BEIJING ZHONGKE WENGEAI SCIENCE AND TECHNOLOGY CO., LTD.

Articles of Association

June 2026

Contents

Chapter I General Provisions

Article 1 For the purpose of safeguarding the legitimate rights and interests of Beijing Zhongke WengeAI Science and Technology Co., Ltd. (hereinafter referred to as the "Company" or "our company"), its shareholders and creditors, regulating the organization and conduct of the Company, and promoting the establishment of a sound corporate governance structure and internal control system, these Articles of Association are formulated in accordance with the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Hong Kong Listing Rules"), and other laws and regulations.

Article 2 The Company is a joint stock company established in accordance with the Company Law and other relevant provisions.

The Company was established by way of promotion, and is registered with the Haidian Branch of Beijing Administration for Market Regulation and has obtained a business license with the unified social credit code 91110108MA00CPWN29.

Article 3 The Company has, on March 24, 2026, completed the record-filing with the China Securities Regulatory Commission (the "CSRC"), and on [•], 2026, been approved by The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") for the initial public offering of [•] H Shares, and the H Shares were listed on the Main Board of the Hong Kong Stock Exchange on [•], 2026.

Article 4 Registered name of the Company:

Chinese name: 北京中科聞歌科技股份有限公司

English name: Beijing Zhongke WengeAI Science and Technology Co., Ltd.

Article 5 Registered address of the Company: Room 717, 7th Floor, Building 9, North 4th Ring Road West, Haidian District, Beijing.

Postal code: 100083.

Article 6 The registered capital of the Company is RMB[•] million.

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

Article 8 The legal representative of the Company shall be the general manager. If the general manager serving as the legal representative resigns, it shall be deemed as simultaneously resigning as the legal representative. If the legal representative resigns, the Company shall determine a new legal representative within thirty days from the date of resignation.

Article 9 The Company's total assets are divided into shares of equal par value. Shareholders shall be liable to the Company to the extent of the shares they have subscribed for, and the Company shall be liable for its debts with all its assets.

The promoters shall pay the full amount of their subscribed shares before the establishment of the Company.

Article 10 From the effective date hereof, these Articles of Association shall become a legally binding document regulating the organization and conduct of the Company, the rights and obligations between the Company and its shareholders, and between shareholders themselves, and shall be legally binding on the Company, its shareholders, directors, and senior management. Under these Articles of Association, shareholders may sue shareholders, shareholders may sue directors, general manager and other senior management of the Company, shareholders may sue the Company, and the Company may sue shareholders, directors, general manager and other senior management.

Article 11 The term "other senior management" as used in these Articles of Association refers to the deputy general manager(s), financial controller, board secretary, and other persons expressly appointed by the board of directors as senior management of the Company.

Article 12 In accordance with the provisions of the Constitution of the Chinese Communist Party, the Company shall establish a Communist Party organization and carry out Party activities. The Company shall provide the necessary conditions for the activities of the Party organization.

Chapter II Purpose and Business Scope

Article 13 The business purpose of the Company is: Based on the principles of mutual trust, equality and mutual benefit, to adopt an advanced management system, provide customers with high-quality products and services, achieve good economic benefits, and contribute to social development.

Article 14 As registered according to law, the business scope of the Company is:

General items: Technical services, technology development, technical consulting, technical exchange, technical transfer, technology promotion; Software development; Software sales; Software outsourcing services; Network and information security software development; Artificial intelligence application software development; Wholesale of computer software, hardware and auxiliary equipment; Retail of computer software, hardware and auxiliary equipment. (Except for projects that require approval according to law, the Company may carry out business activities independently with its business license in accordance with the law) (The Company shall not engage in business activities prohibited or restricted by national and Beijing industrial policies.)

Chapter III Shares

Section I Issuance of Shares

Article 15 The shares of the Company shall take the form of registered share certificates.

If the Company's share capital includes shares without voting rights, the name of such shares must include the words "no voting rights". If the share capital includes shares with different voting rights, the name of each class of shares (except for shares with the most favorable voting rights) must include the words "restricted voting rights" or "limited voting rights".

Article 16 The issuance of the Company's shares shall follow the principles of fairness, impartiality, and openness. Shares of the same class shall carry equal rights.

For shares of the same class issued simultaneously, the issue conditions and price per share shall be identical; each subscriber or purchaser shall pay the same price per share for the shares subscribed or purchased.

Article 17 The shares issued by the Company are denominated in Renminbi, with a par value of RMB1.00 per share.

Article 18 The H Shares issued by the Company shall be primarily deposited and held under the custody of a nominee company subordinate to Hong Kong Central Clearing Limited, or may be held by shareholders in their own names.

Article 19 The H Shares issued by the Company and listed on the Hong Kong Stock Exchange are denominated in Renminbi with a par value, and subscribed for and traded in Hong Kong dollars.

Article 20 At the time of the Company's establishment by way of promotion, the total number of shares was 10 million shares. The names of the promoters, the number of shares subscribed for, the shareholding ratio and form of capital contribution are as follows:

No.	Promoter Shareholder	Number of Shares Subscribed (10,000 shares)	Shareholding Ratio	Form of Capital Contribution	Date of Capital Contribution
1.	Beijing Hongfang Cultural Communication Center (北京紅坊文化傳播中心)	100	10%	Monetary	August 17, 2017
2.	Beijing Zhongke Tianhu Technology Centre (Limited Partnership) (北京中科天湖科技中心(有限合夥))	650	65%	Intellectual property	June 5, 2017
3.	Beijing Zhongzi Investment Management Company Limited (北京中自投資管理有限公司)	120	12%	Intellectual property	June 5, 2017
4.	Luo Yin (羅引)	30	3%	Intellectual property	June 5, 2017
5.	Wang Lei (王磊)	50	5%	Monetary	April 23, 2018
6.	Zeng Dajun (曾大軍)	50	5%	Monetary	April 21, 2018
Total		**1,000**	**100%**	—	—

Article 21 The total number of shares of the Company is [•] shares, all of which are ordinary shares.

Article 22 Neither the Company nor its subsidiaries (including subsidiary undertakings) may provide financial assistance, by way of gift, loan, guarantee, etc., to any person for the acquisition of shares of the Company or its parent company, except where the Company implements an employee stock ownership plan.

For the benefit of the Company, subject to a resolution of the shareholders' meeting or a resolution of the board of directors made in accordance with an authorization granted by the shareholders' meeting or these Articles of Association, the Company may provide financial assistance to any person for the acquisition of shares of the Company, provided that the total amount of such financial assistance shall not exceed ten percent of the total issued share capital. A resolution of the board of directors must be passed by the affirmative vote of more than two-thirds of all directors.

If the provisions of the preceding two paragraphs are violated and loss is caused to the Company, the responsible directors and senior management personnel shall be liable for compensation.

