) the names of the chairman of the meeting and the directors, supervisors, general manager and other senior management members attending or present at the meeting; (III) the number of shareholders and proxies attending the meeting, the total number of shares entitled to vote and their percentage to the total number of shares of the Company; (IV) the process of consideration, main points of speech and voting results of each proposal; (V) shareholders' enquiries or suggestions and the corresponding replies or explanations; (VI) voting results for each matter voted on; (VII) the names of the vote counters and scrutineers; (VIII) such other matters as required by the Articles of Association to be included in the minutes.
12.	Article 46 Resolutions of the general meeting are divided into ordinary resolutions and special resolutions. Ordinary resolutions of the general meeting shall be adopted by shareholders in attendance (including proxies) holding more than half of the voting rights. Special resolutions of the general meeting shall be adopted by shareholders in attendance (including proxies) holding at least two-thirds of the voting rights. Shareholders (including proxies) attending the meeting shall clearly vote for, against or abstain from voting for each matter to be voted on.	Article 43 Resolutions of the general meeting are divided into ordinary resolutions and special resolutions. Ordinary resolutions of the general meeting shall be adopted by shareholders in attendance (including proxies) holding more than half of the voting rights. Special resolutions of the general meeting shall be adopted by shareholders in attendance (including proxies) holding at least two-thirds of the voting rights. Shareholders (including proxies) attending the meeting shall clearly vote for, against or abstain from voting for each matter to be voted on.
13.	Article 48 Decisions of the general meeting on any of the following matters shall be adopted by special resolution: (I) the increase or reduction of the registered capital and issuance of any class of shares, warrants or other similar securities by the Company; (II) the issuance of corporate bonds; (III) the division, spin-off, merger, dissolution, liquidation or change in the corporate form of the Company; (IV) the amendment of the articles of association of the Company; (V) the purchase or sale by the Company within one year of (a) material asset(s) exceeding 30 percent of the audited total assets of the Company as at the most recent period; (VI) equity incentive plans; (VII) other matters which the laws, administrative regulations, the listing rules of the stock exchange on which the shares of the Company are listed, the Articles of Association or these Rules require to be adopted by special resolution or which the general meeting considers will have a material impact on the Company and therefore require, by an ordinary resolution, to be adopted by special resolution.	Article 44 Decisions of the general meeting on any of the following matters shall be adopted by special resolution: (I) the increase or reduction of the registered capital and issuance of any class of shares, warrants or other similar securities by the Company; (II) the issuance of corporate bonds; (III) the division, spin-off, merger, dissolution; or liquidation or change in the corporate form of the Company; (IV) the amendment of the articles of association of the Company; (V) the purchase or sale by the Company within one year of (a) material asset(s) exceeding 30 percent of the audited total assets of the Company as at the most recent period; (VI) equity incentive plans; (VII) other matters which the laws, administrative regulations, the listing rules of the stock exchange on which the shares of the Company are listed, the Articles of Association or these Rules require to be adopted by special resolution or which the general meeting considers will have a material impact on the Company and therefore require, by an ordinary resolution, to be adopted by special resolution.

No.	Original article	Article after amendment
14.	<p>Article 51 For the purposes of the preceding article, the term “cumulative voting” means that, when the general meeting votes to elect directors or supervisors not representing employees, each share carries a number of voting rights equivalent to the number of directors or supervisors to be elected, and a shareholder may cluster his/her voting rights. The board of directors shall announce the biographies and basic information of candidates for directors and supervisors to shareholders. With the exception of the cumulative voting system, the general meeting shall hold a vote on each motion. If there are different motions concerning a certain matter, the votes thereon shall be taken in the order the motions were proposed. The general meeting will not set aside or not vote on a motion, unless the general meeting is suspended or is unable reach a resolution due to force majeure or other such special reason.</p>	<p>Article 51 For the purposes of the preceding article, the term “cumulative voting” means that, when the general meeting votes to elect directors or supervisors not representing employees, each share carries a number of voting rights equivalent to the number of directors or supervisors to be elected, and a shareholder may cluster his/her voting rights. The board of directors shall announce the biographies and basic information of candidates for directors and supervisors to shareholders. With the exception of the cumulative voting system, the general meeting shall hold a vote on each motion. If there are different motions concerning a certain matter, the votes thereon shall be taken in the order the motions were proposed. The general meeting will not set aside or not vote on a motion, unless the general meeting is suspended or is unable reach a resolution due to force majeure or other such special reason.</p> <p><u>The implementation rules for cumulative voting are as follows:</u></p> <p><u>(I) where cumulative voting is used to elect directors and supervisors, candidates for independent non-executive directors, non-independent non-executive directors and supervisors shall be divided into different proposal groups for voting at the general meeting;</u></p> <p><u>(II) shareholders attending the general meeting shall have the same number of votes as the number of directors or supervisors to be elected under each proposal group for each share held in the proposal subject to cumulative voting;</u></p> <p><u>(III) the number of votes held by shareholders can be cumulatively cast for one candidate or several candidates. Shareholders shall vote within the number of votes for each proposal group. In the event that the number of votes cast by the shareholder exceeds the number of the votes he/she holds, or the shareholder casts votes in a number exceeding the number of candidates in the competitive election, the vote on such resolution shall be deemed invalid;</u></p> <p><u>(IV) upon completion of voting, the votes shall be counted cumulatively in respect of each resolution.</u></p>

