
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt about this circular, you should consult your stockbroker, other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Jenscare Scientific Co., Ltd., you should at once hand this circular together with the enclosed form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

This circular appears for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.



Jenscare Scientific Co., Ltd. 寧波健世科技股份有限公司

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

(Stock code: 9877)

**(1) PROPOSED ABOLISHMENT OF THE BOARD OF SUPERVISORS;
(2) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;
(3) PROPOSED AMENDMENTS TO THE RULES OF
PROCEDURE FOR SHAREHOLDERS' MEETINGS;
(4) PROPOSED AMENDMENTS TO THE RULES OF
PROCEDURE FOR THE BOARD OF DIRECTORS; AND
(5) NOTICE OF THE 2025 THIRD EXTRAORDINARY GENERAL MEETING**

Capitalized terms used in this cover page shall have the same meanings as defined in this circular.

A notice convening the EGM of Jenscare Scientific Co., Ltd. to be held at Meeting Room, 3/F, Block 5, B Area, No. 777 Binhai 4th Road, Hangzhou Bay New Area, Ningbo, Zhejiang Province, PRC on Tuesday, December 30, 2025 at 2 p.m. is set out on pages EGM-1 to EGM-2 of this circular.

A form of proxy for use at the EGM is also enclosed. Such form of proxy is also published on the website of the Stock Exchange (<https://www.hkexnews.hk>) and the website of the Company (<https://www.jenscare.com>). If you are not able to attend the EGM, please complete and return the form of proxy in accordance with the instructions printed thereon as soon as practicable and in any event not less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof, and deposit it together with the notarized power of attorney or other document of authorization to (i) the Company's registered office, headquarters and principal place of business in the PRC at Block 5, B Area, No. 777 Binhai 4th Road, Hangzhou Bay New Area, Ningbo, Zhejiang Province, PRC (for holders of Unlisted Shares); or (ii) the H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares).

Completion and return of the form of proxy will not preclude you from attending and voting at the EGM should you so wish and in such event, the proxy shall be deemed to be revoked. For the avoidance of doubt, holders of treasury shares, if any, shall abstain from voting at the Company's general meeting in connection to such treasury shares pursuant to the Listing Rules.

Reference to times and dates in this circular are to Hong Kong local times and dates.

December 12, 2025

TABLE OF CONTENTS

DEFINITIONS	1
LETTER FROM THE BOARD	3
APPENDIX I – COMPARISON TABLE OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION	I-1
APPENDIX II – COMPARISON TABLE OF AMENDMENTS TO THE PROCEDURAL RULES OF SHAREHOLDERS' MEETING	II-1
APPENDIX III – COMPARISON TABLE OF AMENDMENTS TO THE PROCEDURAL RULES OF THE BOARD OF DIRECTORS	III-1
NOTICE OF THE 2025 THIRD EXTRAORDINARY GENERAL MEETING	EGM-1

DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“Articles of Association”	the articles of association of the Company as amended from time to time
“Board”	the board of Directors
“Board of Supervisors”	the board of Supervisors
“Company”	Jenscare Scientific Co., Ltd. (寧波健世科技股份有限公司), a joint stock company incorporated in the PRC with limited liability on March 23, 2021, whose H Shares are listed on the main board of the Stock Exchange (Stock code: 9877)
“Director(s)”	the director(s) of the Company
“Domestic Shares”	ordinary share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in RMB and are unlisted shares which are currently not listed or traded on any stock exchange
“EGM” or “2025 Third Extraordinary General Meeting”	the 2025 third extraordinary general meeting of the Company or any adjournment thereof to be convened at Meeting Room, 3/F, Block 5, B Area, No. 777 Binhai 4th Road, Hangzhou Bay New Area, Ningbo, Zhejiang Province, PRC at 2 p.m. on Tuesday, December 30, 2025
“H Share(s)”	overseas listed foreign ordinary share(s) in the ordinary share capital of the Company, with a nominal value of RMB1.00 each, which are to be subscribed for and traded in Hong Kong dollars and which are listed on the main board of the Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange, as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“China” or the “PRC”	the People’s Republic of China, for the purpose of this circular, excluding the regions of Hong Kong of the PRC, Macao Special Administrative Region of the PRC and Taiwan, China
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, comprising the Unlisted Shares and H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	supervisor(s) of the Company
“Unlisted Foreign Share(s)”	ordinary share(s) issued by our Company, with a nominal value of RMB1.00 each, which are subscribed for and paid for in currency other than RMB by foreign investors and are not listed or traded on any stock exchange
“Unlisted Share(s)”	Domestic Shares and Unlisted Foreign Shares
“%”	per cent

LETTER FROM THE BOARD



Jenscare Scientific Co., Ltd. 寧波健世科技股份有限公司

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

(Stock code: 9877)

Executive Director:

Mr. PAN Fei

Non-executive Directors:

Mr. LV Shiwen

Mr. TAN Ching

Mr. ZHENG Jiaqi

Ms. XIE Youpei

Mr. CHEN Xinxing

Independent Non-executive Directors:

Dr. LIN Shoukang

Ms. DU Jiliu

Dr. MEI Lehe

*Registered office, headquarters and
principal place of business in the PRC:*

Block 5, B Area

No. 777 Binhai 4th Road

Hangzhou Bay New Area

Ningbo, Zhejiang Province

PRC

*Principal Place of Business
in Hong Kong:*

40/F, Dah Sing Financial Centre

No. 248 Queen's Road East

Wanchai

Hong Kong

December 12, 2025

To the Shareholders:

Dear Sir or Madam,

- (1) PROPOSED ABOLISHMENT OF THE BOARD OF SUPERVISORS;**
- (2) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;**
- (3) PROPOSED AMENDMENTS TO THE RULES OF
PROCEDURE FOR SHAREHOLDERS' MEETINGS;**
- (4) PROPOSED AMENDMENTS TO THE RULES OF
PROCEDURE FOR THE BOARD OF DIRECTORS; AND**
- (5) NOTICE OF THE 2025 THIRD EXTRAORDINARY GENERAL MEETING**

I. INTRODUCTION

The purpose of this circular is to provide you with information in respect of the resolutions to be proposed at the EGM to be held on Tuesday, December 30, 2025 to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the EGM. For the details of the proposed resolutions at the EGM, please also refer to the Notice of EGM.

LETTER FROM THE BOARD

II. PROPOSED ABOLISHMENT OF THE BOARD OF SUPERVISORS, PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION, PROPOSED AMENDMENTS TO THE RULES OF PROCEDURE FOR SHAREHOLDERS' MEETINGS AND PROPOSED AMENDMENTS TO THE RULES OF PROCEDURE FOR THE BOARD OF DIRECTORS

As disclosed in the announcement of the Company dated December 12, 2025, the Board proposed to abolish the board of supervisors and repeal the rules of procedure for the board of supervisors, and to make certain amendments to the articles of association of the Company pursuant to the "Trial Measures for the Administration of Overseas Securities Offering and Listing by Domestic Enterprises" (《境內企業境外發行證券和上市管理試行辦法》) and the "Guidelines for the Articles of Association of Listed Companies (2025 Revision)" (《上市公司章程指引(2025年修訂)》) issued by the China Securities Regulatory Commission, as well as the "Company Law of the People's Republic of China" (《中華人民共和國公司法》); while abolishing the Board of Supervisors, the Company also does not have any supervisors, relieving the existing shareholder representative supervisors of their duties, and provide that the Audit Committee of the Board shall consist of three members, who shall be elected by the Board of Directors, and shall exercise the powers and functions of the Board of Supervisors in line with revised Company Law of the PRC.

In addition, the Board also proposes corresponding amendments to the Company's Rules of Procedure for Shareholders' Meetings and the Rules of Procedure for the Board of Directors to align with the Articles of Association as amended.

Two special resolutions are being proposed at the EGM to consider and approve the proposed abolishment of the Board of Supervisors and the proposed amendments to the Articles of Association. Ordinary resolutions are being proposed at the EGM to consider and approve the proposed amendments to the Rules of Procedure for Shareholders' Meetings and the Rules of Procedure for the Board of Directors.

A summary of the proposed amendments to the Articles of Association, the Company's Rules of Procedure for Shareholders' Meetings and the Rules of Procedure for the Board of Directors are set out in the Appendices to this circular. In the event of any discrepancy between the English translation and the Chinese version of the proposed amendments to aforementioned documents, the Chinese version shall prevail.

III. EGM

The EGM will be held at Meeting Room, 3/F, Block 5, B Area, No. 777 Binhai 4th Road, Hangzhou Bay New Area, Ningbo, Zhejiang Province, PRC on Tuesday, December 30, 2025 at 2 p.m. to consider the proposed resolutions. For the details of the proposed resolutions at the EGM, please refer to the Notice of EGM set out on pages EGM-1 to EGM-2 of this circular and published on the websites of the Stock Exchange (<https://www.hkexnews.hk>) and of the Company (<https://www.jenscare.com>), respectively.

LETTER FROM THE BOARD

IV. CLOSURE OF REGISTER OF MEMBERS

For the purpose of determining the H Shareholders who are entitled to attend and vote at the EGM, the register of members of H Shares will be closed from Tuesday, December 23, 2025 to Tuesday, December 30, 2025 (both days inclusive), during which period no share transfers of H Shares will be registered. The record date for determining the identity of the H Shareholders who are entitled to attend and vote at the EGM will be Tuesday, December 30, 2025.

In order to be eligible to attend and vote at the EGM, all properly completed transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company's H Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Monday, December 22, 2025.

V. FORM OF PROXY

The form of proxy of the EGM is enclosed and published on the websites of the Stock Exchange (<https://www.hkexnews.hk>) and of the Company (<https://www.jenscare.com>), respectively.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the accompanying form of proxy in accordance with the instructions printed thereon. If you are not able to attend the EGM, please complete and return the form of proxy in accordance with the instructions printed thereon as soon as practicable and in any event not less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof, and deposit it together with the notarized power of attorney or other document of authorization to (i) the Company's registered office, headquarters and principal place of business in the PRC at Block 5, B Area, No. 777 Binhai 4th Road, Hangzhou Bay New Area, Ningbo, Zhejiang Province, PRC (for holders of Unlisted Shares); or (ii) the H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares).

Completion and return of the form of proxy will not preclude you from attending and voting at the EGM should you so wish and in such event, the proxy shall be deemed to be revoked.

LETTER FROM THE BOARD

VI. VOTING BY WAY OF POLL

Pursuant to Article 79 of the Articles of Association, at any general meeting a resolution put to the vote of the meeting shall be made by disclosed ballot unless a poll is demanded by law, administrative regulations or the listing rules of the exchange where the Company's Shares are listed. Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As the proposed resolution does not relate purely to a procedural or administrative matter, accordingly, the resolution set out in the Notice of the EGM will be taken by way of poll.

On a poll, every Shareholder present in person (or, in the case of a member being a corporation, by its duly authorised representative) or by proxy shall have one vote for each share registered in his name in the register. A Shareholder entitled to more than one vote is under no obligation to cast all his votes in the same way. The trustee holding unvested H Shares of the H Share Scheme, whether directly or indirectly, is required to abstain from voting on matters that require Shareholders' approval pursuant to Rule 17.05A of the Listing Rules.

Save as disclosed herein, to the best of the Directors' knowledge, information and belief, none of the Shareholders are required to abstain from voting at the EGM pursuant to the Listing Rules and/or the Articles of Association. For the avoidance of doubt, holders of treasury shares, if any, shall abstain from voting at the EGM in connection to such treasury shares pursuant to the Listing Rules.

The announcement of the poll results of the EGM will be published on the website of the Stock Exchange (<https://www.hkexnews.hk>) and the website of the Company (<https://www.jenscare.com>), respectively, after the conclusion of the EGM in accordance with the requirements of Rule 13.39(5) of the Listing Rules.

VII. RECOMMENDATIONS

The Board (including the independent non-executive Directors) considers that the above resolutions proposed at the EGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favor of the proposed resolutions.

LETTER FROM THE BOARD

VIII. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

Yours faithfully,
By order of the Board
Jenscare Scientific Co., Ltd.
Mr. PAN Fei
Executive Director and Chief Executive Officer

Existing Articles	Revised Articles
<p>Article 10 The Articles of Association, from the date it becomes effective, shall become a legally binding document upon the Company and its shareholders, directors, supervisors and senior management which will regulate the organization and acts of the Company, the rights and obligations between the Company and shareholders and between different shareholders. According to these Articles, a shareholder may sue another shareholder, or any director, supervisor, manager or other senior management of the Company, or the Company, and the Company may sue any shareholder, director, supervisor, manager or other senior management.</p>	<p>Article 10 The Articles of Association, from the date it becomes effective, shall become a legally binding document upon the Company and its shareholders, directors, supervisors and senior management which will regulate the organization and acts of the Company, the rights and obligations between the Company and shareholders and between different shareholders. According to these Articles, a shareholder may sue another shareholder, or any director, supervisor, manager or other senior management of the Company, or the Company, and the Company may sue any shareholder, director, supervisor, manager or other senior management.</p>
<p>Article 30 No shares issued before the public offering of the Company may be transferred within one year from the date when the Company's stocks are listed and traded on the stock exchange. In the event that there is/are any provision(s) under any law, administrative regulation, the regulatory rule of the place where the shares of the Company are listed, or any provision(s) under the CSRC for the transfer of the shares of the Company held by the shareholders or the actual controller(s) of the Company, such provision(s) shall prevail.</p> <p>Directors, supervisors and senior management of the Company shall report the number of shares (including preferred shares) in the Company held by them and the changes thereto to the Company, and shall not transfer more than 25% of the total number of shares of the same class in the Company held by them every year during their tenure determined at the time of taking office, and no shares in the Company held by them may be transferred within one (1) year from the date of listing and trading of stocks of the Company. The above persons shall not transfer their shares in the Company within six months after their departure.</p>	<p>Article 30 No shares issued before the public offering of the Company may be transferred within one year from the date when the Company's stocks are listed and traded on the stock exchange. In the event that there is/are any provision(s) under any law, administrative regulation, the regulatory rule of the place where the shares of the Company are listed, or any provision(s) under the CSRC for the transfer of the shares of the Company held by the shareholders or the actual controller(s) of the Company, such provision(s) shall prevail.</p> <p>Directors, supervisors and senior management of the Company shall report the number of shares (including preferred shares) in the Company held by them and the changes thereto to the Company, and shall not transfer more than 25% of the total number of shares of the same class in the Company held by them every year during their tenure determined at the time of taking office, and no shares in the Company held by them may be transferred within one (1) year from the date of listing and trading of stocks of the Company. The above persons shall not transfer their shares in the Company within six months after their departure.</p>

Existing Articles	Revised Articles
<p>Article 31 If any of the shareholders, directors, supervisors and senior management of the Company holding more than 5% shares in the Company sells stocks or other equity securities in the Company held by him within six(6) months after purchase, or purchases such stocks or other equity securities within six(6) months after sale, the proceeds resulting therefrom shall belong to the Company, which will be recovered by the Board of Directors of the Company, except for any securities company which holds more than 5% shares in the Company due to purchase of the remaining stocks after the underwriting, and other circumstances provided by the CSRC.</p> <p>For the purpose of the preceding paragraph, stocks or other equity securities held by directors, supervisors, senior management or natural person shareholders include those held by their spouses, parents, children and held through others' accounts.</p> <p>Where the Board of Directors of the Company fails to comply with the provisions of Paragraph One of this Article, a shareholder may require the Board of Directors to do so within thirty (30) days. Should the Board of Directors of the Company fail again within such period, a shareholder may directly bring a lawsuit before the people's court in its/his own name for the account of the Company. Where the Board of Directors of the Company fails to comply with the provisions of Paragraph One of this Article, the responsible Director shall be jointly and severally liable in accordance with the laws.</p>	<p>Article 31 If any of the shareholders, directors,supervisors and senior management of the Company holding more than 5% shares in the Company sells stocks or other equity securities in the Company held by him within six(6) months after purchase, or purchases such stocks or other equity securities within six(6) months after sale, the proceeds resulting therefrom shall belong to the Company, which will be recovered by the Board of Directors of the Company, except for any securities company which holds more than 5% shares in the Company due to purchase of the remaining stocks after the underwriting, and other circumstances provided by the CSRC.</p> <p>For the purpose of the preceding paragraph, stocks or other equity securities held by directors, supervisors, senior management or natural person shareholders include those held by their spouses, parents, children and held through others' accounts.</p> <p>Where the Board of Directors of the Company fails to comply with the provisions of Paragraph One of this Article, a shareholder may require the Board of Directors to do so within thirty (30) days. Should the Board of Directors of the Company fail again within such period, a shareholder may directly bring a lawsuit before the people's court in its/his own name for the account of the Company. Where the Board of Directors of the Company fails to comply with the provisions of Paragraph One of this Article, the responsible Director shall be jointly and severally liable in accordance with the laws.</p>

Existing Articles	Revised Articles
<p>Article 35 Shareholders of the Company have the following rights:</p> <p>(1) to receive dividends and other forms of benefits in proportion to the number of the shares held by them;</p> <p>(2) to request, convene, preside over, attend or appoint a proxy to attend shareholders meetings, and to exercise the corresponding voting rights according to laws;</p> <p>(3) to supervise the Company's operations, put forward proposals or raise queries;</p> <p>(4) to transfer, gift or pledge their shares in accordance with the laws, administrative regulations and these Articles;</p> <p>(5) to obtain relevant information in accordance with the provisions of the Articles of Association, including:</p> <p>1. a copy of the Articles of Association upon payment of the costs thereof;</p> <p>2. to inspect and make a photo copy of, subject to payment of reasonable charge:</p> <p>(1) all parts of the register of members;</p> <p>(2) personal particulars of directors, supervisors, general manager and other senior management of the Company, including:</p> <p>(A) current and previous names and aliases;</p>	<p>Article 35 Shareholders of the Company have the following rights:</p> <p>(1) to receive dividends and other forms of benefits in proportion to the number of the shares held by them;</p> <p>(2) to request, convene, preside over, attend or appoint a proxy to attend shareholders meetings, and to exercise the corresponding voting rights according to laws;</p> <p>(3) to supervise the Company's operations, put forward proposals or raise queries;</p> <p>(4) to transfer, gift or pledge their shares in accordance with the laws, administrative regulations and these Articles;</p> <p>(5) to obtain relevant information in accordance with the provisions of the Articles of Association, including:</p> <p>1. a copy of the Articles of Association upon payment of the costs thereof;</p> <p>2. to inspect and make a photo copy of, subject to payment of reasonable charge:</p> <p>(1) all parts of the register of members;</p> <p>(2) personal particulars of directors, supervisors, general manager and other senior management of the Company, including:</p> <p>(A) current and previous names and aliases;</p>

Existing Articles	Revised Articles
(B) principal address (domicile);	(B) principal address (domicile);
(C) nationality;	(C) nationality;
(D) full-time and all other part-time occupations and positions;	(D) full-time and all other part-time occupations and positions;
(E) identification documents and their numbers;	(E) identification documents and their numbers;
(3) the status of the Company's Share capital;	(3) the status of the Company's Share capital;
(4) reports (breakdown by domestic shares and foreign shares (and, if applicable, H shares)) stating the aggregate par value, quantity, maximum and minimum prices paid in respect of each class of shares repurchased by the Company since the end of the last accounting year and the aggregate amount incurred by the Company therefor;	(4) reports (breakdown by domestic shares and foreign shares (and, if applicable, H shares)) stating the aggregate par value, quantity, maximum and minimum prices paid in respect of each class of shares repurchased by the Company since the end of the last accounting year and the aggregate amount incurred by the Company therefor;
(5) minutes of shareholders meetings;	(5) minutes of shareholders meetings;
(6) special resolutions of the Company;	(6) special resolutions of the Company;
(7) the latest audited financial statements of the Company, and the reports of board of directors, board of supervisors and the auditor;	(7) the latest audited financial statements of the Company, and the reports of board of directors, board of supervisors and the auditor;
(8) a copy of the latest annual return filed with the industrial and commercial registration departments or other competent authorities.	(8) a copy of the latest annual return filed with the industrial and commercial registration departments or other competent authorities.