Section II Increase, Decrease and Repurchase of Shares

Article 23 Subject to laws and regulations, the Company may, by separate resolutions of the shareholders' meeting, increase its registered capital by way of the following methods in light of its operational and development needs:

(1) public issuance of shares;

(2) non-public issuance of shares;

(3) distributing bonus shares to existing shareholders;

(4) capitalizing reserve funds into share capital;

(5) other methods as provided by laws, administrative regulations and approved by the competent government authorities.

Article 24 The Company may reduce its registered capital. The reduction of registered capital by the Company shall follow the procedures stipulated by the Company Law and other relevant provisions and these Articles of Association. Where shareholders exercise their repurchase rights in accordance with relevant agreements, which involves the reduction of the Company's registered capital, the reduction of shares may not be in proportion to the shares held by shareholders.

Article 25 The Company shall not repurchase its own shares. However, subject to applicable laws and regulations, the following circumstances are excepted:

(1) to reduce the registered capital of the Company;

(2) to merge with another company holding shares of the Company;

(3) to use the shares for employee stock ownership plans or equity incentives;

(4) shareholders who dissent from a resolution of the shareholders' meeting on the merger or division of the Company request the Company to repurchase their shares;

(5) to use the shares for conversion of convertible corporate bonds issued by the Company;

(6) necessary for the Company to safeguard the Company's value and the rights and interests of shareholders;

(7) other circumstances permitted by laws, regulations, regulatory rules of the place where the Company's shares are listed, etc.

Article 26 The Company's repurchase of its own shares may be carried out through open centralized trading methods, or other methods permitted by laws, administrative regulations and securities regulatory authorities of the place where the Company's shares are listed.

When the Company repurchases its own shares under circumstances (3), (5) or (6) of the first paragraph of Article 25 of these Articles of Association, such repurchase shall be carried out through open centralized trading methods.

Article 27 A repurchase of the Company's shares under circumstances (1) or (2) of the first paragraph of Article 25 of these Articles of Association shall be approved by a shareholders' meeting resolution; a repurchase of the Company's shares under circumstances (3), (5) or (6) of the first paragraph of Article 25 of these Articles of Association may be approved by a board of directors resolution, at which two-thirds or more of the directors are present, in accordance with these Articles of Association or an authorization granted by the shareholders' meeting.

After the Company repurchases its own shares in accordance with the first paragraph of Article 25 of these Articles of Association, subject to compliance with applicable securities regulatory rules of the place where the Company's shares are listed, the following shall apply: Under circumstance (1), such shares shall be cancelled within ten days from the date of repurchase; under circumstances (2) or (4), such shares shall be transferred or cancelled within six months; under circumstances (3), (5) or (6), the total number of shares of the Company held by the Company shall not exceed ten percent of the Company's total issued shares and shall be transferred or cancelled within three years.

Section III Transfer of Shares

Article 28 The shares of the Company shall be transferred according to law.

All transfers of H Shares shall be effected by an instrument of transfer in writing in common or standard form or any other form acceptable to the board of directors (including the standard transfer form or transfer form prescribed from time to time by the Hong Kong Stock Exchange); such instrument of transfer may only be signed by hand or, if the transferor or transferee is a company, affixed with the company's valid seal. If the transferor or transferee is a recognized clearing house as defined in the relevant ordinances in force from time to time in Hong Kong (or its nominee), the instrument of transfer may be signed by hand or by machine-printed form. All instruments of transfer shall be kept at the statutory address of the Company or at such other place as the board of directors may from time to time determine.

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

Article 30 Shares held by shareholders before the public issuance of shares by the Company shall not be transferred within one year from the date the Company's shares are listed on a stock exchange.

Directors and senior management of the Company shall report to the Company the number of shares of the Company held by them and any changes thereto. The annual transfer of shares by them during their term of office shall not exceed twenty-five percent of the total number of shares of the Company held by them respectively. Shares of the Company held by them shall not be transferred within one year from the date the Company's shares are listed for trading. The above-mentioned personnel shall not transfer the shares of the Company held by them within six months after leaving office.

If the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed have other provisions regarding restrictions on the transfer of the Company's shares, such provisions shall prevail.

Article 31 If a shareholder holding five percent or more of the shares of the Company, a director, or a senior management person sells the shares of the Company or other equity securities held by them within six months after purchase, or purchases them again within six months after sale, any profits derived therefrom shall belong to the Company, and the board of directors of the Company shall be responsible for recovering such profits on behalf of the Company. However, this provision does not apply to a securities company that holds five percent or more of the shares due to the purchase of shares remaining after the underwriting, or other circumstances as stipulated by the CSRC. If the listing rules of the stock exchange of the place where the Company's shares are listed have other provisions regarding restrictions on the transfer of H Shares, such provisions shall prevail.

For the purpose of the preceding paragraph, "shares or other equity securities held" by directors, senior management personnel, or natural person shareholders includes shares or other equity securities held by their spouses, parents, children, and held through accounts of others.

If the board of directors of the Company fails to enforce the provisions of the first paragraph of this article, shareholders have the right to require the board of directors to enforce them within thirty days. If the board of directors of the Company fails to enforce them within the said period, shareholders have the right to directly file a lawsuit with the people's court in their own name for the benefit of the Company.

If the board of directors of the Company fails to enforce the provisions of the first paragraph of this article, the responsible directors shall be jointly and severally liable according to law.

Chapter IV Shareholders and Shareholders' Meeting

Section I Shareholders

Article 32 The legal holders of the Company's shares are the shareholders of the Company. The Company shall maintain a register of shareholders based on the certificates provided by the securities registration institution. The register of shareholders is sufficient evidence to prove that a person is a shareholder of the Company. Shareholders enjoy rights and assume obligations according to the class of shares they hold; shareholders holding the same class of shares enjoy equal rights and assume the same obligations.

The original H Share register of shareholders kept in Hong Kong shall be available for inspection by shareholders, but the Company may suspend the registration of shareholders in accordance with provisions equivalent to section 632 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

Any shareholder registered in the register of shareholders, or any person requesting to have their name (title) registered in the register of shareholders, if they lose their share certificates, may apply to the Company for replacement of new share certificates for such shares. If a domestic capital share shareholder loses share certificate(s) and applies for replacement, it shall be handled in accordance with the relevant provisions of the Company Law. If an H Share shareholder loses share certificate(s) and applies for replacement, it may be handled in accordance with the laws of the place where the original H Share register of shareholders is kept, the rules of the stock exchange, or other relevant provisions.

Article 33 When the Company convenes a shareholders' meeting, distributes dividends, conducts liquidation, or carries out other acts requiring determination of shareholder status, the record date shall be determined by the board of directors or the convenor of the shareholders' meeting. Shareholders registered in the register as of the close of trading on the record date shall be the shareholders entitled to the relevant rights and interests.