Details of the proposed amendments of Resolution IV are set out below:

No.	Original article	Article after amendment
1.	<p>Article 16 Shareholders requesting the convening of a class shareholders' meeting shall do so by the procedures set forth below:</p> <p>(I) two or more shareholders holding in aggregate at least 10 percent of the shares carrying the voting right at the meeting to be held may sign one or more written requests of identical form and content requesting that the board of directors convenes a class shareholders' meeting and stating the topics to be discussed at the meeting. The board of directors shall convene the class shareholders' meeting as soon as possible after having received the aforementioned written request. The shareholding referred to above shall be calculated as of the day on which the written request is made.</p> <p>(II) if the board of directors fails to issue a notice to convene such meeting within 30 days after having received the aforementioned written request, the shareholders who made such request may themselves convene the meeting within four months after the board of directors received the request. The procedures for the shareholders to convene such meeting shall, to the extent possible, be identical to the procedures for the board of directors to convene the shareholders' meetings.</p>	Deletion
2.	<p>Article 22 Notice of a general meeting shall be delivered to the shareholders (whether or not entitled to vote thereat) by hand or prepaid mail at the recipient's address shown in the register of shareholders, or given by way of a public announcement. The "public announcement" referred to in the preceding paragraph shall, for holders of domestic investment shares, be published in one or more newspapers or periodicals designated by the CSRC and the regulatory authority of the place of listing, and on the Company's website and the website of the stock exchange. Once the announcement is made, all holders of domestic investment shares shall be deemed to have received notice of the relevant general meeting.</p> <p>For holders of H shares, subject to the laws, administrative regulations, the listing rules of the place where the shares of the Company are listed and the Articles of Association, the notice of a general meeting, circular of shareholders and relevant documents may be published on the websites of the Company and the SEHK.</p> <p>The notice of class shareholders' meetings only needs to be sent to the shareholders having voting right at the meeting.</p> <p>Unless otherwise specified in these Rules, class shareholders' meeting shall be held with the same procedures as the general meeting to the greatest extent possible, and provisions in these Rules on procedures for holding a general meeting are also applicable to the class shareholders' meeting.</p>	<p>Article 21 Notice of a general meeting shall be delivered to the shareholders (whether or not entitled to vote thereat) by hand or prepaid mail at the recipient's address shown in the register of shareholders, or given by way of a public announcement. The "public announcement" referred to in the preceding paragraph shall, for holders of domestic investment shares, be published in one or more newspapers or periodicals designated by the CSRC and the regulatory authority of the place of listing, and on the Company's website and the website of the stock exchange. <u>For domestic shareholders, notice of the general meeting may also be given by way of announcement. The announcement to the domestic shareholders shall be published in media that meet the conditions prescribed by the CSRC.</u> Once the announcement is made, all holders of domestic investment shares shall be deemed to have received notice of the relevant general meeting.</p> <p>For holders of H shares, subject to the laws, administrative regulations, the listing rules of the place where the shares of the Company are listed and the Articles of Association, the notice of a general meeting, circular of shareholders and relevant documents may be published on the websites of the Company and the SEHK.</p> <p>The notice of class shareholders' meetings only needs to be sent to the shareholders having voting right at the meeting.</p> <p>Unless otherwise specified in these Rules, class shareholders' meeting shall be held with the same procedures as the general meeting to the greatest extent possible, and provisions in these Rules on procedures for holding a general meeting are also applicable to the class shareholders' meeting.</p>
3.	<p>CHAPTER 7. SPECIAL VOTING PROCEDURES FOR CLASS SHAREHOLDERS</p> <p>Article 65 Where the Company issues different classes of shares, shareholders that hold different classes of shares shall be class shareholders.</p> <p>Class shareholders shall enjoy rights and bear obligations in accordance with laws, administrative regulations and the Articles of Association.</p> <p>In addition to the holders of other classes of shares, holders of domestic investment shares and holders of overseas listed foreign investment shares shall be deemed to be different classes of shareholders.</p>	Deletion