Existing Articles	Revised Articles
<p>The Company shall place the documents referred to above (except for those referred to in sub-article (2)) at the Company's address in Hong Kong for inspection by the public and the holders of H shares free of charge, of which documents referred to in sub-article (5) are available for inspection by shareholders only. The shareholder who proposes to consult any of the foregoing information or obtain materials relating thereto shall provide the Company with a written document proving the class and number of shares held by it/him in the Company, and the Company shall provide such information and materials in accordance with the requirements of the shareholder after verification of its/his shareholder identity.</p> <p>3. to inspect the resolutions of the board meetings, the resolutions of meetings of the board of supervisors, financial and accounting reports, counterfoils of Company debentures.</p> <p>(6) to participate in the distribution of the remaining assets of the Company according to the number of shares held in the event of the termination or liquidation of the Company;</p> <p>(7) require the Company to acquire their shares, if they object to any resolution of the shareholders meeting on merger or split of the Company;</p> <p>(8) other rights as provided by laws, administrative regulations, departmental rules or these Articles.</p>	<p>The Company shall place the documents referred to above (except for those referred to in sub-article (2)) at the Company's address in Hong Kong for inspection by the public and the holders of H shares free of charge, of which documents referred to in sub-article (5) are available for inspection by shareholders only. The shareholder who proposes to consult any of the foregoing information or obtain materials relating thereto shall provide the Company with a written document proving the class and number of shares held by it/him in the Company, and the Company shall provide such information and materials in accordance with the requirements of the shareholder after verification of its/his shareholder identity.</p> <p>3. to inspect the resolutions of the board meetings, the resolutions of meetings of the board of supervisors, financial and accounting reports, counterfoils of Company debentures.</p> <p>(6) to participate in the distribution of the remaining assets of the Company according to the number of shares held in the event of the termination or liquidation of the Company;</p> <p>(7) require the Company to acquire their shares, if they object to any resolution of the shareholders meeting on merger or split of the Company;</p> <p>(8) other rights as provided by laws, administrative regulations, departmental rules or these Articles.</p>

Existing Articles	Revised Articles
<p>Article 37 If any director or senior management violates the laws, administrative regulations or these Articles in the performance of his duties to the Company, giving rise to any loss of the Company, then the shareholder(s) who individually or jointly hold(s) more than 1% shares in the Company for more than 180 consecutive days shall have the right to request in writing the Board of Supervisors to bring a lawsuit before the people's court. If the Board of Supervisors violates the laws, administrative regulations or these Articles in the performance of its duties to the Company, giving rise to any loss of the Company, then any shareholder may request in writing the Board of Directors to bring a lawsuit before the people's court.</p> <p>Where the Board of Supervisors or the Board of Directors refuses to bring a lawsuit upon receipt of a written request of shareholder described in the preceding paragraph, or fails to bring a lawsuit within thirty (30) days upon receipt of the request, or if, in urgent situation in which failing to bring a lawsuit forthwith will cause irreparable damage to the interests of the Company, the shareholder(s) described in the preceding paragraph may bring a lawsuit before the people's court directly in his or their own name(s) for the account of the Company.</p> <p>Where others infringe upon the lawful interest of the Company, giving rise to any loss of the Company, the shareholders described in Paragraph One of this Article may bring a lawsuit before the people's court in accordance with the two preceding paragraphs.</p>	<p>Article 37 If any director or senior management violates the laws, administrative regulations or these Articles in the performance of his duties to the Company, giving rise to any loss of the Company, then the shareholder(s) who individually or jointly hold(s) more than 1% shares in the Company for more than 180 consecutive days shall have the right to request in writing the Board of Supervisors <u>Audit Committee</u> to bring a lawsuit before the people's court. If the Board of Supervisors <u>Audit Committee</u> violates the laws, administrative regulations or these Articles in the performance of its duties to the Company, giving rise to any loss of the Company, then any shareholder may request in writing the Board of Directors to bring a lawsuit before the people's court.</p> <p>Where the Board of Supervisors <u>Audit Committee</u> or the Board of Directors refuses to bring a lawsuit upon receipt of a written request of shareholder described in the preceding paragraph, or fails to bring a lawsuit within thirty (30) days upon receipt of the request, or if, in urgent situation in which failing to bring a lawsuit forthwith will cause irreparable damage to the interests of the Company, the shareholder(s) described in the preceding paragraph may bring a lawsuit before the people's court directly in his or their own name(s) for the account of the Company.</p> <p>Where others infringe upon the lawful interest of the Company, giving rise to any loss of the Company, the shareholders described in Paragraph One of this Article may bring a lawsuit before the people's court in accordance with the two preceding paragraphs.</p>

Existing Articles	Revised Articles
<p>Article 42 The shareholders meeting is the organ of authority of the Company, which exercises its functions and powers according to the law:</p> <p>(1) to elect and replace Directors, who are not employees' representatives, and to determine their remuneration;</p> <p>(2) to elect and replace Supervisors, who are not employees' representatives, and to determine their remuneration;</p> <p>(3) to consider and approve the reports of the Board of Directors;</p> <p>(4) to consider and approve the reports of the Board of Supervisors;</p> <p>(5) to consider and approve the Company's profit distribution plan and loss recovery plans;</p> <p>(6) to resolve on any increase or reduction of the Company's registered capital;</p> <p>(7) to resolve on matters such as the merger, division, dissolution, liquidation and change of corporate form of the Company;</p> <p>(8) to resolve on issuance of bonds, corporate restructuring or other public offering of securities by the Company and listing proposals;</p> <p>(9) to resolve on Company's appointment, removal or cease of re-appointment of an accounting firm;</p> <p>(10) to amend the Articles of Association;</p>	<p>Article 42 The shareholders meeting is the organ of authority of the Company, which exercises its functions and powers according to the law:</p> <p>(1) to elect and replace Directors,who are not employees' representatives, and to determine their remuneration;</p> <p>(2) to elect and replace Supervisors, who are not employees' representatives, and to determine their remuneration;</p> <p>(32) to consider and approve the reports of the Board of Directors;</p> <p>(4) to consider and approve the reports of the Board of Supervisors;</p> <p>(53) to consider and approve the Company's profit distribution plan and loss recovery plans;</p> <p>(64) to resolve on any increase or reduction of the Company's registered capital;</p> <p>(75) to resolve on matters such as the merger, division, dissolution, liquidation and change of corporate form of the Company;</p> <p>(86) to resolve on issuance of bonds, corporate restructuring or other public offering of securities by the Company and listing proposals;</p> <p>(97) to resolve on Company's appointment, removal or cease of re-appointment of an accounting firm;</p> <p>(108) to amend the Articles of Association;</p>

Existing Articles	Revised Articles
(11) to consider the proposals from shareholders with at least 1% of voting shares;	(14 <u>9</u>) to consider the proposals from shareholders with at least 1% of voting shares;
(12) to consider and approve matters concerning any change to the use of proceeds;	(12 <u>10</u>) to consider and approve matters concerning any change to the use of proceeds;
(13) to consider and approve any external guarantee which shall be approved at the shareholders meeting under the Articles of Association;	(13 <u>11</u>) to consider and approve any external guarantee which shall be approved at the shareholders meeting under the Articles of Association;
(14) to approve the Company's acquisition or disposal of substantial assets within one year and which exceed 30% of the latest audited total assets of the Company;	(14 <u>12</u>) to approve the Company's acquisition or disposal of substantial assets within one year and which exceed 30% of the latest audited total assets of the Company;
(15) to consider and approve any significant transactions and related party/ connected party transactions that shall be considered and approved at the shareholders meeting under laws, administrative regulations, the regulatory rules of the place where the shares of the Company are listed and the Articles of Association;	(15 <u>13</u>) to consider and approve any significant transactions and related party/ connected party transactions that shall be considered and approved at the shareholders meeting under laws, administrative regulations, the regulatory rules of the place where the shares of the Company are listed and the Articles of Association;
(16) to consider and approve equity incentive plans and employee stock option plans;	(16 <u>14</u>) to consider and approve equity incentive plans and employee stock option plans;
(17) other matters required resolutions from shareholders meeting provided by laws, administrative regulations, the regulatory rules of the place where the shares of the Company are listed and the Articles of Association.	(17 <u>15</u>) other matters required resolutions from shareholders meeting provided by laws, administrative regulations, the regulatory rules of the place where the shares of the Company are listed and the Articles of Association.

Existing Articles	Revised Articles
<p>The shareholders meeting may authorize the Board of Directors to decide to issue shares not more than 50% of the issued shares within three years. Nonetheless, non-monetary assets contributed as capital shall be subject to the resolution of the shareholders meeting.</p> <p>If the Board of Directors decides to issue shares in accordance with the provision of the preceding paragraph, resulting in changes to either the registered capital or the number of issued shares of the Company, amendments to such record as set forth in the Articles of Association does not require a vote at the shareholders meeting.</p> <p>Subject to the laws and regulations, and the mandatory laws and regulations of the place where the shares of the Company are listed, the shareholders meeting may authorize or entrust the Board of Directors to conduct any other matters authorized or entrusted thereby.</p>	<p>The shareholders meeting may authorize the Board of Directors to decide to issue shares not more than 50% of the issued shares within three years. Nonetheless, non-monetary assets contributed as capital shall be subject to the resolution of the shareholders meeting.</p> <p>If the Board of Directors decides to issue shares in accordance with the provision of the preceding paragraph, resulting in changes to either the registered capital or the number of issued shares of the Company, amendments to such record as set forth in the Articles of Association does not require a vote at the shareholders meeting.</p> <p>Subject to the laws and regulations, and the mandatory laws and regulations of the place where the shares of the Company are listed, the shareholders meeting may authorize or entrust the Board of Directors to conduct any other matters authorized or entrusted thereby.</p>

Existing Articles	Revised Articles
<p>Article 45 The shareholders meetings are divided into annual general meetings and extraordinary general meetings.</p> <p>Annual general meetings shall be convened once every year and held within six months after the end of the previous fiscal year.</p> <p>The Company shall convene an extraordinary general meeting within two (2) months if and after:</p> <p>(1) the number of Directors is less than the number specified in the Company Law or less than two-thirds of the number required in the Articles of Association;</p> <p>(2) the uncovered losses of the Company reach one-third of its total share capital;</p> <p>(3) the shareholder individually or shareholders jointly holding more than 10% shares in the Company requisition to convene;</p> <p>(4) the Board of Directors considers it necessary;</p> <p>(5) the Supervisory Committee proposes to convene;</p> <p>(6) such other circumstances stipulated by laws, administrative regulations, departmental rules, the regulatory rules of the place where the shares of the Company are listed or these Articles occur.</p>	<p>Article 45 The shareholders meetings are divided into annual general meetings and extraordinary general meetings.</p> <p>Annual general meetings shall be convened once every year and held within six months after the end of the previous fiscal year.</p> <p>The Company shall convene an extraordinary general meeting within two (2) months if and after:</p> <p>(1) the number of Directors is less than the number specified in the Company Law or less than two-thirds of the number required in the Articles of Association;</p> <p>(2) the uncovered losses of the Company reach one-third of its total share capital;</p> <p>(3) the shareholder individually or shareholders jointly holding more than 10% shares <u>(including preference shares with restored voting rights)</u> in the Company requisition to convene;</p> <p>(4) the Board of Directors considers it necessary;</p> <p>(5) the Supervisory Committee <u>Audit Committee</u> proposes to convene;</p> <p>(6) such other circumstances stipulated by laws, administrative regulations, departmental rules, the regulatory rules of the place where the shares of the Company are listed or these Articles occur.</p>

Existing Articles	Revised Articles
<p>Article 48 The shareholders meeting shall be convened by the Board of Directors and presided over by the Chairman. If the Board of Directors is unable or fails to perform the duty of convening the shareholders meeting, the Board of Supervisors shall convene it in time. If the Board of Supervisors does not convene the meeting, any shareholder(s) individually or jointly holding more than 10% of the shares of the Company for more than 90 consecutive days may convene the meeting on their own.</p>	<p>Article 48 The shareholders meeting shall be convened by the Board of Directors and presided over by the Chairman. If the Board of Directors is unable or fails to perform the duty of convening the shareholders meeting, the Board of Supervisors shall convene it in time. If the Board of Supervisors does not convene the meeting, any shareholder(s) individually or jointly holding more than 10% of the shares of the Company for more than 90 consecutive days may convene the meeting on their own. <u>The Board of Directors shall convene the shareholders meeting within the prescribed time limit.</u></p>

Existing Articles	Revised Articles
<p>Article 49 Independent directors may requisition to the Board of Directors to convene an extraordinary general meeting. For the requisition made by independent director for convening an extraordinary general meeting, the Board of Directors shall furnish a written reply stating its consent or dissent to such requisition for convening an extraordinary general meeting within 10 days upon receipt of such requisition, in accordance with the laws, administrative regulations and these Articles. In the event that the Board of Directors consents to convene an extraordinary general meeting, the notice thereof shall be issued within five days after the passing of a board resolution to that effect. In the event that the Board of Directors dissents to convene an extraordinary general meeting, an explanation shall be given.</p> <p>Any other requirements of the securities regulatory authority at the place where the shares of the Company are listed shall prevail.</p>	<p>Article 49 <u>After obtaining the consent of a majority of all independent Directors,</u> Independent-independent directors may requisition to the Board of Directors to convene an extraordinary general meeting. For the requisition made by independent director for convening an extraordinary general meeting, the Board of Directors shall furnish a written reply stating its consent or dissent to such requisition for convening an extraordinary general meeting within 10 days upon receipt of such requisition, in accordance with the laws, administrative regulations and these Articles. In the event that the Board of Directors consents to convene an extraordinary general meeting, the notice thereof shall be issued within five days after the passing of a board resolution to that effect. In the event that the Board of Directors dissents to convene an extraordinary general meeting, an explanation shall be given.</p> <p>Any other requirements of the securities regulatory authority at the place where the shares of the Company are listed shall prevail.</p>

Existing Articles	Revised Articles
<p>Article 50 The Board of Supervisors shall have the right to requisition in writing to the Board of Directors to convene an extraordinary general meeting. The Board of Directors shall furnish a written reply stating its consent or dissent to the convention of the extraordinary general meeting within ten (10) days upon receipt of such proposal in accordance with the provisions of the laws, administrative regulations and these Articles.</p> <p>In the event that the Board of Directors consents to convene an extraordinary general meeting, a notice of general meeting shall be issued within five days after passing of a board resolution to that effect; and any change to the original requisition in the said notice shall be subject to the consent of the Board of Supervisors.</p> <p>In the event that the Board of Directors dissents to convene an extraordinary general meeting or furnishes no reply within 10 days upon receipt of such requisition, it shall be deemed that the Board of Directors is unable or unwilling to perform the duty to convene the general meeting and the Board of Supervisors may on its own convene and preside over the extraordinary general meeting.</p>	<p>Article 50 The Board of Supervisors <u>Audit Committee</u> shall have the right to <u>may</u> requisition in writing to the Board of Directors to convene an extraordinary general meeting. The Board of Directors shall furnish a written reply stating its consent or dissent to the convention of the extraordinary general meeting within ten (10) days upon receipt of such proposal in accordance with the provisions of the laws, administrative regulations and these Articles.</p> <p>In the event that the Board of Directors consents to convene an extraordinary general meeting, a notice of general meeting shall be issued within five days after passing of a board resolution to that effect; and any change to the original requisition in the said notice shall be subject to the consent of the Board of Supervisors <u>Audit Committee</u>.</p> <p>In the event that the Board of Directors dissents to convene an extraordinary general meeting or furnishes no reply within 10 days upon receipt of such requisition, it shall be deemed that the Board of Directors is unable or unwilling to perform the duty to convene the general meeting and the Board of Supervisors <u>Audit Committee</u> may on its own convene and preside over the extraordinary general meeting.</p>

Existing Articles	Revised Articles
<p>Article 51 Any shareholder(s) individually or jointly holding more than 10% shares in the Company may submit a written requisition to the Board of Directors to convene an extraordinary general meeting. The Board of Directors shall furnish a written reply stating its consent or dissent to the convention of the extraordinary general meeting within ten (10) days upon receipt of such requisition in accordance with the provisions of the laws, administrative regulations and these Articles.</p> <p>In the event that the Board of Directors consents to convene an extraordinary general meeting, a notice of general meeting shall be issued within five days after passing of a board resolution to that effect; and any change to the original requisition in the said notice shall be subject to the consent of the requisitioning shareholder or shareholders.</p> <p>Where the Board of Directors dissents to the convention of an extraordinary general meeting, or furnishes no reply within ten (10) days upon receipt of such requisition, shareholder individually or shareholders jointly holding more than 10% shares in the Company shall be entitled to submit a written requisition to the Board of Supervisors to convene an extraordinary general meeting.</p> <p>Where the Board of Supervisors consents to convene an extraordinary general meeting, a notice of shareholders meeting shall be issued within five (5) days upon receipt of such requisition; and any change to the original proposal in the said notice shall be subject to the consent of the requisitioning shareholder or shareholders.</p>	<p>Article 51 Any shareholder(s) individually or jointly holding more than 10% shares <u>(including preference shares with restored voting rights)</u> in the Company may submit a written requisition to the Board of Directors to convene an extraordinary general meeting. The Board of Directors shall furnish a written reply stating its consent or dissent to the convention of the extraordinary general meeting within ten (10) days upon receipt of such requisition in accordance with the provisions of the laws, administrative regulations and these Articles.</p> <p>In the event that the Board of Directors consents to convene an extraordinary general meeting, a notice of general meeting shall be issued within five days after passing of a board resolution to that effect; and any change to the original requisition in the said notice shall be subject to the consent of the requisitioning shareholder or shareholders.</p> <p>Where the Board of Directors dissents to the convention of an extraordinary general meeting, or furnishes no reply within ten (10) days upon receipt of such requisition, shareholder individually or shareholders jointly holding more than 10% shares <u>(including preference shares with restored voting rights)</u> in the Company shall be entitled to <u>may</u> submit a written requisition to the Board of Supervisors <u>Audit Committee</u> to convene an extraordinary general meeting.</p> <p>Where the Board of Supervisors <u>Audit Committee</u> consents to convene an extraordinary general meeting, a notice of shareholders meeting shall be issued within five (5) days upon receipt of such requisition; and any change to the original proposal in the said notice shall be subject to the consent of the requisitioning shareholder or shareholders.</p>