Article 34 Shareholders of the Company enjoy the following rights:

(1) to receive dividends and other forms of distribution of benefits according to the number of shares held;

(2) to lawfully request, convene, preside over, attend or appoint a proxy to attend shareholders' meetings and exercise corresponding voting rights;

(3) to supervise the Company's operations, propose suggestions, or raise inquiries;

(4) to transfer, gift, or pledge the shares held by them in accordance with laws, administrative regulations, relevant provisions of the securities regulatory authorities and stock exchanges of the place where the Company's shares are listed, and these Articles of Association;

(5) to obtain relevant information in accordance with laws, administrative regulations, relevant provisions of the securities regulatory authorities and stock exchanges of the place where the Company's shares are listed, and these Articles of Association, including: accessing and copying these Articles of Association, the register of shareholders, the Company's bond stubs, minutes of shareholders' meetings, resolutions of board of directors' meetings, and financial and accounting reports;

(6) upon termination or liquidation of the Company, to participate in the distribution of the Company's residual property according to the number of shares held;

(7) shareholders who dissent from a resolution of the shareholders' meeting on the merger or division of the Company have the right to request the Company to repurchase their shares, subject to satisfaction of the procedural requirements for share repurchase under these Articles of Association and relevant laws and regulations;

(8) to access the Hong Kong branch of the register of shareholders of the Company, provided that the Company may suspend the registration of shareholders in accordance with provisions equivalent to section 632 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong);

(9) other rights stipulated by laws, administrative regulations, departmental rules, or these Articles of Association.

Article 35 A shareholder requesting to access or copy the relevant information or materials described in the preceding article shall provide the Company with a written document proving the class of shares held and the number of shares held. After verifying the shareholder's identity, the Company shall provide such information or materials as requested by the shareholder.

Article 36 If the content of a resolution of the shareholders' meeting or board of directors of the Company violates laws or administrative regulations, shareholders have the right to request the people's court to declare such resolution void.

If the convening procedures or voting methods of the shareholders' meeting or board of directors violate laws, administrative regulations or these Articles of Association, or if the content of a resolution violates these Articles of Association, shareholders have the right to request the people's court to revoke such resolution within sixty days from the date the resolution is made. However, this does not apply where the convening procedures or voting methods of the shareholders' meeting or board of directors only have minor irregularities that do not materially affect the resolution.

A shareholder who was not notified to attend the shareholders' meeting may request the people's court to revoke the resolution within sixty days from the date they knew or should have known of the resolution; if the right of revocation is not exercised within one year from the date the resolution is made, the right of revocation shall be extinguished.

Article 37 If any director (other than members of the Audit Committee) or senior management person causes loss to the Company while performing their duties in violation of laws, administrative regulations or these Articles of Association, a shareholder(s) holding individually or in aggregate one percent or more of the Company's shares for a continuous period of more than one hundred and eighty days has the right to request in writing the Audit Committee to file a lawsuit with the people's court. If a member of the Audit Committee causes loss to the Company while performing their duties in violation of laws, administrative regulations or these Articles of Association, such shareholder(s) may request in writing the board of directors to file a lawsuit with the people's court.

If the Audit Committee or the board of directors refuses to file a lawsuit after receiving the written request from the shareholder(s) as stipulated in the preceding paragraph, or fails to file a lawsuit within thirty days from the date of receipt of the request, or if the situation is urgent and failure to file a lawsuit immediately would cause irreparable damage to the Company's interests, the shareholder(s) specified in the preceding paragraph have the right to directly file a lawsuit with the people's court in their own name for the benefit of the Company.

If any other person infringes upon the legitimate rights and interests of the Company and causes loss to the Company, the shareholder(s) specified in the first paragraph of this article may file a lawsuit with the people's court in accordance with the preceding two paragraphs.

Article 38 If any director or senior management person causes loss to a shareholder's interests in violation of laws, administrative regulations or these Articles of Association, the shareholder may file a lawsuit with the people's court.

Article 39 Shareholders of the Company assume the following obligations:

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

(2) to pay for their shares in accordance with the number of shares subscribed for and the method of subscription;

(3) not to withdraw their share capital except under circumstances stipulated by laws or regulations;

(4) to comply with laws, administrative regulations and these Articles of Association, exercise shareholder rights according to law, not abuse shareholder rights to damage the interests of the Company or other shareholders; not to abuse the independent legal person status of the Company or limited liability of shareholders to damage the interests of the Company's creditors;

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

If a shareholder of the Company abuses their shareholder rights and causes loss to the Company or other shareholders, they shall be liable for compensation according to law. If a shareholder of the Company abuses the independent legal person status of the Company or limited liability of shareholders to evade debts, materially harming the interests of the Company's creditors, they shall be jointly and severally liable for the Company's debts.

Article 40 A shareholder holding five percent or more of the Company's shares with voting rights shall, on the day such fact occurs, provide a written report to the Company if they pledge the shares they hold.

Article 41 The controlling shareholders, actual controllers, directors and senior management of the Company shall not use their connected relationships to damage the interests of the Company. If loss is caused to the Company in violation of this provision, they shall be liable for compensation.

The controlling shareholders and actual controllers of the Company owe a duty of good faith to the Company and to the holders of the Company's public shares. The controlling shareholders shall strictly exercise their rights as capital contributors in accordance with law, and shall not use connected transactions, profit distribution, asset restructuring, external investments, capital occupation, guarantee loans, or other means to harm the legitimate rights and interests of the Company and public shareholders, nor shall they use their controlling position to harm the interests of the Company and public shareholders.

Section II General Provisions on Shareholders' Meeting

Article 42 The shareholders' meeting of the Company is composed of all shareholders and is the authority of the Company, exercising the following powers:

(1) electing and replacing directors who are not employee representatives, and deciding on matters concerning the remuneration of directors;

(2) examining and approving the reports of the board of directors;

(3) examining and approving the Company's profit distribution plans and loss recovery plans;

(4) passing resolutions on the increase or decrease of the Company's registered capital and the issuance of any class of shares, warrants and other similar securities;

(5) passing resolutions on the issuance of corporate bonds;

(6) passing resolutions on the merger, division, dissolution, liquidation (including voluntary winding up) or change of corporate form of the Company;

(7) amending these Articles of Association;

(8) passing resolutions on the appointment or dismissal of the accounting firm;

(9) examining and approving the guarantee matters specified in Article 44 of these Articles of Association;

(10) examining and approving the transaction matters specified in Article 43 of these Articles of Association;

(11) examining and approving connected transactions of the Company (other than the provision of guarantees) with a transaction amount of RMB30 million or more and accounting for 1% or more of the Company's latest audited total assets or market capitalization;

(12) examining and approving changes in the use of proceeds from capital raising;

(13) examining and approving equity incentive plans and employee stock ownership plans;

(14) other matters required by laws, administrative regulations, departmental rules, or these Articles of Association to be decided by the shareholders' meeting;

(15) other matters as required by the listing rules of the stock exchange of the place where the Company's shares are listed.