No.	Original article	Article after amendment
4.	<p>Article 66 If the Company intends to vary or abrogate rights of class shareholders, it may do so only after such variation or abrogation has been approved by way of a special resolution of the general meeting and by a separate class shareholders' meeting convened by the affected class shareholders.</p> <p>Neither the approval of the general meeting nor a class shareholders' meeting shall be required if a variation or abrogation of the rights of class shareholders arises due to a change in domestic or foreign laws, administrative regulations or the Listing Rules, or due to a decision made in accordance with the laws by the domestic or foreign regulatory authorities.</p>	Deletion
5.	<p>Article 67 Rights of shareholders of a certain class shall be deemed to be varied or abrogated under the following circumstances:</p> <p>(I) the increase or reduction of the number of shares of such class, or increase or reduction of the number of shares of a class having voting rights, distribution rights or other privileges equal or superior to those of the shares of such class;</p> <p>(II) the conversion of all or part of the shares of such class into shares of another class, or the conversion of all or part of the shares of another class into shares of such class or the grant of the right to such change;</p> <p>(III) the removal or reduction of rights to accrued dividends or cumulative dividends attached to shares of such class;</p> <p>(IV) the reduction or removal of a dividend preference, or a property distribution preference during liquidation of the Company, attached to shares of such class;</p> <p>(V) the increase, removal or reduction of share conversion rights, options, voting rights, transfer rights, preemptive rights to rights issues or rights to acquire securities of the Company attached to shares of such class;</p> <p>(VI) the removal or reduction of rights to receive amounts payable by the Company in particular currencies attached to shares of such class;</p> <p>(VII) the creation of a new class of shares with voting rights, distribution rights or other privileges equal or superior to those of the shares of that class;</p> <p>(VIII) the imposition of restrictions or additional restrictions on the transfer or ownership of shares of such class;</p> <p>(IX) the issuance of rights to subscribe for, or convert into, shares of such class or another class;</p> <p>(X) the increase of the rights and privileges of shares of another class;</p> <p>(XI) such restructuring scheme of the Company as would cause shareholders of different classes to bear disproportionate liabilities under the restructuring;</p> <p>(XII) the amendment or abrogation of the provisions of this Chapter.</p>	Deletion