Existing Articles	Revised Articles
<p>Where the Board of Supervisors fails to issue the notice of shareholders meeting within the prescribed time, it shall be deemed that the Board of Supervisors will not convene and preside over the shareholders meeting, in which case, shareholder individually or shareholders jointly holding more than 10% shares in the Company for more than ninety (90) consecutive days may convene and preside over the shareholders meeting on its/his/their own.</p>	<p>Where the Board of Supervisors <u>Audit Committee</u> fails to issue the notice of shareholders meeting within the prescribed time, it shall be deemed that the Board of Supervisors <u>Audit Committee</u> will not convene and preside over the shareholders meeting, in which case, shareholder individually or shareholders jointly holding more than 10% shares <u>(including preference shares with restored voting rights)</u> in the Company for more than ninety (90) consecutive days may convene and preside over the shareholders meeting on its/his/their own.</p>
<p>Article 52 Where the Board of Supervisors or the shareholder or shareholders decide to convene an extraordinary general meeting on its/his/their own, the Board of Supervisors or such shareholder or shareholders shall notify the Board of Directors in writing.</p> <p>Before announcing any resolution of the shareholders meeting, the shareholder(s) who convene(s) the meeting shall have a shareholding of no less than 10%.</p> <p>If the laws, regulations and the securities regulatory authorities of the place where the shares of the Company are listed provide otherwise, such provisions shall prevail.</p>	<p>Article 52 Where the Board of Supervisors <u>Audit Committee</u> or the shareholder or shareholders decide to convene an extraordinary general meeting on its/his/their own, the Board of Supervisors <u>Audit Committee</u> or such shareholder or shareholders shall notify the Board of Directors in writing.</p> <p>Before announcing any resolution of the shareholders meeting, the shareholder(s) who convene(s) the meeting shall have a shareholding <u>(including preference shares with restored voting rights)</u> of no less than 10%.</p> <p>If the laws, regulations and the securities regulatory authorities of the place where the shares of the Company are listed provide otherwise, such provisions shall prevail.</p>

Existing Articles	Revised Articles
<p>Article 53 For shareholders meetings convened by the Board of Supervisors or shareholder(s), the Board of Directors and the Secretary to the Board of Directors shall work in a cooperative manner. The Board of Directors shall provide the register of shareholders of the date of record.</p>	<p>Article 53 For shareholders meetings convened by the Board of Supervisors <u>Audit Committee</u> or shareholder(s), the Board of Directors and the Secretary to the Board of Directors shall work in a cooperative manner. The Board of Directors shall provide the register of shareholders of the date of record.</p>
<p>Article 54 Where the Board of Supervisors or shareholder(s) decide(s) to convene the shareholders meeting on its/his/their own, the Company shall bear all necessary expenses in relation to the meeting.</p>	<p>Article 54 Where the Board of Supervisors <u>Audit Committee</u> or shareholder(s) decide(s) to convene the shareholders meeting on its/his/their own, the Company shall bear all necessary expenses in relation to the meeting.</p>
<p>Article 55 The contents of a proposal shall be within the functions and powers of the shareholders meeting, shall have definite issues for discussion and specific resolutions, and shall comply with the relevant provisions of the laws, administrative regulations and these Articles.</p> <p>In the event that the Company convenes a shareholders meeting, the Board of Directors, the Board of Supervisors or Shareholders individually or jointly holding an aggregate of more than 1% voting Shares of the Company are entitled to submit proposals to the Company.</p> <p>Shareholders individually or jointly holding an aggregate of more than 1% voting Shares of the Company may submit interim proposals to the convener in writing 10 days prior to the shareholders meeting.</p>	<p>Article 55 The contents of a proposal shall be within the functions and powers of the shareholders meeting, shall have definite issues for discussion and specific resolutions, and shall comply with the relevant provisions of the laws, administrative regulations and these Articles.</p> <p>In the event that the Company convenes a shareholders meeting, the Board of Directors, the Board of Supervisors <u>the Audit Committee</u> or Shareholders individually or jointly holding an aggregate of more than 1% voting Shares <u>(including preference shares with restored voting rights)</u> of the Company are entitled to submit proposals to the Company.</p> <p>Shareholders individually or jointly holding an aggregate of more than 1% voting Shares <u>(including preference shares with restored voting rights)</u> of the Company may submit interim proposals to the convener in writing 10 days prior to the shareholders meeting.</p>

Existing Articles	Revised Articles
<p>The convener of the shareholders meeting shall issue a supplemental notice of the shareholders meeting to other Shareholders within 2 days after receipt of such proposal to announce the content of such temporary proposal, unless the interim proposals violate the laws, administrative regulations or provisions of the Articles of Association, or do not fall within the scope of the shareholders meeting.</p> <p>Except as provided in the preceding paragraph, the convener shall not change the proposals set out in the notice of the shareholders meeting or add any new proposal after the said notice is served.</p> <p>Proposals not set out in the notice of the shareholders meeting or not complying with these Articles shall not be voted on or resolved at the shareholders meeting.</p>	<p>The convener of the shareholders meeting shall issue a supplemental notice of the shareholders meeting to other Shareholders within 2 days after receipt of such proposal to announce the content of such temporary proposal, unless the interim proposals violate the laws, administrative regulations or provisions of the Articles of Association, or do not fall within the scope of the shareholders meeting.</p> <p>Except as provided in the preceding paragraph, the convener shall not change the proposals set out in the notice of the shareholders meeting or add any new proposal after the said notice is served.</p> <p>Proposals not set out in the notice of the shareholders meeting or not complying with these Articles shall not be voted on or resolved at the shareholders meeting.</p>

Existing Articles	Revised Articles
<p>Article 58 If the election of directors or supervisors is proposed to be discussed at a shareholders meeting, the notice of the meeting shall adequately specify the detailed information on the director or supervisor candidates, which shall at least include:</p> <p>(1) personal particulars, including academic qualifications, working experience and concurrent positions;</p> <p>(2) whether or not have any relation/connection with the Company, its controlling shareholders or actual controller;</p> <p>(3) the number of shares of the Company held by such candidate;</p> <p>(4) whether such candidates have ever been punished by the CSRC and other relevant authorities or disciplined by a stock exchange.</p> <p>Except for electing directors and supervisors by cumulative voting, each candidate for director or supervisor shall be nominated in a separate proposal.</p>	<p>Article 58 If the election of directors or supervisors is proposed to be discussed at a shareholders meeting, the notice of the meeting shall adequately specify the detailed information on the director or supervisor candidates, which shall at least include:</p> <p>(1) personal particulars, including academic qualifications, working experience and concurrent positions;</p> <p>(2) whether or not have any relation/connection with the Company, its controlling shareholders or actual controller;</p> <p>(3) the number of shares of the Company held by such candidate;</p> <p>(4) whether such candidates have ever been punished by the CSRC and other relevant authorities or disciplined by a stock exchange.</p> <p>Except for electing directors and supervisors by cumulative voting, each candidate for director or supervisor shall be nominated in a separate proposal.</p>
<p>Article 68 When a shareholders meeting is held, all directors, supervisors and the Secretary to the Board of Directors of the Company shall attend the shareholders meeting, and the General Manager and other senior management shall attend the meeting without voting powers.</p>	<p>Article 68 When a shareholders meeting is held, all directors, supervisors and the Secretary to the Board of Directors of the Company shall attend the shareholders meeting, and the General Manager and other senior management shall attend the meeting without voting powers.</p>

Existing Articles	Revised Articles
<p>Article 69 A shareholders meeting shall be convened by the Board of Directors and presided over by the Chairman of the Board of Directors. Where the Chairman is unable of fails to perform his duties, a director jointly elected by more than one half of directors shall preside over the meeting.</p> <p>For a shareholders meeting convened by the Board of Supervisors on its own, the chairman of the Board of Supervisors shall preside over the meeting. Where the chairman of the Board of Supervisors cannot perform his duties or fails to perform his duties, a supervisor jointly selected by more than one half of the supervisors shall preside over the meeting.</p> <p>For a shareholders meeting convened by shareholder(s) on its/their own, the convener(s) shall select a representative to preside over the meeting.</p> <p>When a shareholders meeting is held and the presider violates these Rules of Procedures to cause the shareholders meeting impossible to continue, then upon consent of the shareholders with a majority of the voting rights present at the meeting, a person may be elected at the shareholders meeting to act as the presider to continue the meeting.</p>	<p>Article 69 A shareholders meeting shall be convened by the Board of Directors and presided over by the Chairman of the Board of Directors. Where the Chairman is unable of fails to perform his duties, a director jointly elected by more than one half of directors shall preside over the meeting.</p> <p>For a shareholders meeting convened by the Board of Supervisors the Audit Committee on its own, the chairman of the Board of Supervisors the chairman of the Audit Committee shall preside over the meeting. Where the chairman of the Board of Supervisors the convener(s) (chairman) of the Audit Committee cannot perform his duties or fails to perform his duties, a supervisor member of the Audit Committee jointly selected by more than one half of the supervisors members of the Audit Committee shall preside over the meeting.</p> <p>For a shareholders meeting convened by shareholder(s) on its/their own, the convener(s) shall select a representative to preside over the meeting.</p> <p>When a shareholders meeting is held and the presider violates these Rules of Procedures to cause the shareholders meeting impossible to continue, then upon consent of the shareholders with a majority of the voting rights present at the meeting, a person may be elected at the shareholders meeting to act as the presider to continue the meeting.</p>

Existing Articles	Revised Articles
Article 71 At the annual general meeting, the Board of Directors and the Board of Supervisors shall report to the general meeting on their work in last year. Each of the independent directors shall also report their work.	Article 71 At the annual general meeting, the Board of Directors and the Board of Supervisors shall report to the general meeting on their work in last year. Each of the independent directors shall also report their work.
Article 72 Directors, supervisors and senior management shall provide explanation and clarification to the inquiries raised by the shareholders at the shareholders meeting.	Article 72 Directors, supervisors and senior management shall provide explanation and clarification to the inquiries raised by the shareholders at the shareholders meeting.
<p>Article 74 The shareholders meetings shall have meeting minutes, which shall be recorded by the Secretary to the Board of Directors, and shall contain:</p> <p>(1) the date, venue and agenda of the meeting, and the name of the convener;</p> <p>(2) the names of the presider and the directors, supervisors, general manager and other senior management attending or present at the meeting with or without voting rights;</p> <p>(3) the number of attending shareholders and proxies, and the total number of their voting shares and their percentage in the total number of shares of the Company;</p> <p>(4) the consideration process of each proposal, summaries of the speeches and the voting result;</p> <p>(5) details of the inquiries or recommendations of the shareholders, and the corresponding response or explanations;</p>	<p>Article 74 The shareholders meetings shall have meeting minutes, which shall be recorded by the Secretary to the Board of Directors, and shall contain:</p> <p>(1) the date, venue and agenda of the meeting, and the name of the convener;</p> <p>(2) the names of the presider and the directors, supervisors, general manager and other senior management attending or present at the meeting with or without voting rights;</p> <p>(3) the number of attending shareholders and proxies, and the total number of their voting shares and their percentage in the total number of shares of the Company;</p> <p>(4) the consideration process of each proposal, summaries of the speeches and the voting result;</p> <p>(5) details of the inquiries or recommendations of the shareholders, and the corresponding response or explanations;</p>

Existing Articles	Revised Articles
(6) the name of the counsel(s), vote counter(s) and scrutineer(s); and	(6) the name of the counsel(s), vote counter(s) and scrutineer(s); and
(7) such other content that shall be recorded in the minutes according to the Articles of Association.	(7) such other content that shall be recorded in the minutes according to the Articles of Association.
Article 75 The convener shall guarantee the authenticity, accuracy and completeness of the content of the minutes of the meeting. The directors, supervisors, Secretary to the Board of Directors, the convener or their representative, and the presider of the meeting attending the meeting shall sign on the minutes. The minutes shall be maintained with the register of names of shareholders attending in person and the proxy form for proxy attending, and valid materials in case of voting online or otherwise, for a term of at least ten (10) years.	Article 75 The convener shall guarantee the authenticity, accuracy and completeness of the content of the minutes of the meeting. The directors, supervisors , Secretary to the Board of Directors, the convener or their representative, and the presider of the meeting attending the meeting shall sign on the minutes. The minutes shall be maintained with the register of names of shareholders attending in person and the proxy form for proxy attending, and valid materials in case of voting online or otherwise, for a term of at least ten (10) years.

Existing Articles	Revised Articles
<p>Article 80 The following matters shall be resolved at the shareholders meeting through ordinary resolutions:</p> <p>(1) the work reports of the Board of Directors and the Board of Supervisors;</p> <p>(2) the plans of profits distribution and loss recovery schemes proposed by the Board of Directors;</p> <p>(3) removal of members of the Board of Directors and the Board of Supervisors and their remunerations and methods of payment;</p> <p>(4) annual report of the Company;</p> <p>(5) the appointment, removal of accounting firm, their remuneration and payment methods thereof;</p> <p>(6) any matters not otherwise required by the laws, administrative regulations, regulatory rules of the place where the shares of the Company are listed or these Articles to be approved by special resolution.</p>	<p>Article 80 The following matters shall be resolved at the shareholders meeting through ordinary resolutions:</p> <p>(1) the work reports of the Board of Directors and the Board of Supervisors;</p> <p>(2) the plans of profits distribution and loss recovery schemes proposed by the Board of Directors;</p> <p>(3) removal of members of the Board of Directors and the Board of Supervisors and their remunerations and methods of payment;</p> <p>(4) annual report of the Company;</p> <p>(5) the appointment, removal of accounting firm, their remuneration and payment methods thereof;</p> <p>(6) any matters not otherwise required by the laws, administrative regulations, regulatory rules of the place where the shares of the Company are listed or these Articles to be approved by special resolution.</p>

Existing Articles	Revised Articles
<p>Article 84 The list of director or supervisor candidates shall be submitted as proposal to the shareholders meeting for voting.</p> <p>Cumulative voting system may be implemented when the shareholders meeting votes for the election of the directors and supervisors in accordance with the provisions of these Articles or the resolution of the shareholders meeting.</p> <p>The cumulative voting stated in the preceding paragraph refers to that when the shareholders meeting elects directors or supervisors, every share has votes as many as the number of the directors or supervisors to be elected, and a shareholder may cast all its/his votes for a single candidate. The Board of Directors shall announce the resumes and basic information of the director and supervisor candidates to the shareholders.</p>	<p>Article 84 The list of director or supervisor candidates shall be submitted as proposal to the shareholders meeting for voting.</p> <p>Cumulative voting system may be implemented when the shareholders meeting votes for the election of the directors and supervisors in accordance with the provisions of these Articles or the resolution of the shareholders meeting.</p> <p>The cumulative voting stated in the preceding paragraph refers to that when the shareholders meeting elects directors or supervisors, every share has votes as many as the number of the directors or supervisors to be elected, and a shareholder may cast all its/his votes for a single candidate. The Board of Directors shall announce the resumes and basic information of the director and supervisor candidates to the shareholders.</p>

Existing Articles	Revised Articles
<p>Article 88 Before voting on the proposal, the shareholders meeting shall elect two shareholders' representatives to participate in the counting and supervision of votes. For the related party/connected shareholders having interests in the item to be considered, such shareholders and their proxies shall not participate in vote counting and scrutiny.</p> <p>When proposals are voted on at the shareholders meeting, the shareholders' representative, the supervisors' representative and other relevant persons appointed according to the regulatory rules of the place where the shares of the Company are listed shall be jointly responsible for the counting and scrutinizing of the ballots according to the regulatory rules of the place where the shares of the Company are listed, and the voting results on resolution shall be announced on site, and recorded in the minutes.</p> <p>The shareholders of the Company or their proxies who vote online or otherwise shall be entitled to check and verify their own votes through relevant voting systems.</p>	<p>Article 88 Before voting on the proposal, the shareholders meeting shall elect two shareholders' representatives to participate in the counting and supervision of votes. For the related party/connected shareholders having interests in the item to be considered, such shareholders and their proxies shall not participate in vote counting and scrutiny.</p> <p>When proposals are voted on at the shareholders meeting, the counsel(s), the shareholders' representative, the supervisors' representative and other relevant persons appointed according to the regulatory rules of the place where the shares of the Company are listed shall be jointly responsible for the counting and scrutinizing of the ballots according to the regulatory rules of the place where the shares of the Company are listed, and the voting results on resolution shall be announced on site, and recorded in the minutes.</p> <p>The shareholders of the Company or their proxies who vote online or otherwise shall be entitled to check and verify their own votes through relevant voting systems.</p>
<p>Article 94 Where a proposal on election of directors or supervisors is passed at the shareholders meeting, the new directors and supervisors shall take office from the date on which the resolution of the shareholders meeting is passed.</p>	<p>Article 94 Where a proposal on election of directors or supervisors is passed at the shareholders meeting, the new directors and supervisors shall take office from the date on which the resolution of the shareholders meeting is passed.</p>

Existing Articles	Revised Articles
<p>Article 96 A director of the Company shall be a natural person, who will be ineligible if he:</p> <p>(1) is incapable or only has restricted capacity of civil conduct;</p> <p>(2) is imposed any criminal penalty due to corruption, bribery, embezzlement, appropriation of property or jeopardizing the socialist market economic order, or if he is deprived off the political rights due to committing crime, and it is less than five years upon expiry of execution of such deprival, or if he has been granted a suspended sentence, and it is less than two years upon the expiry of the probation period of the suspended sentence;</p> <p>(3) was the director or factory director or manager of any bankrupt and liquidated company or enterprise and he is responsible for the bankruptcy of such company or enterprise, and it is less than three years since the completion of bankruptcy liquidation of such company or enterprise;</p> <p>(4) was the legal representative of a company or enterprise which is revoked off its business license or ordered to close down due to violation of laws and he is personally responsible for that, and it is less than three years since the date when such company or enterprise is revoked off its business license or ordered to lock out;</p>	<p>Article 96 A director of the Company shall be a natural person, who will be ineligible if he:</p> <p>(1) is incapable or only has restricted capacity of civil conduct;</p> <p>(2) is imposed any criminal penalty due to corruption, bribery, embezzlement, appropriation of property or jeopardizing the socialist market economic order, or if he is deprived off the political rights due to committing crime, and it is less than five years upon expiry of execution of such deprival, or if he has been granted a suspended sentence, and it is less than two years upon the expiry of the probation period of the suspended sentence;</p> <p>(3) was the director or factory director or manager of any bankrupt and liquidated company or enterprise and he is responsible for the bankruptcy of such company or enterprise, and it is less than three years since the completion of bankruptcy liquidation of such company or enterprise;</p> <p>(4) was the legal representative of a company or enterprise which is revoked off its business license or ordered to close down due to violation of laws and he is personally responsible for that, and it is less than three years since the date when such company or enterprise is revoked off its business license or ordered to lock out;</p>