The above powers of the shareholders' meeting shall not be delegated to the board of directors or other institutions or individuals by way of authorization.

Article 43 The following transactions of the Company (other than the provision of guarantees) shall be considered and approved by the shareholders' meeting (where the data involved in the calculation of the following indicators are negative, the absolute value shall be taken as the calculation data):

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

(2) the operating income related to the subject matter of the transaction (such as equity) in the latest fiscal year accounts for 50% or more of the Company's audited operating income for the latest fiscal year, and exceeds RMB50 million;

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

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

(5) the profit generated by the transaction accounts for 50% or more of the Company's audited net profit for the latest fiscal year, and exceeds RMB5 million.

The transaction matters in this article refer to: purchase or sale of assets (excluding the purchase of raw materials, fuel and power, and the sale of products or goods and other transactions related to daily operations); external investments (excluding the purchase of bank wealth management products); transfer of research and development projects; entering into licensing agreements; provision of guarantees; lease-in or lease-out of assets; entrusting or being entrusted with management of assets and businesses; gifting or receiving gifts of assets; restructuring of claims and debts; provision of financial assistance; other transactions as stipulated by laws, administrative regulations, departmental rules, normative documents and these Articles of Association.

If the Company is not profitable, the aforementioned net profit indicators shall be exempted. If the Company implements a transaction in installments, the total transaction amount shall be used as the basis for the application of this article.

Transactions in which the Company obtains benefits unilaterally, including donation of cash assets to the Company, debt relief, acceptance of guarantees and financial assistance, etc., may be exempted from the requirement of shareholders' meeting review procedures under the preceding paragraph of this article.

Transactions between the Company and its holding subsidiaries within the consolidated reporting scope, or between such holding subsidiaries, may be exempted from the requirement of shareholders' meeting review procedures under the preceding paragraph of this article, except as otherwise provided or where the legitimate rights and interests of shareholders are harmed.

Article 44 The following external guarantee matters of the Company shall be considered and approved by the shareholders' meeting:

(1) any guarantee provided after the total amount of external guarantees of the Company and its holding subsidiaries exceeds 50% of the latest audited net assets;

(2) any guarantee provided after the total amount of external guarantees of the Company reaches or exceeds 30% of the latest audited total assets;

(3) guarantees where the guarantee amount, calculated on a cumulative basis over twelve consecutive months, exceeds 30% of the Company's latest audited total assets;

(4) guarantees provided to a guarantee recipient whose asset-liability ratio exceeds 70%;

(5) a single guarantee amount exceeding 10% of the latest audited net assets;

(6) guarantees provided to shareholders, actual controllers and their connected parties;

(7) other guarantees as required by laws, regulations, regulatory rules of the place where the Company's shares are listed, or these Articles of Association to be considered and approved by the shareholders' meeting.

Guarantee matters other than the above shall be approved by the board of directors.

When the Company provides a guarantee to a wholly-owned subsidiary, or provides a guarantee to a holding subsidiary and the other shareholders of such holding subsidiary provide proportionate guarantees in accordance with their respective equity interests, without harming the interests of the Company, the provisions of items (1), (4) and (5) above may be exempted.

When the shareholders' meeting considers a guarantee under item (3) of the first paragraph of this article, such matter must be passed by the affirmative vote of two-thirds or more of the voting rights held by the shareholders present at the meeting.

If the Company provides a guarantee to a shareholder or actual controller of the Company, the controlling shareholders, actual controllers and their connected parties shall provide counter-guarantees.

If any director, general manager or other senior management person violates the provisions of laws, regulations or these Articles of Association regarding the approval authority and review procedures for external guarantees, causing loss to the Company, they shall be liable for compensation, and the Company may file a lawsuit against them in accordance with law.

If the listing rules of the place where the Company's shares are listed have special provisions, such provisions shall prevail.

Article 45 Shareholders' meetings are divided into annual general meetings and extraordinary general meetings. An annual general meeting shall be held once a year, within six months after the end of the preceding fiscal year.

Article 46 An extraordinary general meeting shall be convened within two months from the date the following circumstances occur:

(1) the number of directors falls below the minimum number required by the Company Law or less than two-thirds of the number stipulated in these Articles of Association (i.e., 6 directors);

(2) the unrecovered losses of the Company reach one-third of the total paid-in share capital;

(3) a request is made by a shareholder(s) holding individually or in aggregate 10% or more of the shares (the shareholding percentage under this item shall be calculated as of the date the shareholder submits and delivers the written request);

(4) the board of directors deems it necessary;

(5) the Audit Committee proposes to convene a meeting;

(6) other circumstances as stipulated by laws, administrative regulations, departmental rules, the Hong Kong Listing Rules, or these Articles of Association.

Article 47 The venue for the shareholders' meeting convened by the Company shall be the registered address of the Company or any other place specified in the notice of the shareholders' meeting.

The shareholders' meeting will be held in a physical meeting format. Subject to compliance with applicable laws, regulations and listing rules of the place where the Company's shares are listed, the shareholders' meeting may also be held by telephone, electronic devices or other communication facilities that enable all persons participating in the meeting to communicate with each other simultaneously, and participation in such meeting shall constitute attendance at the meeting. The Company shall, as appropriate, provide other methods to facilitate shareholders' attendance at the shareholders' meeting in accordance with laws, administrative regulations, the securities regulatory authorities of the place where the Company's shares are listed, the Hong Kong Listing Rules, or these Articles of Association, where applicable. Unless the directors otherwise decide, the meeting convening methods and procedures set forth in this article shall apply, mutatis mutandis, to shareholders' meetings held solely by electronic means or by hybrid means.

The time and place of the physical shareholders' meeting shall be selected for the convenience of shareholders. Once the notice of the shareholders' meeting is dispatched, the venue of the physical shareholders' meeting shall not be changed without justifiable reasons. If a change is indeed necessary, the convener shall announce the change and explain the reasons at least two business days before the date of the physical meeting.

Section III Convening of Shareholders' Meeting

Article 48 Shareholders' meetings shall be convened by the board of directors in accordance with law, unless otherwise provided by the Company Law, other laws, regulations, listing rules of the place where the Company's shares are listed, and these Articles of Association.