No.	Original article	Article after amendment
6.	<p>Article 68 Shareholders of the affected class, whether or not otherwise having the right to vote at general meetings, shall have right to vote at class shareholders' meetings in respect of any of the matters referred to in items (II) to (VIII) and items (XI) to (XII) of Article 67, except that interested shareholders shall not have the right to vote at class shareholders' meetings.</p> <p>For the purposes of the preceding paragraph, the term "interested shareholders" shall have the following meaning:</p> <p>(I) if the Company is to issue a buyback offer to all of the shareholders in the same proportion or is to buy back its own shares through open transactions on a stock exchange in accordance with the Articles of Association, the controlling shareholder as defined in the Articles of Association shall be an "interested shareholder";</p> <p>(II) if the Company is to buy back its own shares by agreements outside a stock exchange in accordance with the Articles of Association, holders of shares to which such agreements relate shall be "interested shareholders";</p> <p>(III) shareholders that, under a proposed restructuring scheme of the Company, would bear liabilities in a proportion smaller than that of the liabilities borne by other shareholders of the same class, and shareholders that have an interest in a proposed restructuring of the Company that is different from the interest in such proposed restructuring of other shareholders of the same class, shall be "interested shareholders".</p>	Deletion
7.	<p>Article 69 Resolutions of a class shareholders' meeting may be passed only by shareholders present at the meeting representing more than two-thirds of the voting rights in accordance with the preceding article.</p>	Deletion
8.	<p>Article 70 When the Company is to hold a class shareholders' meeting, the notification period for issuing a written notice shall be the same as the notification period for the non-class shareholder general meeting to be convened on the same day of such class meeting. The written notice shall inform all the registered shareholders of that class of the matters to be considered at and the date and place of the meeting.</p>	Deletion
9.	<p>Article 71 The special voting procedures for class shareholders shall not apply in the following circumstances:</p> <p>(I) where, as approved by way of a special resolution of the general meeting, the Company issues, either separately or concurrently, domestic investment shares and overseas listed foreign investment shares every 12 months, and the quantity of domestic investment shares and overseas listed foreign investment shares intended to be issued does not exceed 20 percent of the outstanding shares of the respective classes;</p> <p>(II) where the plan for the issuance of domestic investment shares and overseas listed foreign investment shares upon the establishment of the Company is completed within 15 months from the date of approval by the competent securities authorities of the State Council;</p> <p>(III) where, as approved by the securities regulatory authorities of the State Council, the transfer of domestic investment shares held by the holders of domestic investment shares of the Company to foreign investors and the listing and trading of such shares overseas.</p>	Deletion

Details of the proposed amendments of Resolution V are set out below:

No.	Original articles	Article after amendment
1.	<p>Article 5 The board of directors shall exercise the following functions and powers:</p> <p>(I) to convene general meetings and report its work to the general meetings;</p> <p>(II) to implement the resolutions of the general meetings;</p> <p>(III) to decide on the Company's business plans and investment plans;</p> <p>(IV) to formulate the Company's annual financial budgets and final accounts;</p> <p>(V) to formulate the Company's profit distribution plan and the plan for making up losses;</p> <p>(VI) to formulate proposals for the increase or reduction of the Company's registered capital and the issuance of shares, debentures or other securities and the listing project of the Company;</p> <p>(VII) to formulate plans for major acquisition, repurchase of the shares of the Company or the merger, division, dissolution or change in the corporate form of the Company;</p> <p>(VIII) within the scope authorized by the general meeting, to decide, among others, the Company's external investment, purchase and disposal of assets, assets mortgage, wealth management entrustment, bank credit, connected transactions and external donation;</p> <p>(IX) to decide on the provision of security for the third parties;</p> <p>(X) to decide on the establishment of the Company's internal management bodies and on the establishment or closing of the Company's branches or representative offices;</p> <p>(XI) to decide to engage or dismiss the Company's general manager, and secretary to the board of directors and other senior management members, and to determine their remunerations, reward and punishment; to decide to engage or dismiss such senior management members such as deputy general manager, financial controller and etc., as proposed by the general manager, and decide on matters relating to their remuneration, rewards and punishments;</p> <p>(XII) to formulate the basic management policies of the Company;</p> <p>(XIII) to formulate proposals for amendments to these Articles of Association;</p> <p>(XIV) to manage the information disclosure of the Company;</p> <p>(XV) to propose to the general meeting the appointment or replacement of an accounting firm that provides audit services of annual financial statement to the Company;</p> <p>(XVI) to listen to the work reports of the Company's general manager and inspect his/ her work;</p> <p>(XVII) to decide the establishment of special committees under the board of directors and their compositions;</p> <p>(XVIII) to exercise other functions and powers stipulated by the laws, regulations and the listing rules of the stock exchange on which the shares of the Company are listed, conferred by general meetings and the Articles of Association.</p> <p>Resolutions relating to the above paragraph, with the exception of items (VI), (VII) and (XIII) which shall be approved by at least two-thirds of the directors, shall be approved by at least half of the directors.</p> <p>Any reasonable expenses incurred by the board of directors in respect of the engagement of professionals such as lawyers, certified public accountants and certified auditors when exercising its functions and powers shall be borne by the Company.</p>	<p>Article 5 The board of directors shall exercise the following functions and powers:</p> <p>(I) to convene general meetings and report its work to the general meetings;</p> <p>(II) to implement the resolutions of the general meetings;</p> <p>(III) to decide on the Company's business plans and investment plans;</p> <p>(IV) to formulate the Company's annual financial budgets and final accounts;</p> <p>(V) to formulate the Company's profit distribution plan and the plan for making up losses;</p> <p>(VI) to formulate proposals for the increase or reduction of the Company's registered capital and the issuance of shares, debentures or other securities and the listing project of the Company;</p> <p>(VII) to formulate plans for major acquisition, repurchase of the shares of the Company or the merger, division, dissolution or change in the corporate form of the Company;</p> <p>(VIII) within the scope authorized by the general meeting, to decide, among others, the Company's external investment, purchase and disposal of assets, assets mortgage, external guarantee, wealth management entrustment, bank credit, connected transactions and external donation;</p> <p>(IX) to decide on the provision of security for the third parties;</p> <p>(XIX) to decide on the establishment of the Company's internal management bodies (including board committees) and on the establishment or closing of the Company's branches or representative offices;</p> <p>(XIX) to decide to engage or dismiss the Company's general manager, and secretary to the board of directors and other senior management members, and to determine their remunerations, reward and punishment; to decide to engage or dismiss such senior management members such as deputy general manager, financial controller and etc., as proposed by the general manager, and decide on matters relating to their remuneration, rewards and punishments;</p> <p>(XXI) to formulate the basic management policies of the Company;</p> <p>(XXII) to formulate proposals for amendments to these Articles of Association;</p> <p>(XIVXIII) to manage the information disclosure of the Company;</p> <p>(XVXIV) to propose to the general meeting the appointment or replacement of an accounting firm that provides audit services of annual financial statement to conducts audit for the Company;</p> <p>(XVIXV) to listen to the work reports of the Company's general manager and inspect his/ her work;</p> <p>(XVII) to decide the establishment of special committees under the board of directors and their compositions;</p> <p>(XVIII) to exercise other functions and powers stipulated by the laws, administrative regulations, departmental rules and the listing rules of the stock exchange on which the shares of the Company are listed, conferred by general meetings and the Articles of Association. Resolutions relating to the above paragraph, with the exception of items (VI), (VII) and (XIII) which shall be approved by at least two-thirds of the directors, shall be approved by at least half of the directors.</p> <p>Any reasonable expenses incurred by the board of directors in respect of the engagement of professionals such as lawyers, certified public accountants and certified auditors when exercising its functions and powers shall be borne by the Company.</p>