Existing Articles	Revised Articles
<p>(5) has any due and unpaid debt with a relevant large amount and is listed by the people's court as a judgment defaulter;</p> <p>(6) is prohibited from entering the securities market by the CSRC and the prohibition period has not yet expired;</p> <p>(7) is under other circumstances as provided by the laws, administrative regulations or departmental rules.</p> <p>Any election or appointment of director in violation of the provisions of this Article shall be invalid. Where any director has any circumstance described above during his tenure, the Company shall remove him from office</p>	<p>(5) has any due and unpaid debt with a relevant large amount and is listed by the people's court as a judgment defaulter;</p> <p>(6) is prohibited from entering the securities market by the CSRC and the prohibition period has not yet expired;</p> <p><u>(7) is publicly determined by the stock exchange to be unfit to serve as a director or senior management of a listed company, and the period of such determination has not expired;</u></p> <p>(78) is under other circumstances as provided by the laws, administrative regulations or departmental rules.</p> <p>Any election or appointment of director in violation of the provisions of this Article shall be invalid. Where any director has any circumstance described above during his tenure, the Company <u>shall</u> remove him from office <u>and cease his performance of duties.</u></p>

Existing Articles	Revised Articles
<p>Article 97 Directors shall be elected or replaced by the shareholders meeting, and may be removed from office by ordinary resolution made at the shareholders meeting before expiry of their tenure (without prejudice to any claim for compensation available under any contract). The tenure of director shall be three years and a director may be re-elected upon expiry of tenure.</p> <p>Subject to applicable laws and regulations and regulatory rules on listing of companies, the tenure of any new director appointed by the Board of Directors to fill a casual vacancy of the Board of Directors or increase of the number of members of the Board of Directors shall expire at the first annual shareholders meeting of the Company following his appointment, at which time he shall be eligible for re-election and re-appointment.</p> <p>The tenure of director shall start from the date of taking office and end on the expiry of the tenure of the current Board of Directors. Where no new director is timely elected when the tenure of a director expires, then, before the new director takes office, the original director shall perform his director duties in accordance with the provisions of the laws, administrative regulations, departmental rules and these Articles.</p> <p>A director may concurrently hold office as General Manager or other senior management, however, the number of directors concurrently holding office as General Manager or other senior management and directors who are employees' representatives shall not exceed one half of the total number of directors of the Company.</p>	<p>Article 97 Directors shall be elected or replaced by the shareholders meeting, and may be removed from office by ordinary resolution made at the shareholders meeting before expiry of their tenure (without prejudice to any claim for compensation available under any contract). The tenure of director shall be three years and a director may be re-elected upon expiry of tenure.</p> <p>Subject to applicable laws and regulations and regulatory rules on listing of companies, the tenure of any new director appointed by the Board of Directors to fill a casual vacancy of the Board of Directors or increase of the number of members of the Board of Directors shall expire at the first annual shareholders meeting of the Company following his appointment, at which time he shall be eligible for re-election and re-appointment.</p> <p>The tenure of director shall start from the date of taking office and end on the expiry of the tenure of the current Board of Directors. Where no new director is timely elected when the tenure of a director expires, then, before the new director takes office, the original director shall perform his director duties in accordance with the provisions of the laws, administrative regulations, departmental rules and these Articles.</p> <p>A director may concurrently hold office as General Manager or other senior management, however, the number of directors concurrently holding office as General Manager or other senior management and directors who are employees' representatives shall not exceed one half of the total number of directors of the Company.</p>

Existing Articles	Revised Articles
<p>Article 98 Directors shall comply with laws, administrative regulations and these Articles and assume the following loyalty duty to the Company:</p> <p>They shall bear the following obligations of loyalty to the Company:</p> <p>(1) not to take any bribery or other illegal income or embezzle the assets of the Company by taking advantage of his position;</p> <p>(2) not to misappropriate any fund of the Company;</p> <p>(3) not to deposit funds or assets of the Company in account under his name or the name of others;</p>	<p>Article 98 Directors shall comply with laws, administrative regulations and these Articles <u>and assume loyalty duty to the Company and take measures to avoid conflicts between their own interests and the interests of the Company, and they shall not make use of their powers to gain undue benefits.</u></p> <p>The <u>Directors</u> shall bear the following obligations of loyalty to the Company:</p> <p>(1) not to take any bribery or other illegal income or embezzle the assets of the Company <u>or misappropriate the Company's funds</u> by taking advantage of his position;</p> <p>(2) not to misappropriate any fund of the Company;</p> <p>(32) not to deposit funds or assets of the Company in account under his name or the name of others;</p> <p>(4) not to provide guarantee for others by property of the Company or lend the funds of the Company to others without consent of the shareholders meeting or the Board of Directors, in violation of the provisions of these Articles;</p> <p>(3) <u>not to take any bribery or other illegal income by taking advantage of his position;</u></p>

Existing Articles	Revised Articles
<p>(4) not to provide guarantee for others by property of the Company or lend the funds of the Company to others without consent of the shareholders meeting or the Board of Directors, in violation of the provisions of these Articles;</p> <p>(5) not to enter into any contract or transaction with the Company in violation of the provisions of these Articles or without consent of the shareholders meeting;</p> <p>(6) not to take advantage of his position to seek business opportunity belonging to the Company for himself or others, or to self-operate or operate for others any business similar or identical to the Company, without consent of the shareholders meeting;</p>	<p>(54) not to enter into any contract or transaction with the Company, <u>directly or indirectly, unless the matter has been reported to the Board of Directors or the shareholders meeting and a resolution has been passed at the Board meeting or the shareholders meeting in accordance with these Articles</u> in violation of the provisions of these Articles or without consent of the shareholders meeting;</p> <p>(65) not to take advantage of his position to seek business opportunity belonging to the Company for himself or others, or to self-operate or operate for others any business similar or identical to the Company, <u>except where the matter has been reported to the Board or the shareholders meeting and a resolution of the shareholders meeting has been passed, or where the Company is unable to utilize the business opportunity pursuant to the law, administrative regulations, or these Articles</u> without consent of the shareholders meeting;</p> <p>(6) <u>not to</u> self-operate or operate for others any business similar or identical to the Company <u>unless the matter has been reported to the Board of Directors or the shareholders meeting and a resolution of the shareholders meeting has been passed;</u></p>

Existing Articles	Revised Articles
<p>(7) not to accept and take possession of any commission from transactions between others and the Company;</p> <p>(8) not to disclose any secret of the Company without permission;</p> <p>(9) not take advantage of its relation/connection to harm the interests of the Company;</p> <p>other loyalty duty as provided in laws, administrative regulations, departmental rules and these Articles.</p> <p>Any and all proceeds obtained by directors from violation of the provisions of this Article shall belong to the Company; and in case of any loss caused to the Company thereby, such directors shall be liable for compensation.</p>	<p>(7) not to accept and take possession of any commission from transactions between others and the Company;</p> <p>(8) not to disclose any secret of the Company without permission;</p> <p>(9) not take advantage of its relation/connection to harm the interests of the Company;</p> <p>(10) other loyalty duty as provided in laws, administrative regulations, departmental rules and these Articles.</p> <p>Any and all proceeds obtained by directors from violation of the provisions of this Article shall belong to the Company; and in case of any loss caused to the Company thereby, such directors shall be liable for compensation.</p> <p><u>The provisions of Paragraph 2(iv) of this Article shall apply to the conclusion of contracts or transactions with the Company by close relatives of Directors and senior management, enterprises directly or indirectly controlled by Directors, senior management or their close relatives, as well as related persons with whom Directors and senior management have other related relationships/connection.</u></p>

Existing Articles	Revised Articles
<p>Article 99 Directors shall comply with laws, administrative regulations and these Articles and assume the following diligence duty to the Company:</p> <p>(1) diligently, seriously and prudently exercise the rights granted by the Company, so as to ensure the business activities of the Company are in compliance with the requirements of all national laws, administrative regulations and national economic policies, and will not be beyond the business scope as indicated in the business license;</p> <p>(2) fairly treat all shareholders;</p> <p>(3) keep abreast of the business operation and management situation of the Company;</p> <p>(4) execute written confirmation opinions for the regular reports of the Company, and ensure the information disclosed by the Company is authentic, accurate and complete;</p> <p>(5) truthfully provide relevant situation and materials to the Board of Supervisors and not to impede the exercise of powers and duties by the Board of Supervisors or supervisors; and</p> <p>(6) other diligence duty as provided in laws, administrative regulations, departmental rules and these Articles.</p>	<p>Article 99 Directors shall comply with laws, administrative regulations and these Articles and <u>assume diligence duty to the Company, and shall perform their duties with the reasonable care normally expected of a manager in the best interests of the Company.</u></p> <p>The <u>Directors</u> shall bear the following obligations of diligence to the Company:</p> <p>(1) diligently, seriously and prudently exercise the rights granted by the Company, so as to ensure the business activities of the Company are in compliance with the requirements of all national laws, administrative regulations and national economic policies, and will not be beyond the business scope as indicated in the business license;</p> <p>(2) fairly treat all shareholders;</p> <p>(3) keep abreast of the business operation and management situation of the Company;</p> <p>(4) execute written confirmation opinions for the regular reports of the Company, and ensure the information disclosed by the Company is authentic, accurate and complete;</p> <p>(5) truthfully provide relevant situation and materials to the Board of Supervisors <u>the Audit Committee</u> and not to impede the exercise of powers and duties by the Board of Supervisors or supervisors <u>the Audit Committee</u>;</p> <p>(6) other diligence duty as provided in laws, administrative regulations, departmental rules and these Articles.</p>

Existing Articles	Revised Articles
<p>Article 101 Directors may resign before expiry of their tenure. The resigning director shall submit a written resignation report to the Board of Directors, and the Board of Directors shall disclose relevant situation within two (2) days.</p> <p>Where any director resigns during his tenure which leads to the number of members of the Board of Directors is below the quorum, then, before the new director takes office, the original Director shall still perform his director duties in accordance with the provisions of the laws, administrative regulations, departmental rules and these Articles.</p> <p>Except for the circumstance stated in the preceding paragraph, the resignation of a director shall become effective when his resignation report is delivered to the Board of Directors.</p>	<p>Article 101 Directors may resign before expiry of their tenure. The resigning director shall submit a written resignation report to the Board of Directors <u>and shall become effective immediately upon receipt by the Company</u> and the Board of Directors <u>Company</u> shall disclose relevant situation within two (2) <u>trading</u> days.</p> <p>Where any director resigns during his tenure which leads to the number of <u>members</u> of the Board of Directors is below the quorum, then, before the new director takes office, the original Director shall still perform his director duties in accordance with the provisions of the laws, administrative regulations, departmental rules and these Articles.</p> <p>Except for the circumstance stated in the preceding paragraph, the resignation of a director shall become effective when his resignation report is delivered to the Board of Directors.</p>
/	<p><u>Article 103 The shareholders meeting may resolve to remove a director, and the removal shall become effective on the date the resolution is made.</u></p> <p><u>If a director is removed before the expiry of his term of office without proper reasons, the director may demand compensation from the Company.</u></p>

Existing Articles	Revised Articles
<p>Article 104 Directors who violate the laws, administrative regulations, departmental rules or these Articles when performing their duties for the Company, which causes losses to the Company, shall be liable for compensation.</p>	<p>Article 1045 <u>If a Director, when performing his duties for the Company, causes damage to others, the Company shall be liable for compensation; if the Director commits an intentional act or gross negligence, he shall also be liable for compensation.</u></p> <p>Directors who violate the laws, administrative regulations, departmental rules or these Articles when performing their duties for the Company, which causes losses to the Company, shall be liable for compensation.</p>
<p>Article 105 The Company shall have independent directors, and the qualifications, nomination and election procedures, term of office, resignation, functions and powers of independent directors shall be implemented in accordance with laws, administrative regulations, and relevant rules of the stock exchange.</p>	<p>Article 105 The Company shall have independent directors, and the qualifications, nomination and election procedures, term of office, resignation, functions and powers of independent directors shall be implemented in accordance with laws, administrative regulations, and relevant rules of the stock exchange.</p>

Existing Articles	Revised Articles
<p>Article 108 The Board of Directors shall exercise the following function and powers:</p> <p>(1) to convene the shareholders meetings and report on its work to such shareholders meeting;</p> <p>(2) to implement resolutions passed at the shareholders meeting;</p> <p>(3) to decide on the Company's business plans and investment plans;</p> <p>(4) to formulate the Company's annual financial budgets and final accounting plans;</p> <p>(5) to formulate the Company's profit distribution proposals and loss recovery proposals;</p> <p>(6) to prepare plans on increase or reduction of registered capital of the Company, issuance of bonds or other securities, and listing of the Company;</p> <p>(7) to formulate plans for material acquisitions, purchase of shares of the Company, merger, split, dissolution or change of organizational form of the Company;</p> <p>(8) to decide on external investment, asset acquisition or disposal, mortgage of assets, external guarantee, entrusted wealth management and related party/connected transactions, donations, etc. of the Company, within the scope of delegation by the shareholders meeting;</p>	<p>Article 108 The Board of Directors shall exercise the following function and powers:</p> <p>(1) to convene the shareholders meetings and report on its work to such shareholders meeting;</p> <p>(2) to implement resolutions passed at the shareholders meeting;</p> <p>(3) to decide on the Company's business plans and investment plans;</p> <p>(4) to formulate the Company's annual financial budgets and final accounting plans;</p> <p>(5) to formulate the Company's profit distribution proposals and loss recovery proposals;</p> <p>(6) to prepare plans on increase or reduction of registered capital of the Company, issuance of bonds or other securities, and listing of the Company;</p> <p>(7) to formulate plans for material acquisitions, purchase of shares of the Company, merger, split, dissolution or change of organizational form of the Company;</p> <p>(8) to decide on external investment, asset acquisition or disposal, mortgage of assets, external guarantee, entrusted wealth management and related party/connected transactions, donations, etc. of the Company, within the scope of delegation by the shareholders meeting;</p>

Existing Articles	Revised Articles
(9) to approve matters in relation to investment, acquisition or disposal of assets, financing and related party/connected transactions as required to be decided by the Board of Directors under the listing rules of the stock exchange where the shares of the Company are listed;	(9) to approve matters in relation to investment, acquisition or disposal of assets, financing and related party/connected transactions as required to be decided by the Board of Directors under the listing rules of the stock exchange where the shares of the Company are listed;
(10) to determine on the Company's internal management structure;	(10) to determine on the Company's internal management structure;
(11) to decide on the appointment or removal of the General Manager, the Secretary to the Board or other senior management of the Company, and their remuneration, rewards and punishments; to decide on the employment or dismissal of the deputy general manager, CFO, and other senior management of the Company according to the nomination of the General Manager, and their remuneration, rewards and punishments;	(11) to decide on the appointment or removal of the General Manager, the Secretary to the Board or other senior management of the Company, and their remuneration, rewards and punishments; to decide on the employment or dismissal of the deputy general manager, CFO, and other senior management of the Company according to the nomination of the General Manager, and their remuneration, rewards and punishments;
(12) to formulate the Company's basic management system;	(12) to formulate the Company's basic management system;
(13) to formulate proposals for amendments to the Articles of Association;	(13) to formulate proposals for amendments to the Articles of Association;
(14) to manage information disclosures of the Company;	(14) to manage information disclosures of the Company;
(15) to propose to the shareholders meeting to engage or replace the accounting firm which provides audit services to the Company;	(15) to propose to the shareholders meeting to engage or replace the accounting firm which provides audit services to the Company;

Existing Articles	Revised Articles
<p>(16) to listen to work reports presented by the General Manager of the Company and inspect the work of the General Manager;</p> <p>(17) to exercise other functions and powers as stipulated by laws, administrative regulations, department rules, regulatory rules of the place where the shares of the Company are listed or the Articles of Association.</p> <p>For the previous resolutions made by the Board, except for Items (6), (7), (13) and other matters which shall be passed by the affirmative vote of more than two-thirds of all directors as provided by laws, administrative regulations, departmental rules, listing rules of the stock exchange in the place where the stocks of the Company are listed and the Articles of Association, the rest shall be approved by more than one half of the directors.</p> <p>Matters beyond the scope of authorization of the shareholders meeting to the Board shall be submitted to the shareholders meeting for consideration.</p>	<p>(16) to listen to work reports presented by the General Manager of the Company and inspect the work of the General Manager;</p> <p>(17) to exercise other functions and powers as stipulated by laws, administrative regulations, department rules, regulatory rules of the place where the shares of the Company are listed or the Articles of Association.</p> <p>For the previous resolutions made by the Board, except for Items (6), (7), (13) and other matters which shall be passed by the affirmative vote of more than two-thirds of all directors as provided by laws, administrative regulations, departmental rules, listing rules of the stock exchange in the place where the stocks of the Company are listed and the Articles of Association, the rest shall be approved by more than one half of the directors.</p> <p>Matters beyond the scope of authorization of the shareholders meeting to the Board shall be submitted to the shareholders meeting for consideration.</p>

Existing Articles	Revised Articles
<p>The Board of Directors of the Company may establish four special committees, namely the Audit Committee, the Nomination Committee, the Remuneration and Appraisal Committee, and the Strategy Committee. These special committees shall be accountable to the Board of Directors, and fulfill their duties according to these Articles and within the scope of delegation by the Board of Directors, submit proposals to the Board of Directors for consideration and decision. All members of the special committees shall be directors, among which, more than one half of the members of Audit Committee, the Nomination Committee and the Remuneration and Appraisal Committee shall be independent directors, who shall act as convener (and chairperson) of the meetings thereof, while the convener (and chairperson) of the Audit Committee shall be accounting professional. The Board of Directors shall be responsible for formulating the work rules for special committees, and regulating the operation of special committees.</p>	<p>The Board of Directors of the Company may establish four special committees, namely the Audit Committee, the Nomination Committee, the Remuneration and Appraisal Committee, and the Strategy Committee. These special committees shall be accountable to the Board of Directors, and fulfill their duties according to these Articles and within the scope of delegation by the Board of Directors, submit proposals to the Board of Directors for consideration and decision. All members of the special committees shall be directors, among which, more than one half of the members of Audit Committee, the Nomination Committee and the Remuneration and Appraisal Committee shall be independent directors, who shall act as convener (and chairperson) of the meetings thereof, while the convener (and chairperson) of the Audit Committee shall be accounting professional. The Board of Directors shall be responsible for formulating the work rules for special committees, and regulating the operation of special committees.</p>