Article 49 Independent non-executive directors have the right to propose to the board of directors to convene an extraordinary general meeting. For a proposal from an independent non-executive director to convene an extraordinary general meeting, the board of directors shall, in accordance with laws, administrative regulations, the Hong Kong Listing Rules and these Articles of Association, provide written feedback agreeing to or disagreeing with the convening of the extraordinary general meeting within ten days from receipt of the proposal. If the board of directors agrees to convene the extraordinary general meeting, it shall dispatch a notice convening the shareholders' meeting within five days after passing the board resolution; if the board of directors disagrees to convene the extraordinary general meeting, it shall state the reasons and make an announcement.

Article 50 The Audit Committee has the right to propose to the board of directors to convene an extraordinary general meeting and shall make the proposal in writing to the board of directors. The board of directors shall, in accordance with laws, administrative regulations, the Hong Kong Listing Rules and these Articles of Association, provide written feedback on whether to convene the extraordinary general meeting within ten days from receipt of the proposal.

If the board of directors agrees to convene the extraordinary general meeting, it shall dispatch a notice convening the shareholders' meeting within five days after passing the board resolution. If the notice involves changes to the original proposal, the consent of the Audit Committee shall be obtained.

If the board of directors disagrees to convene the extraordinary general meeting or fails to provide feedback within ten days after receipt of the proposal, the board of directors shall be deemed unable or unwilling to perform its duty to convene the shareholders' meeting, and the Audit Committee may convene and preside over the meeting on its own.

Article 51 A shareholder(s) holding individually or in aggregate 10% or more of the shares has the right to request the board of directors to convene an extraordinary general meeting and shall make the request in writing to the board of directors. The board of directors shall, in accordance with laws, administrative regulations, the Hong Kong Listing Rules and these Articles of Association, provide written feedback on whether to convene the extraordinary general meeting within ten days from receipt of the request.

If the board of directors agrees to convene the extraordinary general meeting, it shall dispatch a notice convening the shareholders' meeting within five days after passing the board resolution. If the notice involves changes to the shareholder's original request, the consent of the relevant shareholder(s) shall be obtained.

If the board of directors disagrees to convene the extraordinary general meeting or fails to provide feedback within ten days from receipt of the request, the shareholder(s) holding individually or in aggregate 10% or more of the shares has the right to propose to the Audit Committee to convene an extraordinary general meeting and shall make the request in writing to the Audit Committee.

If the Audit Committee agrees to convene the extraordinary general meeting, it shall dispatch a notice convening the shareholders' meeting within five days from receipt of the request. Any change to the original request in the notice shall be agreed upon by the relevant shareholder(s).

If the Audit Committee fails to dispatch a notice convening the shareholders' meeting within the prescribed period, the Audit Committee shall be deemed not to have convened and presided over the shareholders' meeting. A shareholder(s) who has held individually or in aggregate 10% or more of the shares for a continuous period of more than ninety days may then convene and preside over the meeting on its own.

Article 52 If the Audit Committee or shareholder(s) decides to convene a shareholders' meeting on its own, it must notify the board of directors in writing and, to the extent required by applicable laws and regulations, file a report with the relevant competent authorities and the stock exchange where the Company's shares are listed.

If shareholders convene a shareholders' meeting on their own, the aggregate shareholding percentage of the convening shareholders in the Company shall not be less than 10% before the shareholders' meeting resolution is made.

The Audit Committee or the convening shareholder(s) shall, when dispatching the notice of the shareholders' meeting and announcing the shareholders' meeting resolution, submit relevant supporting documents to the relevant competent authorities and the stock exchange to the extent required by applicable laws and regulations.

Article 53 For a shareholders' meeting convened on its own by the Audit Committee or shareholder(s) in accordance with law, the board of directors and the board secretary shall cooperate. The board of directors shall provide the register of shareholders as of the record date.

Article 54 For a shareholders' meeting convened on its own by the Audit Committee or shareholder(s), the necessary expenses of the meeting shall be borne by the Company.

Section IV Proposals and Notices of Shareholders' Meeting

Article 55 The content of a proposal shall fall within the scope of authority of the shareholders' meeting, have a clear subject matter and specific matters for resolution, and comply with the relevant provisions of laws, administrative regulations, the Hong Kong Listing Rules and these Articles of Association.

Article 56 When the Company convenes a shareholders' meeting, the board of directors, the Audit Committee, and a shareholder(s) holding individually or in aggregate 1% or more of the shares have the right to submit proposals to the Company.

A shareholder(s) holding individually or in aggregate 1% or more of the shares may submit an interim proposal in writing to the convener ten days before the shareholders' meeting. The convener shall, within two days after receipt of the proposal, dispatch a supplementary notice of the shareholders' meeting, announcing the content of the interim proposal. If laws, administrative regulations and the securities regulatory authorities of the place where the Company's shares are listed have other provisions, such provisions shall prevail. If, under the securities regulatory rules of the place where the Company's shares are listed, the shareholders' meeting must be postponed due to the publication of the supplementary notice of the shareholders' meeting, the convening of the shareholders' meeting shall be postponed in accordance with the provisions of such securities regulatory rules.

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

Proposals not listed in the notice of the shareholders' meeting or not conforming to the provisions of Article 55 of these Articles of Association shall not be voted on and resolved at the shareholders' meeting.

Article 57 The convener shall notify all shareholders of the annual general meeting by email, mail or other appropriate means no less than 21 days before the meeting, and notify all shareholders of an extraordinary general meeting no less than 15 days before the meeting by email, mail or other appropriate means. In calculating the advance notice period, the Company shall not include the date of the meeting. If laws, regulations, listing rules of the place where the Company's shares are listed and securities regulatory authorities have other provisions, such provisions shall prevail.

The notice of the shareholders' meeting shall be given to shareholders (whether or not they have voting rights at the shareholders' meeting) by personal delivery or by prepaid mail, with the recipient's address being the address recorded in the register of shareholders, or, subject to compliance with applicable laws, regulations and listing rules of the place where the Company's shares are listed, published on the Company's website or the website designated by the Hong Kong Stock Exchange. If an announcement should be made to overseas listed foreign share shareholders under these Articles of Association, such announcement shall also be published in accordance with the methods prescribed by the Hong Kong Listing Rules. For domestic capital share shareholders, the notice of the shareholders' meeting may also be given by way of public announcement.

After the notice of the shareholders' meeting is dispatched and before the meeting is convened, the convener may, in accordance with the Company Law and relevant provisions, issue a reminder notice.

Article 58 The notice of the shareholders' meeting shall include the following:

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

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

(3) a clear statement indicating that all shareholders have the right to attend the shareholders' meeting, and may appoint a proxy in writing to attend and vote on their behalf, and such proxy need not be a shareholder of the Company;

(4) the record date for determining shareholders entitled to attend the shareholders' meeting;

(5) the name and telephone number of the designated contact person for meeting affairs;

(6) the voting time and voting procedures for internet or other voting methods;

(7) other requirements as stipulated by laws, regulations, regulatory rules of the place where the Company's shares are listed, these Articles of Association, etc.