No.	Original articles	Article after amendment
2.	<p>Article 9 The chairman of the board of directors shall exercise the following functions and powers:</p> <p>(I) to preside over general meetings, to convene and preside over meetings of the board of directors;</p> <p>(II) to supervise and check on the implementation of the resolutions of the board of directors;</p> <p>(III) to sign the securities issued by the Company;</p> <p>(IV) the board of directors authorizes the chairman of the board of directors to decide on the following issues:</p> <p>.....</p>	<p>Article 9 The chairman of the board of directors shall exercise the following functions and powers:</p> <p>(I) to preside over general meetings, to convene and preside over meetings of the board of directors;</p> <p>(II) to supervise and check on the implementation of the resolutions of the board of directors;</p> <p>(III) to sign the securities issued by the Company;</p> <p>(IV) the board of directors authorizes the chairman of the board of directors to decide on the following issues:</p> <p>.....</p>
3.	<p>Article 21 Meetings of the board of directors may be held only if more than one half of the directors are present. In the event that a quorum for holding a meeting cannot be satisfied due to the refusal or failure by a director or directors to attend, the chairman of the board and the secretary to the board shall promptly report the same to the regulatory authorities.</p> <p>Supervisors may attend meetings of the board of directors in a non-voting capacity. The general manager and the secretary to the board of directors, if they do not concurrently serve as directors, shall attend meetings of the board of directors in a non-voting capacity.</p> <p>When he/she deems it necessary, the meeting convener may notify other relevant persons to attend the meeting of the board of directors.</p>	<p>Article 21 Meetings of the board of directors may be held only if more than one half of the directors are present. In the event that a quorum for holding a meeting cannot be satisfied due to the refusal or failure by a director or directors to attend, the chairman of the board and the secretary to the board shall promptly report the same to the regulatory authorities.</p> <p>Supervisors may attend meetings of the board of directors in a non-voting capacity. The general manager and the secretary to the board of directors, if they do not concurrently serve as directors, shall attend meetings of the board of directors in a non-voting capacity.</p> <p>When he/she deems it necessary, the meeting convener may notify other relevant persons to attend the meeting of the board of directors.</p>
4.	<p>Article 30 Votes at meetings of the board of directors shall be conducted by open ballot and each director shall have one vote. The resolutions of the board of directors shall be adopted by a majority of all the directors. When the numbers of votes for and against are equal, the chairman of the board of directors is entitled to a cast one more vote.</p>	<p>Article 30 Votes at meetings of the board of directors shall be conducted by open ballot and each director shall have one vote. The resolutions of the board of directors shall be adopted by a majority of all the directors. When the numbers of votes for and against are equal, the chairman of the board of directors is entitled to a cast one more vote.</p>