Existing Articles	Revised Articles
<p>Article 118 The meetings of the Board of Directors shall include regular meetings and extraordinary meetings.</p> <p>Meetings of the Board of Directors shall be regularly convened by the chairman at least four times a year. All Directors and Supervisors shall be notified in writing 14 days before such meetings.</p> <p>The shareholder(s) representing more than one tenth of the voting rights, more than one third of the directors, more than one half of the independent directors, the Board of Supervisors, the Chairman or the General Manager may requisition to convene an extraordinary meeting of the Board of Directors. The chairman shall convene and preside over such meetings of the Board of Directors within 10 days after receiving such proposal.</p> <p>The notice of an extraordinary meeting of the Board of Directors shall be given to all directors and supervisors three days before the meeting. The time limit restriction for meeting notice set forth in the preceding paragraph may not apply to any urgent situation which requires the convention of an extraordinary meeting of the Board of Directors as soon as possible.</p> <p>Notice of meetings of the Board of Directors shall be given in writing, by personal delivery, facsimile, electronic mail or in such other manner as may be provided for in these Articles.</p> <p>In case of emergency where an interim meeting of the Board of Directors shall be convened as soon as possible, a notice of such meeting may be given at any time by phone or other oral means, but the convener shall make an explanation at the meeting.</p>	<p>Article 118 The meetings of the Board of Directors shall include regular meetings and extraordinary meetings.</p> <p>Meetings of the Board of Directors shall be regularly convened by the chairman at least four times a year. All Directors and Supervisors shall be notified in writing 14 days before such meetings.</p> <p>The shareholder(s) representing more than one tenth of the voting rights, more than one third of the directors or <u>audit committee</u>, more than one half of the independent directors, the Board of Supervisors, the Chairman or the General Manager may requisition to convene an extraordinary meeting of the Board of Directors. The chairman shall convene and preside over such meetings of the Board of Directors within 10 days after receiving such proposal.</p> <p>The notice of an extraordinary meeting of the Board of Directors shall be given to all directors and supervisors three days before the meeting. The time limit restriction for meeting notice set forth in the preceding paragraph may not apply to any urgent situation which requires the convention of an extraordinary meeting of the Board of Directors as soon as possible.</p> <p>Notice of meetings of the Board of Directors shall be given in writing, by personal delivery, facsimile, electronic mail or in such other manner as may be provided for in these Articles.</p> <p>In case of emergency where an interim meeting of the Board of Directors shall be convened as soon as possible, a notice of such meeting may be given at any time by phone or other oral means, but the convener shall make an explanation at the meeting.</p>

Existing Articles	Revised Articles
<p>Article 120 Meeting of the Board of Directors may be held only if more than half of the directors are present.</p> <p>Each Director shall have one vote during the voting on resolutions of the Board of Directors. Unless otherwise required by laws, administrative regulations and the Articles of Association, resolutions of the Board of Directors shall be passed by more than half of all Directors.</p> <p>No director, who has relation/connection with the enterprise involved in a resolution submitted to the meeting of the Board of Directors for consideration and voting, may exercise voting rights over such resolution for his own account or on behalf of other director. Such a meeting of the Board of Directors may be held in the presence of a majority of the non-related/non-connected directors and a resolution passed at a meeting of the Board of Directors shall require the approval of a majority of the non-related/non-connected directors. If the number of non-related/non-connected directors attending the meeting of the Board of Directors is less than 3, the issue shall be submitted to the shareholders meeting for consideration.</p>	<p>Article 120 Meeting of the Board of Directors may be held only if more than half of the directors are present.</p> <p>Each Director shall have one vote during the voting on resolutions of the Board of Directors. Unless otherwise required by laws, administrative regulations and the Articles of Association, resolutions of the Board of Directors shall be passed by more than half of all Directors.</p> <p>No director, who has relation/connection with the enterprise <u>or individual</u> involved in a resolution submitted to the meeting of the Board of Directors for consideration and voting, <u>such director shall report to the Board of Directors in writing in a timely manner. No Director who has relation/connection with them</u> may exercise voting rights over such resolution for his own account or on behalf of other director. Such a meeting of the Board of Directors may be held in the presence of a majority of the non-related/non-connected directors and a resolution passed at a meeting of the Board of Directors shall require the approval of a majority of the non-related/non-connected directors. If the number of non-related/non-connected directors attending the meeting of the Board of Directors is less than 3, the issue shall be submitted to the shareholders meeting for consideration.</p>

Existing Articles	Revised Articles
/	<u>Section 3 Independent Directors</u>
/	<u>Article 125 Independent directors shall diligently perform their duties in accordance with the laws, administrative regulations, the regulations of the CSRC, the securities regulatory authorities and stock exchanges of the place where the Company's shares are listed, and these Articles, play their roles in participating in decision-making, exercising supervisory checks and balances, and providing professional advice within the Board of Directors, safeguard the overall interests of the Company, and protect the lawful rights and interests of minority shareholders.</u>

Existing Articles	Revised Articles
/	<p data-bbox="815 293 1359 438"><u>Article 126 Independent directors must maintain independence. The following persons shall not serve as independent directors:</u></p> <p data-bbox="815 480 1359 774"><u>(1) any person working for the Company or its affiliated enterprises, and their spouses, parents, children and main social relationships, which refers to siblings, spouses of siblings, parents of the spouses, siblings of spouses, spouses of children, parents of children's spouses, etc.;</u></p> <p data-bbox="815 817 1359 1034"><u>(2) any natural person shareholder who directly or indirectly holds more than 1% of the Company's issued shares or is among the top ten shareholders of the Company, and their spouses, parents, and children;</u></p> <p data-bbox="815 1076 1359 1293"><u>(3) any person working for a shareholder directly or indirectly holding more than 5% of the Company's issued shares or among the top five shareholders of the Company, and their spouses, parents, and children;</u></p> <p data-bbox="815 1336 1359 1481"><u>(4) any person working for an affiliated enterprise of the Company's controlling shareholder or actual controller, and their spouses, parents, and children;</u></p> <p data-bbox="815 1523 1359 1817"><u>(5) any person who has major business dealings with the Company and its controlling shareholder, actual controller or their respective affiliated enterprises, or any person working for an entity which have major business dealings and their controlling shareholder or actual controller;</u></p>

Existing Articles	Revised Articles
	<p><u>(6) any person providing financial, legal, consulting, sponsorship and other services to the Company and its controlling shareholder, actual controller or their respective affiliated enterprises, including but not limited to all project team members, reviewers at all levels, signatories on reports, partners, directors, senior management and principal responsible persons of the intermediary institutions which provide services;</u></p> <p><u>(7) any person who fell under any of the circumstances listed in items (1) to (6) above within the last 12 months;</u></p> <p><u>(8) any other person who lacks independence as stipulated by laws, administrative regulations, regulations of the CSRC, the business rules of the stock exchange where the Company's shares are listed, and these Articles.</u></p> <p><u>The affiliated enterprises of the Company's controlling shareholder or actual controller referred to in items (4) to (6) of the preceding paragraph do not include enterprises that are controlled by the same state-owned assets regulatory authority as the Company and, according to relevant regulations, do not constitute a relation/connection with the Company.</u></p> <p><u>Independent directors shall conduct an annual self-examination of their independence and submit the self-examination report to the Board of Directors.</u></p>

Existing Articles	Revised Articles
/	<p data-bbox="815 293 1359 400"><u>Article 127 A person serving as an independent director of the Company shall satisfy the following conditions:</u></p> <p data-bbox="815 442 1359 623"><u>(1) possess the qualifications for serving as a director of a listed company in accordance with the laws, administrative regulations, and other relevant provisions;</u></p> <p data-bbox="815 666 1359 772"><u>(2) satisfy the independence requirements stipulated in these Articles;</u></p> <p data-bbox="815 815 1359 963"><u>(3) possess a basic knowledge of the operations of a listed company and be familiar with relevant laws, regulations, and rules;</u></p> <p data-bbox="815 1006 1359 1155"><u>(4) have not less than five years of work experience in law, accounting, economics or other areas necessary for performing the duties of an independent director;</u></p> <p data-bbox="815 1198 1359 1304"><u>(5) be of good personal character, and have no record of significant dishonesty or other adverse records;</u></p> <p data-bbox="815 1347 1359 1527"><u>(6) other conditions stipulated by laws, administrative regulations, regulations of the CSRC, the business rules of the stock exchange where the Company's shares are listed, and these Articles.</u></p>

Existing Articles	Revised Articles
/	<p><u>Article 128 As members of the Board of Directors, independent directors owe a duty of loyalty and diligence to the Company and all shareholders, and shall prudently perform the following duties:</u></p> <p><u>(1) participate in the decision-making of the Board of Directors and express clear opinions on matters discussed;</u></p> <p><u>(2) supervise matters involving potential material conflicts of interest between the Company and its controlling shareholders, actual controllers, directors, and senior management, and protect the lawful rights and interests of minority shareholders;</u></p> <p><u>(3) provide professional and objective advice on the Company's operation and development, and promote the enhancement of the Board of Directors' decision-making level;</u></p> <p><u>(4) other duties stipulated by laws, administrative regulations, regulations of the CSRC, the business rules of the stock exchange where the Company's shares are listed, and these Articles.</u></p>

Existing Articles	Revised Articles
/	<p><u>Article 129 Independent directors shall exercise the following special powers:</u></p> <p><u>(1) independently engage intermediary institutions to audit, consult on, or investigate specific matters of the Company;</u></p> <p><u>(2) propose to the Board of Directors to convene an extraordinary shareholders meeting;</u></p> <p><u>(3) propose to convene a meeting of the Board of Directors;</u></p> <p><u>(4) solicit shareholders' rights publicly from shareholders in accordance with the law;</u></p> <p><u>(5) express independent opinions on matters that may damage the rights and interests of the Company or minority shareholders;</u></p> <p><u>(6) other powers stipulated by laws, administrative regulations, regulations of the CSRC, the business rules of the stock exchange where the Company's shares are listed, and these Articles.</u></p> <p><u>The exercise of the powers listed in items (1) to (3) of the preceding paragraph by an independent director shall be subject to the consent of more than half of all independent directors.</u></p> <p><u>The Company shall promptly disclose the exercise of the powers listed in the first paragraph by an independent director. If the exercise of the aforementioned powers is impaired, the Company shall disclose the specific circumstances and reasons.</u></p>

Existing Articles	Revised Articles
/	<p><u>Article 130 The following matters shall be submitted to the Board of Directors for consideration only after obtaining the consent of more than half of all independent directors of the Company:</u></p> <p><u>(1) related party/connected transactions that shall be disclosed;</u></p> <p><u>(2) plans on the change or exemption of commitments made by the Company and relevant parties;</u></p> <p><u>(3) decisions and measures taken by the Board of Directors of an acquired listed company in response to a takeover;</u></p> <p><u>(4) other matters stipulated by laws, administrative regulations, regulations of the CSRC, the business rules of the stock exchange where the Company's shares are listed, and these Articles.</u></p>

Existing Articles	Revised Articles
/	<p data-bbox="815 293 1359 604"><u>Article 131 The Company shall establish a special meeting mechanism attended exclusively by independent directors. Matters such as related party/connected transactions to be considered by the Board of Directors shall receive prior approval from the Special Meeting of Independent Directors.</u></p> <p data-bbox="815 640 1359 917"><u>The Company shall convene the Special Meeting of Independent Directors regularly or irregularly. Matters listed in Items (1) to (3) of Paragraph One of Article 129 and Article 130 of these Articles shall be considered by the Special Meeting of Independent Directors.</u></p> <p data-bbox="815 953 1359 1055"><u>The Special Meeting of Independent Directors may research and discuss other matters of the Company as needed.</u></p> <p data-bbox="815 1091 1359 1474"><u>The Special Meeting of Independent Directors shall be convened and presided over by one independent director jointly recommended by more than half of all independent directors; if the convener fails to perform or is unable to perform his/her duties, two or more independent directors may convene the meeting on their own and recommend one representative to preside.</u></p> <p data-bbox="815 1510 1359 1751"><u>The Special Meeting of Independent Directors shall prepare meeting minutes in accordance with regulations, and the opinions of the independent directors shall be recorded in the meeting minutes. Independent directors shall sign to confirm the meeting minutes.</u></p> <p data-bbox="815 1787 1359 1889"><u>The Company shall facilitate and support for the convening of the Special Meeting of Independent Directors.</u></p>

Existing Articles	Revised Articles
/	<u>Section 4 Special Committees of the Board of Directors</u>
/	<p><u>Article 132 The Board of Directors of the Company shall establish an Audit Committee, a Nomination Committee, a Remuneration and Appraisal Committee, and a Strategy Committee, which shall perform their duties in accordance with these Articles and the authorization of the Board of Directors. Proposals of the special committees shall be submitted to the Board of Directors for consideration and decision. The Audit Committee shall exercise the powers and functions of the Supervisory Committee as stipulated in the Company Law.</u></p> <p><u>All members of the special committees shall be composed of directors. Independent directors shall constitute the majority of the members of the Audit Committee, the Nomination Committee, and the Remuneration and Appraisal Committee, and shall serve as conveners (chairpersons). The conveners (chairpersons) shall be elected by the Board of Directors.</u></p>
	<p><u>Article 133 The Audit Committee consists of three (3) members who are Directors not serving as senior management of the Company. Among them, three (3) are independent directors, and the convener shall be an accounting professional selected from among the independent directors.</u></p>

Existing Articles	Revised Articles
/	<p data-bbox="815 293 1359 661"><u>Article 134 The Audit Committee shall be responsible for reviewing the Company's financial information and its disclosure, supervising and evaluating the internal and external auditing work and internal control, and the following matters shall be submitted to the Board of Directors for consideration after being approved by the majority of all members of the Audit Committee:</u></p> <p data-bbox="815 704 1359 853"><u>(1) disclosure of financial information in financial accounting reports and periodical reports, and internal control evaluation reports;</u></p> <p data-bbox="815 895 1359 1002"><u>(2) appointment or dismissal of the accounting firm undertaking the Company's auditing service;</u></p> <p data-bbox="815 1044 1359 1108"><u>(3) appointment or dismissal of the chief financial officer of the Company;</u></p> <p data-bbox="815 1151 1359 1332"><u>(4) changes in accounting policies or accounting estimates, or corrections of major accounting errors, due to reasons other than changes in accounting standards;</u></p> <p data-bbox="815 1374 1359 1557"><u>(5) other matters stipulated by laws, administrative regulations, provisions of the CSRC, the business rules of stock exchange on which the shares of the Company are listed and these Articles.</u></p>

Existing Articles	Revised Articles
/	<p><u>Article 135 The Audit Committee shall hold meetings at least once a quarter. Extraordinary meetings may be convened at the proposals of two or more members or when the convener considers it necessary. Meetings of the Audit Committee shall be held with the presence of more than two thirds of the members.</u></p> <p><u>Resolutions of the Audit Committee shall be passed by more than half of the members of the Audit Committee.</u></p> <p><u>Each person shall have one vote for a resolution of the Audit Committee.</u></p> <p><u>The Audit Committee shall prepare the minutes of the meeting with respect of resolutions in accordance with the regulations, and all members of the Audit Committee attending the meeting shall sign on such minutes.</u></p> <p><u>The work rules of the Audit Committee shall be formulated by the Board of Directors.</u></p>
/	<p><u>Article 136 The work rules of the special committees shall be formulated by the Board of Directors.</u></p>

Existing Articles	Revised Articles
<p>Article 125 The Company shall have one General Manager, who will be appointed or removed by the Board of Directors.</p> <p>The Company shall have two Deputy General Managers, who will be employed or dismissed by the Board of Directors.</p> <p>The General Manager, Deputy General Managers, Secretary to the Board of Directors, CFO and other managerial personnel employed by the Board of Directors other than the Representative of Securities Affairs, shall be senior management of the Company.</p>	<p>Article 12537 The Company shall have one General Manager, who will be appointed or removed by the Board of Directors.</p> <p>The Company shall have twoseveral Deputy General Managers, who will be employed or dismissed by the Board of Directors.</p> <p>General Manager, Deputy General Managers, Secretary to the Board of Directors, CFO and other managerial personnel employed by the Board of Directors other than the Representative of Securities Affairs, shall be senior management of the Company.</p>
<p>Article 132 The work rules of the General Manager shall contain:</p> <p>(1) the conditions and procedures for convention of and participants of the meeting of General Manager;</p> <p>(2) the respective specific duties and division of labor of the General Manager and other senior management;</p> <p>(3) the application of funds and assets of the Company, the power to execute material contracts and the system of reporting to the Board of Directors and the Supervisory Committee;</p> <p>(4) other matters as may be deemed necessary by the Board of Directors.</p>	<p>Article 13244 The work rules of the General Manager shall contain:</p> <p>(1) the conditions and procedures for convention of and participants of the meeting of General Manager;</p> <p>(2) the respective specific duties and division of labor of the General Manager and other senior management;</p> <p>(3) the application of funds and assets of the Company, the power to execute material contracts and the system of reporting to the Board of Directors and the Supervisory Committee;</p> <p>(4) other matters as may be deemed necessary by the Board of Directors.</p>
<p>Chapter 7 Supervisory Committee</p> <p>Section 1 Supervisors</p>	<p>Chapter 7 Supervisory Committee</p> <p>Section 1 Supervisors</p>

Existing Articles	Revised Articles
<p>Article 138 The circumstances set forth in Article 96 hereof whereby a person is prohibited from acting as a director shall also apply to supervisors.</p> <p>No director, General Manager or other senior management may concurrently hold office as supervisors.</p>	<p>Article 138 The circumstances set forth in Article 96 hereof whereby a person is prohibited from acting as a director shall also apply to supervisors.</p> <p>No director, General Manager or other senior management may concurrently hold office as supervisors.</p>
<p>Article 139 Supervisors shall comply with the laws, administrative regulations and these Articles, and assume the loyalty duty and the diligence duty to the Company, and shall not take advantage of their positions to take bribery or other illegal gains or embezzle the assets of the Company.</p>	<p>Article 139 Supervisors shall comply with the laws, administrative regulations and these Articles, and assume the loyalty duty and the diligence duty to the Company, and shall not take advantage of their positions to take bribery or other illegal gains or embezzle the assets of the Company.</p>
<p>Article 140 The tenure of supervisors shall be three (3) years. Upon expiry of the tenure, a supervisor may be re-elected.</p>	<p>Article 140 The tenure of supervisors shall be three (3) years. Upon expiry of the tenure, a supervisor may be re-elected.</p>
<p>Article 141 Where no new supervisor is timely elected when the tenure of a supervisor expires, or where any supervisor resigns during his tenure which leads to the number of members of the Supervisory Committee is below the quorum, then, before the new supervisor takes office, the original supervisor shall still perform his supervisor duties in accordance with the provisions of the laws, administrative regulations and these Articles.</p>	<p>Article 141 Where no new supervisor is timely elected when the tenure of a supervisor expires, or where any supervisor resigns during his tenure which leads to the number of members of the Supervisory Committee is below the quorum, then, before the new supervisor takes office, the original supervisor shall still perform his supervisor duties in accordance with the provisions of the laws, administrative regulations and these Articles.</p>
<p>Article 142 Supervisors shall ensure the information disclosed by the Company is authentic, accurate and complete, and sign on written confirmation opinions of the regular reports.</p>	<p>Article 142 Supervisors shall ensure the information disclosed by the Company is authentic, accurate and complete, and sign on written confirmation opinions of the regular reports.</p>
<p>Article 143 Supervisors may attend the meeting of the Board of Directors without voting rights, and make inquiries or suggestions on matters to be resolved by the Board of Directors.</p>	<p>Article 143 Supervisors may attend the meeting of the Board of Directors without voting rights, and make inquiries or suggestions on matters to be resolved by the Board of Directors.</p>