If the matters to be discussed require independent non-executive directors to express opinions, such opinions and the reasons therefor shall be provided at the same time when the notice or supplementary notice of the shareholders' meeting is issued.

The notice of the shareholders' meeting and any supplementary notice shall fully and completely set forth the entire specific content of all proposals.

Article 59 If the shareholders' meeting intends to discuss the election of directors, the notice of the shareholders' meeting shall fully disclose the detailed information of the director candidates, including at least the following:

(1) educational background, work experience, part-time positions, etc.;

(2) whether there is a connected relationship with the Company or the Company's controlling shareholders and actual controllers;

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

(4) whether the candidate has been penalized by the CSRC or other relevant authorities or disciplined by a stock exchange;

(5) information concerning the newly appointed, re-elected or transferred director that is required to be disclosed under the Hong Kong Listing Rules.

Except when using cumulative voting for the election of directors, each director candidate shall be proposed as a separate resolution.

Article 60 Once a notice of the shareholders' meeting has been dispatched, the shareholders' meeting shall not be postponed or cancelled, nor shall the proposals listed in the notice of the shareholders' meeting be cancelled, without justifiable reasons. If postponement or cancellation occurs, the convener shall notify shareholders and explain the reasons at least two business days before the originally scheduled date.

Section V Holding of Shareholders' Meeting

Article 61 The board of directors and other conveners of the shareholders' meeting shall take necessary measures to ensure the normal order of the shareholders' meeting. Measures shall be taken to stop any disturbance of the shareholders' meeting, any disorderly conduct, or any infringement upon the legitimate rights and interests of shareholders, and report to relevant authorities for investigation and handling in a timely manner.

Article 62 All shareholders registered on the record date, or their proxies, have the right to attend the shareholders' meeting and exercise voting rights in accordance with relevant laws, regulations and these Articles of Association.

Shareholders may attend the shareholders' meeting in person or appoint one or more persons (who need not be shareholders) as their proxies to attend and vote on their behalf.

Article 63 An individual shareholder attending the meeting in person shall present their own ID card or other valid identification document or proof of identity; if represented by a proxy, the proxy shall present their own valid identification document and the power of attorney from the shareholder.

A legal person shareholder shall be represented by its legal representative or by a proxy appointed by its legal representative. If the legal representative attends the meeting, they shall present their own ID card and valid proof establishing their capacity as legal representative; if represented by a proxy, the proxy shall present their own ID card and a written power of attorney lawfully executed by the legal representative of the legal person shareholder.

A partnership shareholder shall be represented by its executive partner (including the representative designated by the executive partner) or by a proxy appointed by its executive partner. If the executive partner attends the meeting, they shall present their own ID card and valid proof establishing their capacity as executive partner; if represented by a proxy, the proxy shall present their own ID card and a written power of attorney lawfully executed by the executive partner of the partnership shareholder.

If the shareholder is a recognized clearing house of the place where the Company's shares are listed or its nominee, such shareholder may authorize such person or persons as it thinks fit to act as its representative at the shareholders' meeting; provided, however, that if more than one person is authorized, the power of attorney shall specify the number and class of shares in respect of which each such person is so authorized, and the power of attorney shall be signed by an authorized person of the recognized clearing house. A person so authorized may attend the meeting (without producing evidence of shareholding, notarized authorization, and/or further evidence of due authorization, but shall present their own identification) and exercise rights as if such person were an individual shareholder of the Company.

Article 64 The power of attorney issued by a shareholder appointing a proxy to attend the shareholders' meeting shall state the following:

(1) the name(s) of the proxy(ies);

(2) whether the proxy has voting rights;

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

(4) the date of issue and the validity period of the power of attorney;

(5) the signature (or seal) of the shareholder. If the shareholder is a legal person or partnership, the power of attorney shall bear the seal of the legal person or partnership.

Article 65 The power of attorney shall state that if the shareholder does not give specific instructions, the proxy may vote at his/her own discretion.

Article 66 The proxy form for voting shall be deposited at the registered address of the Company or another place specified in the notice convening the meeting at least twenty-four hours before the meeting for which such proxy is appointed to vote, or twenty-four hours before the specified voting time.

If the proxy form is signed by a person authorized by the shareholder, the authorization document or other authorization document for such signing shall be notarized. The notarized authorization document or other authorization document, along with the proxy form, shall be deposited at the registered address of the Company or another place specified in the notice convening the meeting.

If the shareholder is a legal person, it shall be represented by its legal representative or a person authorized by a resolution of its board of directors or other decision-making body to attend the shareholders' meeting of the Company.

If the shareholder is a partnership, the provisions of the preceding paragraph shall apply mutatis mutandis to the persons attending the meeting on its behalf.

Article 67 A registration book for persons attending the meeting shall be prepared by the Company. The registration book shall include the names (or entity names) of the persons attending the meeting, ID card numbers, addresses, the number of shares held or represented, and the names (or entity names) of the principals.

Article 68 The convener shall verify the validity of shareholder qualifications based on the register of shareholders, and register the names (or titles) of shareholders and the number of voting shares held by them. The registration of attendance shall be terminated before the meeting chairperson announces the total number of shareholders and proxies present at the physical meeting and the total voting shares held by them.

Article 69 When the shareholders' meeting is convened, all directors and the board secretary of the Company shall attend the meeting, and the general manager and other senior management personnel shall attend the meeting as non-voting participants.

Article 70 The shareholders' meeting shall be presided over by the Chairman of the Board of Directors. If the Chairman is unable or fails to perform their duties, the meeting shall be presided over by a director elected by more than half of the directors.

If the shareholders' meeting is convened by the Audit Committee on its own, it shall be presided over by the chairman of the Audit Committee. If the chairman of the Audit Committee is unable or fails to perform their duties, the meeting shall be presided over by a member elected by more than half of the members of the Audit Committee.

If the shareholders' meeting is convened by shareholders on their own, it shall be presided over by a representative elected by the convening shareholders.

When convening a shareholders' meeting, if the meeting chairperson violates the rules of procedure of the shareholders' meeting, making it impossible to continue the meeting, and the shareholders present at the physical meeting representing more than half of the voting rights agree, the shareholders' meeting may elect one person to act as the meeting chairperson to continue the meeting.

Article 71 The Company shall formulate the rules of procedure for the shareholders' meeting, detailing the convening and voting procedures of the shareholders' meeting, including notification, registration, review of proposals, voting, counting of votes, announcement of voting results, formation of resolutions, recording and signing of meeting minutes, public announcements, etc., as well as the principles for the shareholders' meeting to authorize the board of directors. The authorization content shall be clear and specific. The rules of procedure for the shareholders' meeting shall be attached as an appendix to these Articles of Association, formulated by the board of directors, and approved by the shareholders' meeting.