Details of the proposed amendments of Resolution VI are set out below:

No.	Original article	Article after amendment
1.	<p>Article 1 These Rules have been formulated in accordance with the Company Law of the People’s Republic of China (the “Company Law”), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Mandatory Provisions for the Articles of Association of Companies Listed Overseas, the Guidelines for the Articles of Association of Listed Companies, the Articles of Association of Changsha Broad Homes Industrial Group Co., Ltd. (the “Articles of Association”), laws of places where shares of the Company are listed and requirements of the stock exchange as well as taking account into the Company’s actual situation in order to regulate the operation of the supervisory committee of Changsha Broad Homes Industrial Group Co., Ltd. (the “Company”) and ensure the performance of the duties assigned by all shareholders by the supervisory committee. The supervisory committee will supervise the Company’s financial affairs and whether the directors and senior management perform their duties legally, so as to safeguard the legitimate rights and interests of the Company and its shareholders.</p>	<p>Article 1 These Rules have been formulated in accordance with the Company Law of the People’s Republic of China (the “Company Law”), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Mandatory Provisions for the Articles of Association of Companies Listed Overseas; the Guidelines for the Articles of Association of Listed Companies, the Articles of Association of Changsha Broad Homes Industrial Group Co., Ltd. (the “Articles of Association”), laws of places where shares of the Company are listed and requirements of the stock exchange as well as taking account into the Company’s actual situation in order to regulate the operation of the supervisory committee of Changsha Broad Homes Industrial Group Co., Ltd. (the “Company”) and ensure the performance of the duties assigned by all shareholders by the supervisory committee. The supervisory committee will supervise the Company’s financial affairs and whether the directors and senior management perform their duties legally, so as to safeguard the legitimate rights and interests of the Company and its shareholders.</p>
2.	<p>Article 4 The Company shall have a supervisory committee, which shall consist of three supervisors. The supervisory committee shall have one chairman, whose appointment and dismissal shall be subject to the affirmative vote of more than two-thirds of the members of the supervisory committee.</p>	<p>Article 4 The Company shall have a supervisory committee, which shall consist of three supervisors. The supervisory committee shall have one chairman, whose appointment and dismissal shall be subject to the affirmative vote of more than two-thirds <u>half</u> of the members of the supervisory committee.</p>
3.	<p>Article 9 The supervisory committee shall exercise the following functions and powers:</p> <p>(I) to review the regular reports of the Company prepared by the board of directors and to submit written review opinions thereon;</p> <p>(II) to examine the Company’s finances;</p> <p>(III) to supervise the directors, the general manager and other senior management members in the performance of their duties and to propose the removal of directors or senior management members who violate laws or breach the Articles of Association or resolutions of the general meeting;</p> <p>(IV) if an act of a director or of the general manager and other senior management members is detrimental to the Company’s interests, to require him/her to correct such act;</p> <p>(V) to propose the holding of extraordinary general meetings and, in the event that the board of directors fails to perform its duty of convening and presiding over a general meeting, to convene and preside over such a meeting in accordance with the laws;</p> <p>(VI) to submit motions to the general meeting;</p> <p>(VII) to sue directors or senior management members in accordance with relevant laws;</p> <p>(VIII) to conduct an investigation and, if necessary, engage professional organizations, such as accounting firms and law firms, to assist it in its work in the event that it discovers any irregularities in the Company’s operations.</p> <p>The reasonable expenses incurred in engaging a professional, such as a lawyer, certified public accountant, certified auditor, etc., by the supervisory committee in exercising its functions and powers shall be borne by the Company.</p>	<p>Article 9 The supervisory committee shall exercise the following functions and powers:</p> <p>(I) to review the regular reports of the Company prepared by the board of directors and to submit written review opinions thereon;</p> <p>(II) to examine the Company’s finances;</p> <p>(III) to supervise the directors, the general manager and other senior management members in the performance of their duties and to propose the removal of directors or senior management members who violate laws <u>and administrative regulations</u> or breach the Articles of Association or resolutions of the general meeting;</p> <p>(IV) if an act of a director or of the general manager and other senior management members is detrimental to the Company’s interests, to require him/her to correct such act;</p> <p>(V) to propose the holding of extraordinary general meetings and, in the event that the board of directors fails to perform its duty of convening and presiding over a general meeting, to convene and preside over such a meeting in accordance with the laws;</p> <p>(VI) to submit motions to the general meeting;</p> <p>(VII) to sue directors or senior management members in accordance with relevant laws <u>Article 151 of the Company Law</u>;</p> <p>(VIII) to conduct an investigation and, if necessary, engage professional organizations, such as accounting firms and law firms, to assist it in its work in the event that it discovers any irregularities in the Company’s operations.</p> <p>The reasonable expenses incurred in engaging a professional, such as a lawyer, certified public accountant, certified auditor, etc., by the supervisory committee in exercising its functions and powers shall be borne by the Company.</p>
4.	<p>Article 29 Unless otherwise specified in the laws or administrative regulations, resolutions of the supervisory committee shall require the affirmative vote of more than two-thirds of the members of the supervisory committee for adoption.</p>	<p>Article 29 Unless otherwise specified in the laws or administrative regulations, resolutions of the supervisory committee shall require the affirmative vote of more than two-thirds <u>half</u> of the members of the supervisory committee for adoption.</p>