Existing Articles	Revised Articles
Article 144 No supervisor may take advantage of his relation/connection to damage the interests of the Company. In case of any loss to the Company caused thereby, such supervisor shall be liable for compensation.	Article 144 No supervisor may take advantage of his relation/connection to damage the interests of the Company. In case of any loss to the Company caused thereby, such supervisor shall be liable for compensation.
Article 145 Supervisors who violate the laws, administrative regulations, departmental rules or these Articles when performing their duties for the Company, which causes losses to the Company, shall be liable for compensation.	Article 145 Supervisors who violate the laws, administrative regulations, departmental rules or these Articles when performing their duties for the Company, which causes losses to the Company, shall be liable for compensation.
Section 2 Supervisory Committee	Section 2 Supervisory Committee

Existing Articles	Revised Articles
<p>Article 146 The Company shall have a Supervisory Committee.</p> <p>The Supervisory Committee shall consist of three (3) supervisors, including two shareholder's representatives and one employees' representative. The Supervisory Committee has one chairman.</p> <p>Appointment or removal of the chairman of the Supervisory Committee shall be approved by affirmative votes of more than two members of Supervisory Committee. The chairman of the Supervisory Committee shall convene and preside over the meeting of the Supervisory Committee; where the chairman of the Supervisory Committee is unable or fails to perform his duties, a supervisor jointly selected by more than one half of vote of supervisors shall convene and preside over the meeting of the Supervisory Committee.</p> <p>The Supervisory Committee shall include shareholder's representatives and employees' representatives of the Company of an appropriate proportion, among which, the proportion of the employees' representative supervisors shall not fall below one-third of the total number of the members of the Supervisory Committee. Supervisors in the Supervisory Committee who are not employees' representatives shall be elected and removed at the shareholders meeting while employees' representative supervisors shall be elected and removed at the employee representative congress or the assembly of staff or otherwise democratically.</p>	<p>Article 146 The Company shall have a Supervisory Committee.</p> <p>The Supervisory Committee shall consist of three (3) supervisors, including two shareholder's representatives and one employees' representative. The Supervisory Committee has one chairman.</p> <p>Appointment or removal of the chairman of the Supervisory Committee shall be approved by affirmative votes of more than two members of Supervisory Committee. The chairman of the Supervisory Committee shall convene and preside over the meeting of the Supervisory Committee; where the chairman of the Supervisory Committee is unable or fails to perform his duties, a supervisor jointly selected by more than one half of vote of supervisors shall convene and preside over the meeting of the Supervisory Committee.</p> <p>The Supervisory Committee shall include shareholder's representatives and employees' representatives of the Company of an appropriate proportion, among which, the proportion of the employees' representative supervisors shall not fall below one-third of the total number of the members of the Supervisory Committee. Supervisors in the Supervisory Committee who are not employees' representatives shall be elected and removed at the shareholders meeting while employees' representative supervisors shall be elected and removed at the employee representative congress or the assembly of staff or otherwise democratically.</p>

Existing Articles	Revised Articles
<p>Article 147 The Supervisory Committee shall be accountable to the shareholders meeting, and exercise the following functions and powers:</p> <p>(1) to inspect the financial affairs of the Company;</p> <p>(2) to supervise fulfillment by the directors and senior management of their respective duties in the Company and propose the dismissal of any director or senior management who violates any laws, administrative regulations, these Articles or resolutions of the shareholders meeting;</p> <p>(3) to require the Directors, general manager and other senior management of the Company to correct an act which is harmful to the interests of the Company;</p> <p>(4) to propose the convention of an extraordinary General Meeting, and convene and preside over the shareholders meeting when the Board of Directors does not perform its duties to convene and preside over the General Meeting as provided in the Company Law;</p> <p>(5) to make proposals to the shareholders meeting;</p> <p>(6) to examine and put forward written examination opinions on the regular reports of the Company prepared by the Board of Directors;</p> <p>(7) to initiate any action against a director or senior management in accordance with Article 189 of the Company Law;</p>	<p>Article 147 The Supervisory Committee shall be accountable to the shareholders meeting, and exercise the following functions and powers:</p> <p>(1) to inspect the financial affairs of the Company;</p> <p>(2) to supervise fulfillment by the directors and senior management of their respective duties in the Company and propose the dismissal of any director or senior management who violates any laws, administrative regulations, these Articles or resolutions of the shareholders meeting;</p> <p>(3) to require the Directors, general manager and other senior management of the Company to correct an act which is harmful to the interests of the Company;</p> <p>(4) to propose the convention of an extraordinary General Meeting, and convene and preside over the shareholders meeting when the Board of Directors does not perform its duties to convene and preside over the General Meeting as provided in the Company Law;</p> <p>(5) to make proposals to the shareholders meeting;</p> <p>(6) to examine and put forward written examination opinions on the regular reports of the Company prepared by the Board of Directors;</p> <p>(7) to initiate any action against a director or senior management in accordance with Article 189 of the Company Law;</p>

Existing Articles	Revised Articles
<p>(8) to conduct investigation against any unusual circumstances in the Company's operations; if necessary, to engage an accounting firm, law firm or other professional agency to assist in its work at the costs of the Company;</p> <p>(9) to exercise other functions and powers as specified by the laws, administrative regulations and the Articles of Association.</p>	<p>(8) to conduct investigation against any unusual circumstances in the Company's operations; if necessary, to engage an accounting firm, law firm or other professional agency to assist in its work at the costs of the Company;</p> <p>(9) to exercise other functions and powers as specified by the laws, administrative regulations and the Articles of Association.</p>
<p>Article 148 The meetings of the Supervisory Committee shall include regular meetings and extraordinary meetings. The Supervisory Committee shall hold one regular meeting every six months and at least two regular meetings every year. Regular meetings shall be convened by the chairman of the Supervisory Committee. A supervisor may propose to convene an extraordinary Supervisory Committee meeting.</p> <p>For convening the regular meetings and extraordinary meetings of the Supervisory Committee, the meeting notice shall be given to all supervisors 10 days and 3 days in advance respectively. The time limit restriction set forth in the preceding paragraph shall not apply to the giving of meeting notice in case of urgent situation which requires the convention of an extraordinary meeting of the Supervisory Committee as soon as possible.</p> <p>Meetings of the Supervisory Committee shall be held at the domicile of the Company as a general rule, and may be held in other places within the territory of China if approved by resolution of the Supervisory Committee.</p>	<p>Article 148 The meetings of the Supervisory Committee shall include regular meetings and extraordinary meetings. The Supervisory Committee shall hold one regular meeting every six months and at least two regular meetings every year. Regular meetings shall be convened by the chairman of the Supervisory Committee. A supervisor may propose to convene an extraordinary Supervisory Committee meeting.</p> <p>For convening the regular meetings and extraordinary meetings of the Supervisory Committee, the meeting notice shall be given to all supervisors 10 days and 3 days in advance respectively. The time limit restriction set forth in the preceding paragraph shall not apply to the giving of meeting notice in case of urgent situation which requires the convention of an extraordinary meeting of the Supervisory Committee as soon as possible.</p> <p>Meetings of the Supervisory Committee shall be held at the domicile of the Company as a general rule, and may be held in other places within the territory of China if approved by resolution of the Supervisory Committee.</p>

Existing Articles	Revised Articles
<p>Article 149 The Supervisory Committee shall formulate the rules of procedures for the Supervisory Committee, specifying the discussion methods and voting procedures of the Supervisory Committee, so as to ensure the working efficiency and scientific decision-making of the Supervisory Committee.</p>	<p>Article 149 The Supervisory Committee shall formulate the rules of procedures for the Supervisory Committee, specifying the discussion methods and voting procedures of the Supervisory Committee, so as to ensure the working efficiency and scientific decision-making of the Supervisory Committee.</p>
<p>Article 150 The notice of meeting of the Supervisory Committee shall contain:</p> <p>(1) the date, place and duration of the meeting;</p> <p>(2) reasons and details of the matter(s) to be discussed;</p> <p>(3) the issuance date of notice.</p>	<p>Article 150 The notice of meeting of the Supervisory Committee shall contain:</p> <p>(1) the date, place and duration of the meeting;</p> <p>(2) reasons and details of the matter(s) to be discussed;</p> <p>(3) the issuance date of notice.</p>

Existing Articles	Revised Articles
<p>Article 151 Meetings of the Supervisory Committee may be held and voting can be conducted by physical meetings or means of communication or a combination of both.</p> <p>Each supervisor shall have one vote. Supervisors shall attend the Supervisory Committee meetings in person. Where any supervisor cannot attend the meeting of the Supervisory Committee for cause, he may appoint other supervisor in writing to attend on his behalf, by a form of proxy which shall state the name of proxy, agency matters, and scope and term of authority, and shall be signed or sealed by the appointing supervisor. The proxy supervisor present at the meeting shall exercise the rights of supervisor within the scope of authority.</p> <p>Resolution of the Supervisory Committee shall be adopted by affirmative votes of more than two-thirds (inclusive) of the members of the Supervisory Committee.</p> <p>The Supervisory Committee shall make minutes for all decisions of the deliberated matters, and all supervisors attending the meeting shall sign on such minutes.</p> <p>Supervisors may require to record some of their speech made on the meeting as some kind of illustration record. The minutes of the meeting of the Supervisory Committee shall be kept as archives of the Company for at least ten (10) years.</p>	<p>Article 151 Meetings of the Supervisory Committee may be held and voting can be conducted by physical meetings or means of communication or a combination of both.</p> <p>Each supervisor shall have one vote. Supervisors shall attend the Supervisory Committee meetings in person. Where any supervisor cannot attend the meeting of the Supervisory Committee for cause, he may appoint other supervisor in writing to attend on his behalf, by a form of proxy which shall state the name of proxy, agency matters, and scope and term of authority, and shall be signed or sealed by the appointing supervisor. The proxy supervisor present at the meeting shall exercise the rights of supervisor within the scope of authority.</p> <p>Resolution of the Supervisory Committee shall be adopted by affirmative votes of more than two-thirds (inclusive) of the members of the Supervisory Committee.</p> <p>The Supervisory Committee shall make minutes for all decisions of the deliberated matters, and all supervisors attending the meeting shall sign on such minutes.</p> <p>Supervisors may require to record some of their speech made on the meeting as some kind of illustration record. The minutes of the meeting of the Supervisory Committee shall be kept as archives of the Company for at least ten (10) years.</p>

Existing Articles	Revised Articles
<p>Article 174 The Company shall prepare a balance sheet and an inventory of assets when it intends to reduce its registered capital.</p> <p>The Company shall notify the creditors within ten (10) days upon its resolution on reduction of registered capital and make announcement thereof on a newspaper or in the National Enterprise Credit Information Publicity System within thirty (30) days. Creditors may demand the Company to repay debts or provide corresponding security within thirty (30) days upon receipt of such notice or forty-five (45) days from the date of announcement in case of receiving no such notice.</p> <p>In the event that the Company reduces its registered capital, the number of shares shall be reduced correspondingly according to the proportion of shares held by the shareholders, except for a non-proportional reduction of capital approved by way of a special resolution of the shareholders meeting of the Company, or under any circumstances as otherwise specified by laws and regulations.</p> <p>The registered capital of the Company upon capital reduction shall not fall below the statutory minimum amount.</p> <p>If the reduction of the registered capital is in violation of the provisions of the Company Law, the shareholders shall return the funds they have received, and the reduced capital contribution of the shareholders shall be restored to its original amount; in case of losses caused to the Company, the shareholders and the responsible directors, supervisors and senior management are liable for compensation.</p>	<p>Article 1742 The Company shall prepare a balance sheet and an inventory of assets when it intends to reduce its registered capital.</p> <p>The Company shall notify the creditors within ten (10) days upon its resolution on reduction of registered capital and make announcement thereof on a newspaper or in the National Enterprise Credit Information Publicity System within thirty (30) days. Creditors may demand the Company to repay debts or provide corresponding security within thirty (30) days upon receipt of such notice or forty-five (45) days from the date of announcement in case of receiving no such notice.</p> <p>In the event that the Company reduces its registered capital, the number of shares shall be reduced correspondingly according to the proportion of shares held by the shareholders, except for a non-proportional reduction of capital approved by way of a special resolution of the shareholders meeting of the Company, or under any circumstances as otherwise specified by laws and regulations.</p> <p>The registered capital of the Company upon capital reduction shall not fall below the statutory minimum amount.</p> <p>If the reduction of the registered capital is in violation of the provisions of the Company Law, the shareholders shall return the funds they have received, and the reduced capital contribution of the shareholders shall be restored to its original amount; in case of losses caused to the Company, the shareholders and the responsible directors, supervisors and senior management are liable for compensation.</p>

Existing Articles	Revised Articles
<p>Article 178 Where the Company is dissolved in accordance with the provisions of Item (1), (2), (5) or (6) of Article 176 hereof, a liquidation team shall be established within fifteen (15) days upon occurrence of the dissolution cause to start liquidation of the Company, and the directors shall act as the liquidation obligors of the Company. The liquidation team shall consist of directors or any other individuals appointed by the shareholders meeting. In the event the that no liquidation team is established within such period to carry out liquidation, the creditor(s) may apply to the people's court to designate relevant persons to form a liquidation team to carry out liquidation.</p> <p>In the event that the Company is dissolved in accordance with the provision set forth in Item (4) of Article 176 hereof, the people's court shall organize the Shareholders, the related authorities and related professionals to form a liquidation team to carry out liquidation pursuant to provisions of relevant laws.</p> <p>Where the liquidation obligors fail to fulfil their liquidation obligations in a timely manner and cause losses to the Company or creditors, they shall be liable for compensation.</p>	<p>Article 1786 Where the Company is dissolved in accordance with the provisions of Item (1), (2), (5) or (6) of Article 1764 hereof, a liquidation team shall be established within fifteen (15) days upon occurrence of the dissolution cause to start liquidation of the Company, and the directors shall act as the liquidation obligors of the Company. The liquidation team shall consist of directors or any other individuals appointed by the shareholders meeting. In the event the that no liquidation team is established within such period to carry out liquidation, the creditor(s) may apply to the people's court to designate relevant persons to form a liquidation team to carry out liquidation.</p> <p>In the event that the Company is dissolved in accordance with the provision set forth in Item (4) of Article 1764 hereof, the people's court shall organize the Shareholders, the related authorities and related professionals to form a liquidation team to carry out liquidation pursuant to provisions of relevant laws.</p> <p>Where the liquidation obligors fail to fulfil their liquidation obligations in a timely manner and cause losses to the Company or creditors, they shall be liable for compensation.</p>

Existing Articles	Revised Articles
<p>Article 190 The Company complies with the following principles for dispute resolution:</p> <p>(1) Any dispute or claim arising between the shareholders of overseas listed foreign shares and the Company; Shareholders of overseas listed foreign Shares and the Directors, Supervisors, general manager or other senior management of the Company; Shareholders of overseas listed foreign Shares and Shareholders of Domestic Shares, in respect of any rights or obligations arising from the Articles of Association, the Company Law and other relevant laws and administrative regulations concerning the affairs of the Company shall be submitted by the abovementioned party for arbitration.</p> <p>When the aforesaid dispute or claim is submitted for arbitration, the entire claim or dispute shall be referred to arbitration. Those who have a cause of action based on the same facts or who is required in the settlement of the dispute or claim, shall, where such person is the Company or its Shareholder, a Director, Supervisor, general manager and other senior management of the Company, comply with the arbitration.</p>	<p>Article 19088 The Company complies with the following principles for dispute resolution:</p> <p>(1) Any dispute or claim arising between the shareholders of overseas listed foreign shares and the Company; Shareholders of overseas listed foreign Shares and the Directors,Supervisors, general manager or other senior management of the Company; Shareholders of overseas listed foreign Shares and Shareholders of Domestic Shares, in respect of any rights or obligations arising from the Articles of Association, the Company Law and other relevant laws and administrative regulations concerning the affairs of the Company shall be submitted by the abovementioned party for arbitration.</p> <p>When the aforesaid dispute or claim is submitted for arbitration, the entire claim or dispute shall be referred to arbitration. Those who have a cause of action based on the same facts or who is required in the settlement of the dispute or claim, shall, where such person is the Company or its Shareholder, a Director,Supervisor,general manager and other senior management of the Company, comply with the arbitration.</p>

Existing Articles	Revised Articles
<p>Disputes relating to the definition of Shareholders and register of members may be resolved without arbitration.</p> <p>(2) The claimant may choose for arbitration to be conducted at 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. Once the claimant submits a dispute or claim to arbitration, the other party must conduct arbitration at the arbitral body chosen by the claimant.</p> <p>If a claimant chooses for arbitration to be conducted at the Hong Kong International Arbitration Centre, either party may apply for a hearing to take place in Shenzhen in accordance with the securities arbitration rules of the Hong Kong International Arbitration Centre.</p> <p>(3) The PRC laws shall apply to the settlement of disputes or claims arising from item (I) above by way of arbitration; except where otherwise provided by laws or administrative Regulations.</p> <p>(4) The award of the arbitral body shall be final and conclusive and binding on all parties.</p>	<p>Disputes relating to the definition of Shareholders and register of members may be resolved without arbitration.</p> <p>(2) The claimant may choose for arbitration to be conducted at 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. Once the claimant submits a dispute or claim to arbitration, the other party must conduct arbitration at the arbitral body chosen by the claimant.</p> <p>If a claimant chooses for arbitration to be conducted at the Hong Kong International Arbitration Centre, either party may apply for a hearing to take place in Shenzhen in accordance with the securities arbitration rules of the Hong Kong International Arbitration Centre.</p> <p>(3) The PRC laws shall apply to the settlement of disputes or claims arising from item (I) above by way of arbitration; except where otherwise provided by laws or administrative Regulations.</p> <p>(4) The award of the arbitral body shall be final and conclusive and binding on all parties.</p>
<p>Article 192 Unless the Articles of Association otherwise requires, the requirements of the preceding article in relation to the manners of notice are applicable to the notices convening shareholders meetings, Board meetings and meetings of the Supervisory Committee by the Company.</p>	<p>Article 1920 Unless the Articles of Association otherwise requires, the requirements of the preceding article in relation to the manners of notice are applicable to the notices convening shareholders meetings, Board meetings and meetings of the Supervisory Committee by the Company.</p>

Existing Articles	Revised Articles
Article 203 Appendices to the Articles of Association include the rules of procedures of the shareholders meetings, rules of procedures of the Board meetings and rules of procedures of meetings of Supervisory Committee.	Article 2031 Appendices to the Articles of Association include the rules of procedures of the shareholders meetings; <u>and</u> rules of procedures of the Board meetings and rules of procedures of meetings of Supervisory Committee.