Article 72 At the annual general meeting, the board of directors shall report on its work for the past year to the shareholders' meeting. Each independent non-executive director shall also present a duty performance report.

Article 73 Except where disclosure at the shareholders' meeting is prohibited by relevant laws, administrative regulations or involves the Company's trade secrets, directors and senior management personnel shall explain and respond to shareholders' inquiries and suggestions at the shareholders' meeting.

Article 74 Before voting, the meeting chairperson shall announce the number of shareholders and proxies present at the physical meeting and the total number of voting shares held by them. The number of shareholders and proxies present at the physical meeting and the total number of voting shares held by them shall be based on the meeting registration.

Article 75 Minutes shall be kept of the shareholders' meeting and shall be the responsibility of the board secretary. The minutes shall record the following:

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

(2) the names of the meeting chairperson and the directors, general manager and other senior management personnel attending or present at the meeting;

(3) the number of shareholders and proxies present, the total number of voting shares held, and the percentage of such shares to the total number of shares of the Company;

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

(5) shareholders' inquiries or suggestions and the corresponding responses or explanations;

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

(7) other matters required to be recorded in the minutes by these Articles of Association.

Article 76 The convener shall ensure that the minutes are true, accurate, and complete. The directors, board secretary, convener or its representative, and meeting chairperson attending the meeting shall sign the minutes. The minutes shall be kept together with the signed attendance register of shareholders, powers of attorney for proxy attendance, and valid materials related to other voting methods. The retention period shall be no less than ten years.

Article 77 The convener shall ensure that the shareholders' meeting continues in session until a final resolution is reached. If the shareholders' meeting is adjourned or unable to pass a resolution due to force majeure or other special reasons, necessary measures shall be taken to resume the shareholders' meeting as soon as possible or to terminate the shareholders' meeting directly, and a timely announcement and report (if required) shall be made in accordance with laws, regulations or the provisions of the securities regulatory authorities of the place where the Company's shares are listed.

Section VI Voting and Resolutions of Shareholders' Meeting

Article 78 Resolutions of the shareholders' meeting are divided into ordinary resolutions and special resolutions.

An ordinary resolution of the shareholders' meeting requires the affirmative vote of more than half of the voting rights held by the shareholders (including proxies) present at the meeting.

A special resolution of the shareholders' meeting requires the affirmative vote of two-thirds or more of the voting rights held by the shareholders (including proxies) present at the meeting.

Article 79 The following matters shall be passed by ordinary resolution at the shareholders' meeting:

(1) work report of the board of directors;

(2) profit distribution plans and loss recovery plans formulated by the board of directors;

(3) appointment and removal of board members and their remuneration and payment methods;

(4) annual report of the Company;

(5) other matters other than those that shall be passed by special resolution as stipulated by laws, administrative regulations, listing rules of the place where the Company's shares are listed, or these Articles of Association.

Article 80 The following matters shall be passed by special resolution at the shareholders' meeting:

(1) increase or decrease of the Company's registered capital and the issuance of any class of shares, warrants and other similar securities;

(2) division, merger, dissolution or liquidation (including voluntary winding up) of the Company, or change of corporate form;

(3) amendment to these Articles of Association;

(4) purchase or sale of major assets by the Company within one year where the amount exceeds 30% of the Company's latest audited total assets;

(5) equity incentive plans;

(6) other matters stipulated by laws, administrative regulations, listing rules of the place where the Company's shares are listed, or these Articles of Association, and matters that the shareholders' meeting determines by ordinary resolution will have a significant impact on the Company and require a special resolution.

Article 81 Shareholders (including proxies) exercise their voting rights based on the number of voting shares they represent, with one vote per share. To the extent permitted by the securities regulatory rules of the applicable stock exchange of the place where the shares are listed, when voting, a shareholder (including a proxy) holding two or more voting rights does not necessarily need to cast all their voting rights for, against, or abstain on all proposals.

Shares held by the Company itself have no voting rights, and such shares are not counted in the total number of voting shares represented at the shareholders' meeting.

The board of directors and shareholders who meet the relevant conditions may solicit shareholder voting rights in accordance with relevant provisions.

Article 82 When the shareholders' meeting considers a connected transaction matter, the connected shareholder(s) shall not participate in the vote, and the voting shares held by such shareholder(s) shall not be counted in the total number of valid votes. The announcement of the shareholders' meeting resolution shall fully disclose the voting results of non-connected shareholders.

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

(1) The board of directors shall, in accordance with relevant provisions, determine whether the matter to be submitted to the shareholders' meeting for consideration constitutes a connected transaction. In making such determination, the number of shares held by shareholders shall be based on the record date;

(2) If the board of directors determines that the matter to be submitted to the shareholders' meeting for consideration constitutes a connected transaction, the board of directors shall notify the connected shareholders;

(3) When the shareholders' meeting considers a connected transaction matter, the connected shareholder(s) shall proactively declare their relationship to the shareholders' meeting and proactively recuse themselves, not participating in the vote, and the voting shares held by them shall not be counted in the total number of voting shares represented at the shareholders' meeting. If a connected shareholder fails to proactively declare the connected relationship and proactively recuse themselves from voting, the meeting chairperson shall request them to recuse themselves from voting;

(4) A resolution on a connected transaction matter at the shareholders' meeting must be passed by the affirmative vote of more than half of the voting rights held by the non-connected shareholders present at the meeting to be effective. However, if the connected transaction matter involves a special resolution matter under these Articles of Association, the shareholders' meeting resolution must be passed by the affirmative vote of two-thirds or more of the voting rights held by the non-connected shareholders present at the meeting to be effective.

Article 83 Except under special circumstances such as the Company being in crisis, the Company shall not enter into a contract that places the management of all or a material part of the Company's business in the hands of a person other than a director, the general manager and other senior management personnel without the approval of a special resolution of the shareholders' meeting.

Article 84 The list of director candidates shall be submitted to the shareholders' meeting for voting via a proposal.

The methods and procedures for nomination of directors are as follows:

(1) The current board of directors, and shareholders holding individually or in aggregate 1% or more of the shares of the Company on a continuous basis, may nominate candidates for directors of the next session of the board of directors (other than independent non-executive directors and directors who are employee representatives) or candidates for additional directors, in a number not exceeding the number of directors to be elected, and submit such proposals to the current board of directors for qualification review. Candidates who pass the qualification review shall be submitted by the board of directors to the shareholders' meeting for voting.

(2) Directors who are employee representatives shall be elected through the employees' representative meeting and shall directly join the board of directors, without being submitted to the shareholders' meeting for consideration.