The Board has considered and approved to propose the Resolution I by way of a special resolution, the Resolution III, Resolution V and Resolution VI by way of an ordinary resolution to the first extraordinary general meeting in 2023 to be held on Friday, September 22, 2023 (the “**EGM**”) for consideration and approval, and the proposed amendments in the Resolution I, Resolution III, Resolution V and Resolution VI shall be effective from the date of consideration and approval at the EGM. The Board has considered and agreed to propose the Resolution II by way of a special resolution to the EGM, the first H shareholders class meeting in 2023 to be held on Friday, September 22, 2023 (the “**H Shareholders Class Meeting**”) and the first domestic shareholders class meeting in 2023 to be held on Friday, September 22, 2023 (the “**Domestic Shareholders Class Meeting**”) for consideration and approval and propose the Resolution IV by way of an ordinary resolution to the EGM, by way of a special resolution to the H Shareholders Class Meeting and the Domestic Shareholders Class Meeting for consideration and approval, and the proposed amendments in the Resolution II and Resolution IV shall be effective from the date of consideration and approval at the EGM, the H Shareholders Class Meeting and the Domestic Shareholders Class Meeting. The existing Articles of Association, the Rules of Procedure of General Meetings, the Rules of Procedure of Board of Directors and the Rules of Procedure of Supervisory Committee shall remain in force until the above proposed amendments become effective.

The Board considered and proposed to the shareholders of the Company (the “**Shareholders**”) to authorize the Board secretary to handle the application, approval, registration, filing and other related matters (including but not limited to making textual amendments according to the requirements of relevant departments of the Chinese government or domestic and overseas regulatory agencies) required for the amendments to the Articles of Association, the Rules of Procedure of General Meetings, the Rules of Procedure of Board of Directors and the Rules of Procedure of Supervisory Committee.

A circular containing, among other things, details of the proposed amendments to the Articles of Association and relevant rules of procedure will be despatched to the Shareholders in due course.

On behalf of the Board of Directors
Changsha Broad Homes Industrial Group Co., Ltd.
Zhang Jian
Chairman

Changsha, China, August 31, 2023

As at the date of this announcement, the Board comprises Mr. Zhang Jian, Ms. Tang Fen, Mr. Hu Shengli, Ms. Shi Donghong, Mr. Zhang Kexiang and Mr. Tan Xinming as executive directors of the Company; Mr. Zhang Quanxun as a non-executive director of the Company; and Mr. Chen Gongrong, Mr. Li Zhengnong, Mr. Wong Kai Yan Thomas and Mr. Zhao Zhengting as independent non-executive directors of the Company.