Existing Articles	Revised Articles
<p>Article 2 The shareholders meeting shall be the ultimate authority organ of the Company and legally exercise the following powers:</p> <p>(1) elect and replace any director who is not an employees' representative, and determine the remuneration matters in connection with the director;</p> <p>(2) elect and replace any supervisor who is not an employees' representative, and determine the remuneration matters in connection with the supervisor;</p> <p>(3) consider and approve reports from the Board of Directors;</p> <p>(4) consider and approve reports from the Supervisory Committee;</p> <p>(5) consider and approve the profit distribution plan and the loss recovery plan of the Company;</p> <p>(6) resolve on increase or reduction of registered capital of the Company;</p> <p>(7) resolve on merger, split, dissolution, liquidation or change of corporate form of the Company;</p> <p>(8) resolve on the issuance of corporate bonds, corporate restructuring or other public offering of securities of the Company and listing plan thereof;</p>	<p>Article 2 The shareholders meeting shall be the ultimate authority organ of the Company and legally exercise the following powers:</p> <p>(1) elect and replace any director who is not an employees' representative, and determine the remuneration matters in connection with the director;</p> <p>(2) elect and replace any supervisor who is not an employees' representative, and determine the remuneration matters in connection with the supervisor;</p> <p>(2)(3) consider and approve reports from the Board of Directors;</p> <p>(4) consider and approve reports from the Supervisory Committee;</p> <p>(3)(5) consider and approve the profit distribution plan and the loss recovery plan of the Company;</p> <p>(4)(6) resolve on increase or reduction of registered capital of the Company;</p> <p>(5)(7) resolve on merger, split, dissolution, liquidation <u>and/or</u> change of corporate form of the Company;</p> <p>(6)(8) resolve on the issuance of corporate bonds, corporate restructuring or other public offering of securities of the Company and listing plan thereof;</p>

Existing Articles	Revised Articles
(9) resolve on the appointment of, removal of and non-reappointment of an accounting firm by the Company;	(7) (9) resolve on the appointment of, removal of and non-reappointment of an accounting firm by the Company;
(10) amend the Articles of Association;	(8) (10) amend the Articles of Association;
(11) consider a proposal raised by any shareholder or shareholders who hold 1% or more of the total number of voting shares in the Company;	(9) (11) consider a proposal raised by any shareholder or shareholders who hold 1% or more of the total number of voting shares in the Company;
(12) consider and approve any change in the use of proceeds;	(10) (12) consider and approve any change in the use of proceeds;
(13) consider and approve any external guarantee which shall be approved at the shareholders meeting under the Articles of Association;	(11) (13) consider and approve any external guarantee which shall be approved at the shareholders meeting under the Articles of Association;
(14) consider matters relating to the Company's purchases and disposals of material assets, which account for more than 30% of the latest audited total assets of the Company, within one year;	(12) (14) consider matters relating to the Company's purchases and disposals of material assets, which account for more than 30% of the latest audited total assets of the Company, within one year;
(15) consider and approve any significant transactions and related party/connected party transactions that shall be considered and approved at the shareholders meeting under laws, administrative regulations, the regulatory rules of the place where the shares of the Company are listed and the Articles of Association;	(13) (15) consider and approve any significant transactions and related party/connected party transactions that shall be considered and approved at the shareholders meeting under laws, administrative regulations, the regulatory rules of the place where the shares of the Company are listed and the Articles of Association;

Existing Articles	Revised Articles
<p>(16) consider to approve and amend equity incentive plans and employee stock option plans;</p> <p>(17) consider other matters which shall be resolved at the shareholders meeting under laws, administrative regulations, the regulatory rules of the place where the shares of the Company are listed, and the Articles of Association.</p> <p>The shareholders meeting may authorize the Board of Directors to decide to issue shares not more than 50% of the issued shares within three years. Nonetheless, non-monetary assets contributed as capital shall be subject to the resolution of the shareholders meeting.</p> <p>If the Board of Directors decide to issue shares in accordance with the provision of the preceding paragraph, resulting in changes to either the registered capital or the number of issued shares of the Company, amendments to such record as set forth in the Articles of Association does not require a vote at the shareholders meeting.</p>	<p>(14)(16) consider to approve and amend equity incentive plans and employee stock option plans;</p> <p>(15)(17) consider other matters which shall be resolved at the shareholders meeting under laws, administrative regulations, the regulatory rules of the place where the shares of the Company are listed, and the Articles of Association.</p> <p>The shareholders meeting may authorize the Board of Directors to decide to issue shares not more than 50% of the issued shares within three years. Nonetheless, non-monetary assets contributed as capital shall be subject to the resolution of the shareholders meeting.</p> <p>If the Board of Directors decide to issue shares in accordance with the provision of the preceding paragraph, resulting in changes to either the registered capital or the number of issued shares of the Company, amendments to such record as set forth in the Articles of Association does not require a vote at the shareholders meeting.</p>

Existing Articles	Revised Articles
<p>Article 5 The shareholders meeting shall include annual general meeting and extraordinary general meeting. The annual general meeting shall be held every year within six (6) months after the end of the last fiscal year.</p> <p>The Company shall convene an extraordinary general meeting within two (2) months if and after:</p> <p>(1) the number of directors is less than two thirds of the number specified in the Company Law or the Articles of Association;</p> <p>(2) the unrecovered losses of the Company amount to one-third of its total paid up share capital;</p> <p>(3) the shareholder individually or shareholders jointly holding more than 10% shares in the Company requisition to convene;</p> <p>(4) the Board of Directors considers it necessary;</p> <p>(5) the Supervisory Committee proposes to call for such a meeting;</p> <p>(6) such other circumstances stipulated by laws, administrative regulations, departmental rules, the regulatory rules of the place where the shares of the Company are listed or the Articles of Association.</p>	<p>Article 5 The shareholders meeting shall include annual general meeting and extraordinary general meeting. The annual general meeting shall be held every year within six (6) months after the end of the last fiscal year.</p> <p>The Company shall convene an extraordinary general meeting within two (2) months if and after:</p> <p>(1) the number of directors is less than two thirds of the number specified in the Company Law or the Articles of Association;</p> <p>(2) the unrecovered losses of the Company amount to one-third of its total paid up share capital;</p> <p>(3) the shareholder individually or shareholders jointly holding more than 10% shares <u>(including preferred shares with restored voting rights, etc.)</u> in the Company requisition to convene;</p> <p>(4) the Board of Directors considers it necessary;</p> <p>(5) the <u>Audit</u> Supervisory Committee proposes to call for such a meeting;</p> <p>(6) such other circumstances stipulated by laws, administrative regulations, departmental rules, the regulatory rules of the place where the shares of the Company are listed or the Articles of Association.</p>

Existing Articles	Revised Articles
<p>Article 8 The shareholders meeting shall be convened by the Board of Directors and presided over by the Chairman. If the Board of Directors is unable or fails to perform the duty of convening the shareholders meeting, the Supervisory Committee shall convene it in time. If the Supervisory Committee does not convene the meeting, any shareholder(s) individually or jointly holding more than 10% of the shares in the Company for more than 90 consecutive days may convene the meeting on their own.</p>	<p>Article 8 <u>The Board of Directors shall convene the shareholders meeting on time within the prescribed time limit.</u> The shareholders meeting shall be convened by the Board of Directors and presided over by the Chairman. If the Board of Directors is unable or fails to perform the duty of convening the shareholders meeting, the Supervisory Committee shall convene it in time. If the Supervisory Committee does not convene the meeting, any shareholder(s) individually or jointly holding more than 10% of the shares in the Company for more than 90 consecutive days may convene the meeting on their own.</p>

Existing Articles	Revised Articles
<p>Article 9 Independent directors may propose to the Board of Directors to convene an extraordinary general meeting. For the requisition by any independent director to convene an extraordinary general meeting of shareholders, the Board of Directors shall furnish a written reply stating its consent or dissent to such requisition for convening an extraordinary general meeting within 10 days upon receipt of such requisition, in accordance with the laws, administrative regulations and the Articles of Association.</p> <p>In the event that the Board of Directors consents to convene an extraordinary general meeting, the notice thereof shall be issued within five days after the passing of a board resolution to that effect. In the event that the Board of Directors dissents to convene an extraordinary general meeting, an explanation shall be given and an announcement shall be made.</p> <p>If the laws, regulations and the securities regulatory authorities of the place where the shares of the Company are listed provide otherwise, such provisions shall prevail.</p>	<p>Article 9 <u>With the consent of more than half of all independent directors,</u> Independent directors may propose to the Board of Directors to convene an extraordinary general meeting. For the requisition by any independent director to convene an extraordinary general meeting of shareholders, the Board of Directors shall furnish a written reply stating its consent or dissent to such requisition for convening an extraordinary general meeting within 10 days upon receipt of such requisition, in accordance with the laws, administrative regulations and the Articles of Association.</p> <p>In the event that the Board of Directors consents to convene an extraordinary general meeting, the notice thereof shall be issued within five days after the passing of a board resolution to that effect. In the event that the Board of Directors dissents to convene an extraordinary general meeting, an explanation shall be given and an announcement shall be made.</p> <p>If the laws, regulations and the securities regulatory authorities of the place where the shares of the Company are listed provide otherwise, such provisions shall prevail.</p>

Existing Articles	Revised Articles
<p>Article 10 The Committee shall have the right to requisition in writing to the Board of Directors to convene an extraordinary general meeting. The Board of Directors shall furnish a written reply stating its consent or dissent to such requisition for convening an extraordinary general meeting within 10 days upon receipt of such requisition, in accordance with the laws, administrative regulations and the Articles of Association.</p> <p>In the event that the Board of Directors consents to convene an extraordinary general meeting, a notice of the general meeting shall be issued within five days after passing of a board resolution to that effect; and any change to the original requisition in the said notice shall be subject to the consent of the Supervisory Committee.</p> <p>In the event that the Board of Directors dissents to convene an extraordinary general meeting or furnishes no reply within 10 days upon receipt of such requisition, it shall be deemed that the Board of Directors is unable or unwilling to perform the duty to convene the general meeting and the Supervisory Committee may on its own convene and preside over the extraordinary general meeting.</p>	<p>Article 10 The <u>Audit</u> Committee shall have the right to requisition in writing to the Board of Directors to convene an extraordinary general meeting. The Board of Directors shall furnish a written reply stating its consent or dissent to such requisition for convening an extraordinary general meeting within 10 days upon receipt of such requisition, in accordance with the laws, administrative regulations and the Articles of Association.</p> <p>In the event that the Board of Directors consents to convene an extraordinary general meeting, a notice of the general meeting shall be issued within five days after passing of a board resolution to that effect; and any change to the original requisition in the said notice shall be subject to the consent of the <u>Audit</u> Supervisory Committee.</p> <p>In the event that the Board of Directors dissents to convene an extraordinary general meeting or furnishes no reply within 10 days upon receipt of such requisition, it shall be deemed that the Board of Directors is unable or unwilling to perform the duty to convene the general meeting and the <u>Audit</u> Supervisory Committee may on its own convene and preside over the extraordinary general meeting.</p>

Existing Articles	Revised Articles
<p>Article 11 Shareholder individually or shareholders jointly holding more than 10% shares in the Company may submit a written requisition to the Board of Directors to convene an extraordinary general meeting. The Board of Directors shall furnish a written reply stating its consent or dissent to such requisition for the convening of an extraordinary general meeting within 10 days upon receipt of such requisition in accordance with the provisions of the laws, administrative regulations and the Articles of Association.</p> <p>In the event that the Board of Directors consents to convene an extraordinary general meeting, a notice for convening such general meeting or class meeting shall be given within five days after passing a resolution to that effect; and any change to the original requisition in the said notice shall be subject to the consent of the relevant shareholder or shareholders.</p>	<p>Article 11 Shareholder individually or shareholders jointly holding more than 10% shares <u>(including preferred shares with restored voting rights, etc.)</u> in the Company may submit a written requisition to the Board of Directors to convene an extraordinary general meeting. The Board of Directors shall furnish a written reply stating its consent or dissent to such requisition for the convening of an extraordinary general meeting within 10 days upon receipt of such requisition in accordance with the provisions of the laws, administrative regulations and the Articles of Association.</p> <p>In the event that the Board of Directors consents to convene an extraordinary general meeting, a notice for convening such general meeting or class meeting shall be given within five days after passing a resolution to that effect; and any change to the original requisition in the said notice shall be subject to the consent of the relevant shareholder or shareholders.</p>

Existing Articles	Revised Articles
<p>In the event that the Board of Directors dissents to convene an extraordinary general meeting, or furnishes no reply within ten days upon receipt of such requisition, shareholder individually or shareholders jointly holding more than 10% shares in the Company shall be entitled to submit a written requisition to the Supervisory Committee to convene an extraordinary general meeting or class meeting.</p> <p>In the event that the Supervisory Committee consents to convene an extraordinary general meeting or a class meeting, a notice for convening such general meeting or class meeting shall be given within five days upon receipt of such requisition; and any change to the original proposal in the said notice shall be subject to the consent of the relevant shareholder or shareholders.</p> <p>In the event that the Supervisory Committee fails to serve any notice of shareholders meeting or a class meeting within the prescribed time, the Supervisory Committee shall be deemed convening and presiding over no shareholders meeting nor class meeting, in which case, shareholder individually or shareholders jointly holding more than 10% shares in the Company for more than 90 consecutive days may independently convene and preside over the shareholders meeting or class meeting.</p>	<p>In the event that the Board of Directors dissents to convene an extraordinary general meeting, or furnishes no reply within ten days upon receipt of such requisition, shareholder individually or shareholders jointly holding more than 10% shares <u>(including preferred shares with restored voting rights, etc.)</u> in the Company shall be entitled to submit a written requisition to the <u>Audit Supervisory</u> Committee to convene an extraordinary general meeting or class meeting.</p> <p>In the event that the <u>Audit Supervisory</u> Committee consents to convene an extraordinary general meeting or a class meeting, a notice for convening such general meeting or class meeting shall be given within five days upon receipt of such requisition; and any change to the original proposal in the said notice shall be subject to the consent of the relevant shareholder or shareholders.</p> <p>In the event that the <u>Audit Supervisory</u> Committee fails to serve any notice of shareholders meeting or a class meeting within the prescribed time, the <u>Audit Supervisory</u> Committee shall be deemed convening and presiding over no shareholders meeting nor class meeting, in which case, shareholder individually or shareholders jointly holding more than 10% shares <u>(including preferred shares with restored voting rights, etc.)</u> in the Company for more than 90 consecutive days may independently convene and preside over the shareholders meeting or class meeting.</p>

Existing Articles	Revised Articles
<p>Article 12 Where the Supervisory Committee or the shareholder or shareholders decide to convene an extraordinary general meeting on its/their own, it/they shall send a written notice to the Board of Directors.</p> <p>Before announcing any resolution of the shareholders meeting, the shareholder(s) who convene(s) the meeting shall have a shareholding of no less than 10%.</p> <p>If the laws, regulations and the securities regulatory authorities of the place where the shares of the Company are listed provide otherwise, such provisions shall prevail.</p>	<p>Article 12 Where the Audit^{Supervisory} Committee or the shareholder or shareholders decide to convene an extraordinary general meeting on its/their own, it/they shall send a written notice to the Board of Directors.</p> <p>Before announcing any resolution of the shareholders meeting, the shareholder(s) <u>(including preferred shares with restored voting rights, etc.)</u> who convene(s) the meeting shall have a shareholding of no less than 10%.</p> <p>If the laws, regulations and the securities regulatory authorities of the place where the shares of the Company are listed provide otherwise, such provisions shall prevail.</p>
<p>Article 13 Where a shareholders meeting is convened by the Supervisory Committee or the shareholder or shareholders on its/their own, the Board of Directors and its secretary shall show cooperation. The Board of Directors shall provide the register of shareholders on the date of equity registration.</p>	<p>Article 13 Where a shareholders meeting is convened by the Audit^{Supervisory} Committee or the shareholder or shareholders on its/their own, the Board of Directors and its secretary shall show cooperation. The Board of Directors shall provide the register of shareholders on the date of equity registration.</p>
<p>Article 14 Where a shareholders meeting is convened by the Supervisory Committee or the shareholder or shareholders on its/their own, the expenses necessary for the shareholders meeting shall be borne by the Company.</p>	<p>Article 14 Where a shareholders meeting is convened by the Audit^{Supervisory} Committee or the shareholder or shareholders on its/their own, the expenses necessary for the shareholders meeting shall be borne by the Company.</p>

Existing Articles	Revised Articles
<p>Article 16 The content of a proposal shall be within the functions and powers of the shareholders meeting, have definite issues for discussion and specific resolutions, and comply with the relevant provisions of the laws, administrative regulations, regulatory rules of the place where the Company's shares are listed and the Articles of Association.</p> <p>When the Company holds a shareholders meeting, the Board of Directors, the Supervisory Committee and shareholder individually or shareholders jointly holding more than 1% of the total voting shares in the Company may file a proposal to the Company.</p> <p>Shareholder individually or shareholders jointly holding more than 1% of the total voting shares in the Company may submit a written temporary proposal to the Company via the convener 10 days prior to the date of the shareholders meeting.</p> <p>The convener of the shareholders meeting shall serve a supplemental notice of the shareholders meeting within two days after receipt of the temporary proposal, and announce the contents of the said temporary proposal.</p> <p>Except as provided in the preceding paragraph, the convener shall not revise the proposal set out in the notice of the shareholders meeting or add any new proposal after the said notice is served.</p>	<p>Article 16 The content of a proposal shall be within the functions and powers of the shareholders meeting, have definite issues for discussion and specific resolutions, and comply with the relevant provisions of the laws, administrative regulations, regulatory rules of the place where the Company's shares are listed and the Articles of Association.</p> <p>When the Company holds a shareholders meeting, the Board of Directors, the Audit^{Supervisory} Committee and shareholder individually or shareholders jointly holding more than 1% of the total voting shares <u>(including preferred shares with restored voting rights, etc.)</u> in the Company may file a proposal to the Company.</p> <p>Shareholder individually or shareholders jointly holding more than 1% of the total voting shares <u>(including preferred shares with restored voting rights, etc.)</u> in the Company may submit a written temporary proposal to the Company via the convener 10 days prior to the date of the shareholders meeting.</p> <p>The convener of the shareholders meeting shall serve a supplemental notice of the shareholders meeting within two days after receipt of the temporary proposal, and announce the contents of the said temporary proposal.</p> <p>Except as provided in the preceding paragraph, the convener shall not revise the proposal set out in the notice of the shareholders meeting or add any new proposal after the said notice is served.</p>

Existing Articles	Revised Articles
Proposals not set out in the notice of the shareholders meeting or not complying with the Articles of Association shall not be voted on or resolved at the shareholders meeting.	Proposals not set out in the notice of the shareholders meeting or not complying with the Articles of Association shall not be voted on or resolved at the shareholders meeting.
<p>Article 18 If the election of directors or supervisors is proposed to be discussed at a shareholders meeting, the notice of the meeting shall adequately specify the detailed information on the director or supervisor candidates, which shall at least include:</p> <p>(1) personal particulars, including academic qualifications, working experience and concurrent positions;</p> <p>(2) whether or not have any relation/connection with the Company, its controlling shareholders or actual controller;</p> <p>(3) the number of shares of the Company held by such candidate;</p> <p>(4) whether such candidates have ever been punished by the CSRC and other relevant authorities or disciplined by a stock exchange.</p> <p>Except for electing directors and supervisors by cumulative voting, each candidate for director or supervisor shall be nominated in a separate proposal.</p>	<p>Article 18 If the election of directorsor supervisors is proposed to be discussed at a shareholders meeting, the notice of the meeting shall adequately specify the detailed information on the directoror supervisor candidates, which shall at least include:</p> <p>(1) personal particulars, including academic qualifications, working experience and concurrent positions;</p> <p>(2) whether or not have any relation/connection with the Company, its controlling shareholders or actual controller;</p> <p>(3) the number of shares of the Company held by such candidate;</p> <p>(4) whether such candidates have ever been punished by the CSRC and other relevant authorities or disciplined by a stock exchange.</p> <p>Except for electing directorsand supervisors by cumulative voting, each candidate for director or supervisor shall be nominated in a separate proposal.</p>
<p>Article 29 When a shareholders meeting is held, all directors, supervisors and Secretary to the Board of Directors of the Company shall attend the meeting, and the General Manager and other senior management shall also be present at the meeting.</p>	<p>Article 29 When a shareholders meeting is held, all directors, supervisors and Secretary to the Board of Directors of the Company shall attend the meeting, and the General Manager and other senior management shall also be present at the meeting.</p>

Existing Articles	Revised Articles
<p>Article 30 A shareholders meeting shall be convened by the Board of Directors and presided over by the Chairman of the Board of Directors. Where the Chairman of the Board of Directors is unable or fails to perform his duties, a director jointly elected by more than one half of the directors shall preside over the meeting.</p> <p>For a shareholders meeting convened by the Supervisory Committee on its own, the Chairman of the Supervisory Committee shall preside over the meeting. Where the Chairman of the Supervisory Committee cannot perform his duties or fails to perform his duties, a supervisor jointly selected by more than one half of the supervisors shall preside over the meeting.</p> <p>For a shareholders meeting convened by shareholder(s) on its/their own, the convener(s) shall select a representative to preside over the meeting.</p> <p>When a shareholders meeting is held and the presider violates these Rules of Procedures to cause the shareholders meeting impossible to continue, then upon consent of the shareholders with a majority of the voting rights present at the meeting, a person may be elected at the shareholders meeting to act as the presider to continue the meeting.</p>	<p>Article 30 A shareholders meeting shall be convened by the Board of Directors and presided over by the Chairman of the Board of Directors. Where the Chairman of the Board of Directors is unable or fails to perform his duties, a director jointly elected by more than one half of the directors shall preside over the meeting.</p> <p>For a shareholders meeting convened by the Audit Supervisory Committee on its own, the <u>convener(s) (Chairman)</u> of the Audit Supervisory Committee shall preside over the meeting. Where the <u>convener(s) (Chairman)</u> of the Audit Supervisory Committee cannot perform his duties or fails to perform his duties, a <u>member of the Audit Committee</u> supervisor jointly selected by more than one half of <u>members of the Audit Committee</u> the supervisors shall preside over the meeting.</p> <p>For a shareholders meeting convened by shareholder(s) on its/their own, the convener(s) shall select a representative to preside over the meeting.</p> <p>When a shareholders meeting is held and the presider violates these Rules of Procedures to cause the shareholders meeting impossible to continue, then upon consent of the shareholders with a majority of the voting rights present at the meeting, a person may be elected at the shareholders meeting to act as the presider to continue the meeting.</p>
<p>Article 31 At an annual general meeting, the Board of Directors and the Supervisory Committee shall report to the general meeting their work in the last year. Each of the independent directors shall also report their work.</p>	<p>Article 31 At an annual general meeting, the Board of Directors—and the Supervisory Committee shall report to the general meeting their work in the last year. Each of the independent directors shall also report their work.</p>

Existing Articles	Revised Articles
<p>Article 32 Directors, supervisors and senior management shall provide explanation and clarification to the inquiries raised by the shareholders at the general meeting.</p>	<p>Article 32 Directors, supervisors and senior management shall provide explanation and clarification to the inquiries raised by the shareholders at the general meeting.</p>
<p>Article 34 The shareholders meetings shall have meeting minutes, which shall be recorded by the Secretary to the Board of Directors, and shall contain:</p> <p>(1) the date, venue and agenda of the meeting, and the name of the convener;</p> <p>(2) the names of the presider and the directors, supervisors, General Manager and other senior management attending or present at the meeting with or without voting rights;</p> <p>(3) the number of attending shareholders and proxies, and the total number of their voting shares and their percentage in the total number of shares of the Company;</p> <p>(4) the consideration process of each proposal, summaries of the speeches and the voting result;</p> <p>(5) details of the inquiries or recommendations of the shareholders, and the corresponding answers or explanations;</p> <p>(6) the name of the counsel(s), vote counter(s) and scrutineer(s);</p> <p>(7) such other content that shall be recorded in the minutes according to the Articles of Association.</p>	<p>Article 34 The shareholders meetings shall have meeting minutes, which shall be recorded by the Secretary to the Board of Directors, and shall contain:</p> <p>(1) the date, venue and agenda of the meeting, and the name of the convener;</p> <p>(2) the names of the presider and the directors, supervisors, General Manager and other senior management attending or present at the meeting with or without voting rights;</p> <p>(3) the number of attending shareholders and proxies, and the total number of their voting shares and their percentage in the total number of shares of the Company;</p> <p>(4) the consideration process of each proposal, summaries of the speeches and the voting result;</p> <p>(5) details of the inquiries or recommendations of the shareholders, and the corresponding answers or explanations;</p> <p>(6) the name of the counsel(s), vote counter(s) and scrutineer(s);</p> <p>(7) such other content that shall be recorded in the minutes according to the Articles of Association.</p>

Existing Articles	Revised Articles
<p>Article 35 The convener shall guarantee the authenticity, accuracy and completeness of the content of the minutes of the meeting. The attending directors, supervisors, Secretary to the Board of Directors, convener or their representatives and the presider of the meeting shall sign on the minutes, and ensure that the minutes are truthful, accurate and complete. The meeting minutes and the signed attendance record of the shareholders who attended in person, the forms of proxy for the proxies present at the meeting and valid materials in case of voting online or otherwise shall be kept together for at least 10 years.</p>	<p>Article 35 The convener shall guarantee the authenticity, accuracy and completeness of the content of the minutes of the meeting. The attending directors, supervisors, Secretary to the Board of Directors, convener or their representatives and the presider of the meeting shall sign on the minutes, and ensure that the minutes are truthful, accurate and complete. The meeting minutes and the signed attendance record of the shareholders who attended in person, the forms of proxy for the proxies present at the meeting and valid materials in case of voting online or otherwise shall be kept together for at least 10 years.</p>
<p>Article 40 The following matters shall be approved by ordinary resolution at a shareholders meeting:</p> <p>(1) report on the work of the Board of Directors and the Supervisory Committee;</p> <p>(2) profit distribution plan and loss recovery plan formulated by the Board of Directors;</p> <p>(3) appointment and removal of members of the Board of Directors and the Supervisory Committee, their remuneration and method of payment;</p> <p>(4) annual report of the Company;</p> <p>(5) appointment and removal of the accounting firm, its remuneration and method of payment;</p>	<p>Article 40 The following matters shall be approved by ordinary resolution at a shareholders meeting:</p> <p>(1) report on the work of the Board of Directors and the Supervisory Committee;</p> <p>(2) profit distribution plan and loss recovery plan formulated by the Board of Directors;</p> <p>(3) appointment and removal of members of the Board of Directors and the Supervisory Committee, their remuneration and method of payment;</p> <p>(4) annual report of the Company;</p> <p>(5) appointment and removal of the accounting firm, its remuneration and method of payment;</p>

Existing Articles	Revised Articles
(6) any matters not otherwise required by the laws, administrative regulations, regulatory rules of the place where the shares of the Company are listed or the Articles of Association to be approved by special resolution.	(6) any matters not otherwise required by the laws, administrative regulations, regulatory rules of the place where the shares of the Company are listed or the Articles of Association to be approved by special resolution.
<p>Article 44 The list of director or supervisor candidates shall be submitted as proposal to the shareholders meeting for voting.</p> <p>Cumulative voting system may be implemented when the shareholders meeting votes for the election of the directors and supervisors in accordance with the provisions of these Articles or the resolution of the shareholders meeting.</p> <p>The cumulative voting stated in the preceding paragraph refers to that when the shareholders meeting elects directors or supervisors, every share has votes as many as the number of the directors or supervisors to be elected, and a shareholder may cast all its/his votes for a single candidate. The Board of Directors shall announce the resumes and basic information of the director and supervisor candidates to the shareholders.</p>	<p>Article 44 The list of directoror supervisor candidates shall be submitted as proposal to the shareholders meeting for voting.</p> <p>Cumulative voting system may be implemented when the shareholders meeting votes for the election of the directors and supervisors in accordance with the provisions of these Articles or the resolution of the shareholders meeting.</p> <p>The cumulative voting stated in the preceding paragraph refers to that when the shareholders meeting elects directors or supervisors, every share has votes as many as the number of the directorsor supervisors to be elected, and a shareholder may cast all its/his votes for a single candidate. The Board of Directors shall announce the resumes and basic information of the director and supervisor candidates to the shareholders.</p>

Existing Articles	Revised Articles
<p>Article 48 Before voting on the proposal, the shareholders meeting shall elect two shareholders' representatives to participate in the counting and supervision of votes. For the related party/connected shareholders having interests in the item to be considered, such shareholders and their proxies shall not participate in vote counting and scrutiny.</p> <p>When proposals are voted on at the shareholders meeting, the shareholders' representative, the supervisors' representative and other relevant persons appointed according to the regulatory rules of the place where the shares of the Company are listed shall be jointly responsible for the counting and scrutinizing of the ballots according to the regulatory rules of the place where the shares of the Company are listed, and the voting results on resolution shall be announced on site, and recorded in the minutes.</p> <p>The shareholders of the Company or their proxies who vote online or otherwise shall be entitled to check and verify their own votes through relevant voting systems.</p>	<p>Article 48 Before voting on the proposal, the shareholders meeting shall elect two shareholders' representatives to participate in the counting and supervision of votes. For the related party/connected shareholders having interests in the item to be considered, such shareholders and their proxies shall not participate in vote counting and scrutiny.</p> <p>When proposals are voted on at the shareholders meeting, <u>the lawyers</u>, the shareholders' representative, the supervisors' representative and other relevant persons appointed according to the regulatory rules of the place where the shares of the Company are listed shall be jointly responsible for the counting and scrutinizing of the ballots according to the regulatory rules of the place where the shares of the Company are listed, and the voting results on resolution shall be announced on site, and recorded in the minutes.</p> <p>The shareholders of the Company or their proxies who vote online or otherwise shall be entitled to check and verify their own votes through relevant voting systems.</p>
<p>Article 54 Where a proposal on election of directors or supervisors is passed at the shareholders meeting, the new directors and supervisors shall take office from the date on which the resolution of the shareholders meeting is passed.</p>	<p>Article 54 Where a proposal on election of directors or supervisors is passed at the shareholders meeting, the new directors and supervisors shall take office from the date on which the resolution of the shareholders meeting is passed.</p>

Existing Articles	Revised Articles
<p>Article 9 The Chairman of the Board shall convene an extraordinary Board meeting within 10 days if:</p> <p>(1) it is requisitioned by more than one-tenth of the shareholders with voting rights;</p> <p>(2) it is requisitioned by more than one third of the directors;</p> <p>(3) it is requisitioned by half of the independent directors;</p> <p>(4) it is requisitioned by the Supervisory Committee;</p> <p>(5) the Chairman of the Board considers necessary;</p> <p>(6) it is requisitioned by the General Manager;</p> <p>(7) other circumstances as provided in the Articles of Association occur.</p>	<p>Article 9 The Chairman of the Board shall convene an extraordinary Board meeting within 10 days if:</p> <p>(1) it is requisitioned by more than one-tenth of the shareholders with voting rights;</p> <p>(2) it is requisitioned by more than one third of the directors;</p> <p>(3) it is requisitioned by half of the independent directors;</p> <p>(4)<u>(3)</u> it is requisitioned by the Supervisory<u>Audit</u> Committee;</p> <p>(5) the Chairman of the Board considers necessary;</p> <p>(6) it is requisitioned by the General Manager;</p> <p>(7)<u>(4)</u> other circumstances as provided in the Articles of Association occur.</p>
<p>Article 10 A Board meeting may be held only if a majority of directors attend the meeting.</p> <p>The General Manager and the Secretary of the Board shall attend the meeting; supervisors and other senior management may attend the meeting as required.</p> <p>The Board may invite intermediaries or experts in industry, business, law and finance to attend Board meetings to provide professional input.</p>	<p>Article 10 A Board meeting may be held only if a majority of directors attend the meeting.</p> <p>The General Manager and the Secretary of the Board shall attend the meeting; supervisors and other senior management may attend the meeting as required.</p> <p>The Board may invite intermediaries or experts in industry, business, law and finance to attend Board meetings to provide professional input.</p>

Existing Articles	Revised Articles
<p>Article 16 The following persons/ organizations may submit proposals to the Board:</p> <p>(1) shareholder individually or shareholders collectively holding more than 1% of the total number of voting shares in the Company;</p> <p>(2) any director;</p> <p>(3) the Supervisory Committee;</p> <p>(4) General Manager, other senior management and the Secretary of the Board.</p> <p>The proposals submitted by proposers set forth in Items (3) and (4) above should be confined to matters within the scope of their respective duties.</p>	<p>Article 16 The following persons/ organizations may submit proposals to the Board:</p> <p>(1) shareholder individually or shareholders collectively holding more than 1% of the total number of voting shares in the Company;</p> <p>(2) any director;</p> <p>(3) the Supervisory Audit Committee;</p> <p>(4) General Manager, other senior management and the Secretary of the Board.</p> <p>The proposals submitted by proposers set forth in Items (3) and (4) above should be confined to matters within the scope of their respective duties.</p>
<p>Article 18 The Board meetings shall include regular meetings and extraordinary meetings.</p> <p>Regular Board meetings shall be held at least four times a year, which shall be convened by the Chairman of the Board, and notified to all directors and supervisors in writing 14 days prior to the date of meeting.</p> <p>The notice of an extraordinary meeting of the Board of Directors shall be given to all directors and supervisors three days before the meeting. The time limit restriction for meeting notice set forth in the preceding paragraph may not apply to any urgent situation which requires the convention of an extraordinary meeting of the Board of Directors as soon as possible.</p>	<p>Article 18 The Board meetings shall include regular meetings and extraordinary meetings.</p> <p>Regular Board meetings shall be held at least four times a year, which shall be convened by the Chairman of the Board, and notified to all directors and supervisors in writing 14 days prior to the date of meeting.</p> <p>The notice of an extraordinary meeting of the Board of Directors shall be given to all directors and supervisors three days before the meeting. The time limit restriction for meeting notice set forth in the preceding paragraph may not apply to any urgent situation which requires the convention of an extraordinary meeting of the Board of Directors as soon as possible.</p>

Existing Articles	Revised Articles
<p>Notice of Board meetings shall be given in writing, by personal delivery, facsimile, electronic mail or in such other manner as may be provided for in the Articles of Association.</p> <p>In case of urgent situation which requires the convention of an extraordinary Board meeting as soon as possible, the meeting notice may be given at any time by phone or other verbal means, provided that the convener shall make an explanation to that effect at the meeting.</p>	<p>Notice of Board meetings shall be given in writing, by personal delivery, facsimile, electronic mail or in such other manner as may be provided for in the Articles of Association.</p> <p>In case of urgent situation which requires the convention of an extraordinary Board meeting as soon as possible, the meeting notice may be given at any time by phone or other verbal means, provided that the convener shall make an explanation to that effect at the meeting.</p>
<p>Article 35 For each item under consideration, at least two directors shall be elected from among those present at the meeting to take part in the count and shall be supervised by a supervisor, and the result of the count shall be announced on the spot by the representative of the counters.</p>	<p>Article 35 For each item under consideration, at least two directors shall be elected from among those present at the meeting to take part in the count and shall be supervised by a supervisor <u>participant who is not a director/senior management member of the Company,</u> and the result of the count shall be announced on the spot by the representative of the counters.</p>

NOTICE OF THE 2025 THIRD EXTRAORDINARY GENERAL MEETING



Jenscare Scientific Co., Ltd. 寧波健世科技股份有限公司

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

(Stock code: 9877)

NOTICE OF THE 2025 THIRD EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2025 third extraordinary general meeting (the “EGM”) of Jenscare Scientific Co., Ltd. (the “Company”) will be held at Meeting Room, 3/F, Block 5, B Area, No. 777 Binhai 4th Road, Hangzhou Bay New Area, Ningbo, Zhejiang Province, PRC on Tuesday, December 30, 2025 at 2 p.m. for the following resolutions. Unless otherwise defined, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company dated December 12, 2025.

ORDINARY RESOLUTIONS

1. To consider and approve the proposed amendments to the Rules of Procedure for the Shareholders' Meetings.
2. To consider and approve the proposed amendments to the Rules of Procedure for Board of Directors.

SPECIAL RESOLUTION

3. To consider and approve the proposed abolishment of the Board of Supervisors.
4. To consider and approve the proposed amendments to the Articles of Association.

By order of the Board
Jenscare Scientific Co., Ltd.

Mr. PAN Fei

Executive Director and Chief Executive Officer

Hong Kong, December 12, 2025

NOTICE OF THE 2025 THIRD EXTRAORDINARY GENERAL MEETING

Notes:

1. The register of members of H Shares of the Company will be closed for the following period: The holders of the Company's H shares are reminded that for determining the right of Shareholders to attend and vote at the EGM, the register of members of H shares of the Company will be closed from Tuesday, December 22, 2025 to Tuesday, December 30, 2025 (both days inclusive), during which period, no transfer of shares will be registered. In order to be qualified for attending and voting at the EGM, all the share transfer documents should be lodged for registration with Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar in Hong Kong, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 2 p.m. on Monday, December 21, 2025.
2. Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote on his/her/its behalf. A proxy needs not be a Shareholder. Where a Shareholder appoints more than one proxy, his/her/its proxies can only vote in a poll. For the avoidance of doubt, holders of treasury shares of the Company, if any, shall abstain from voting at the Company's general meeting in connection to such treasury shares pursuant to the Listing Rules.
3. To be valid, the proxy form enclosed with this circular ("**Proxy Form**") shall be used by Shareholders wishing to appoint a proxy and, if such Proxy Form is signed by a person authorized by a Shareholder pursuant to a power of attorney or other authority, a notarized copy of that power of attorney or other authority must be delivered together with the Proxy Form to (i) the Company's registered office, headquarters and principal place of business in the PRC at Block 5, B Area, No. 777 Binhai 4th Road, Hangzhou Bay New Area, Ningbo, Zhejiang Province, PRC (for holders of Unlisted Shares); or (ii) the Company's H Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares) not less than 24 hours before the time designated for the commencement of the EGM or any adjournment thereof. The Proxy Form can also be downloaded from the Company's website at <https://www.jenscare.com> or the website of the Stock Exchange at <https://www.hkexnews.hk>, respectively. Completion and return of the Proxy Form will not preclude a shareholder from attending and voting at the EGM or any adjourned meeting thereof should he/she so wish and in such event, the proxy shall be deemed to be revoked.
4. A Shareholder or his/her/its proxy shall produce proof of identity when attending the EGM. If a corporate Shareholder appoints its representative to attend the meeting, such representative shall produce proof of identity and a copy of the resolution of the board of directors or governing body of such Shareholder.
5. In accordance with the Articles of Association, where there are joint registered Shareholders, only the first named Shareholder in the register of members is entitled to receive this notice, attend the EGM and exercise voting rights.
6. The EGM is expected to last for about half a day. Shareholders or their proxies attending the EGM shall be responsible for their own transportation, food and lodging.