(3) The current board of directors, and shareholders holding individually or in aggregate 1% or more of the shares of the Company on a continuous basis, may propose independent non-executive director candidates to the shareholders' meeting. The current board of directors shall conduct qualification review, and candidates who pass the qualification review shall be submitted by the board of directors to the shareholders' meeting for voting.

(4) The proposals submitted by the board of directors and eligible nominating shareholders to the convener of the shareholders' meeting shall include relevant materials such as the identity certificates, resumes and basic information of the director candidates. The board of directors shall disclose the detailed information of the director candidates before the shareholders' meeting is convened. The shareholders' meeting shall vote on each proposal separately. If different proposals are made on the same matter, they shall be voted on in the order in which they were proposed. The shareholders' meeting shall not table or refrain from voting on a proposal except due to force majeure or other special reasons that cause the meeting to be adjourned or unable to pass a resolution.

Article 85 When considering a proposal, the shareholders' meeting shall not amend the proposal. Any change to a proposal at the meeting shall be deemed a new proposal and shall not be voted on at the current shareholders' meeting.

Article 86 The same voting right can only be exercised through one method: on-site or other voting methods. Subject to compliance with applicable laws, regulations and listing rules of the place where the Company's shares are listed, the shareholders' meeting may vote on proposals by electronic means. If the same voting right is exercised repeatedly, the result of the first vote shall prevail.

Article 87 Voting at the shareholders' meeting shall be conducted by a registered vote.

Article 88 Before voting on a proposal, the shareholders' meeting shall elect two shareholder representatives to participate in counting and scrutinizing the votes. If the matter under consideration is connected to a shareholder, the relevant shareholder and its proxies shall not participate in counting or scrutinizing the votes.

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

If the stock exchange of the place where the Company's shares are listed provides that any shareholder shall abstain from voting on a particular resolution matter, or restrict any shareholder to only voting in favor of (or against) a particular resolution matter, any votes cast by such shareholder or its proxy in violation of the relevant provisions or restrictions shall not be counted.

Article 89 The conclusion time of the physical shareholders' meeting shall not be earlier than other voting methods. The meeting chairperson shall announce the voting status and results for each proposal and declare whether the proposal is passed based on the voting results.

Before the voting results are officially announced, the Company, vote counters, scrutineers, major shareholders, and other related parties involved in the physical meeting and other voting methods shall keep the voting status confidential.

Article 90 Shareholders attending the shareholders' meeting shall express one of the following opinions on the submitted proposal: Agree, Disagree, or Abstain. A securities registration and settlement institution acting as a nominee holder of shares under the Mainland-Hong Kong Stock Connect Program, or a recognized clearing house as defined in the relevant ordinances in force from time to time under Hong Kong law (or its nominee) acting as nominee holder, shall act according to the wishes of the actual holders.

Unfilled, incorrectly filled, illegible ballots, and uncast ballots shall be deemed as the voter waiving the voting right, and the voting result for the number of shares held shall be counted as "Abstain".

Article 91 If the meeting chairperson has any doubt about the result of a vote taken on a resolution, they may organize a recount of the votes; if the meeting chairperson does not conduct a recount and a shareholder or proxy present at the meeting disagrees with the result announced by the chairperson, they have the right to demand a recount immediately after the result is announced, and the meeting chairperson shall organize a recount immediately.

Article 92 The shareholders' meeting resolution shall set forth the number of shareholders and proxies present, the total number of voting shares held, the percentage of such shares to the total number of voting shares of the Company, the voting methods, the voting results for each proposal, and the detailed content of each resolution passed.

Article 93 If a proposal is not passed, or if the current shareholders' meeting changes a resolution of a previous shareholders' meeting, special mention shall be made in the announcement of the shareholders' meeting resolution.

Article 94 If the shareholders' meeting passes a proposal for the election of directors, the newly elected directors shall assume office from the date the shareholders' meeting passes such resolution. However, in the case of election of directors at the expiration of their terms, if the expiration date of the previous directors' term is later than the date the shareholders' meeting resolution is passed, the newly elected directors shall assume office from the day following the expiration of the previous directors' term.

Article 95 If the shareholders' meeting passes a proposal for cash distribution, scrip distribution, or capitalization of capital reserve fund, the Company shall implement the specific plan within two months after the conclusion of the shareholders' meeting. If relevant laws, regulations and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed have other provisions regarding the above matters, such provisions shall prevail.

Chapter V Board of Directors

Section I Directors

Article 96 A director of the Company shall be a natural person. A person cannot serve as a director of the Company under any of the following circumstances:

(1) having no civil capacity or having restricted civil capacity;

(2) having been sentenced to a penalty for corruption, bribery, embezzlement of property, misappropriation of property, or disruption of the socialist market economic order, or having been deprived of political rights for a crime, with less than five years having elapsed since completion of the sentence; where a suspended sentence has been imposed, less than two years have elapsed since the expiration of the suspended sentence;

(3) having served as a director, factory manager, or manager of a company that went into bankruptcy liquidation, and being personally liable for the bankruptcy of such company, with less than three years having elapsed since completion of the bankruptcy liquidation;

(4) having served as the legal representative of a company whose business license was revoked or which was ordered to close due to violation of the law, and being personally liable therefor, with less than three years having elapsed since the revocation or closure order;

(5) being subject to a significant amount of personal debt due and unpaid and being listed as a person subject to enforcement for dishonesty by a people's court;

(6) being subject to a market entry prohibition order by the CSRC, the period of which has not expired;

(7) other circumstances as stipulated by laws, administrative regulations, departmental rules, or the listing rules of the place where the Company's shares are listed.

Election or nomination of a director in violation of this article is invalid. If a director exhibits any of the circumstances in this article during their term of office, the Company shall remove such director.

Article 97 Directors other than those who are employee representatives shall be elected or replaced by the shareholders' meeting and may be removed by the shareholders' meeting before the expiry of their term of office. The term of office of a director shall be three years. Directors may serve consecutive terms upon reelection.

The term of office of a director shall commence from the date of taking office and expire on the date of the expiry of the term of the current board of directors. If the term of office expires and reelection is not carried out in time, the original director shall continue to perform their duties as a director in accordance with laws, administrative regulations, departmental rules and these Articles of Association until the successor director(s) elected assume office. Without prejudice to the relevant laws, regulations and regulatory rules of Hong Kong, any person appointed by the board of directors as a director to fill a casual vacancy on the board or as an addition to the board shall hold office only until the first annual general meeting of the Company after their appointment and shall be eligible for re-election at that meeting.

A director may also serve as the general manager or other senior management personnel. However, the total number of directors who concurrently serve as the general manager or other senior management personnel and directors who are employee representatives shall not exceed one half of the total number of directors.

Article 98 Directors shall abide by laws, administrative regulations and these Articles of Association, and owe the following duties of loyalty to the Company:

(1) not to use their positions to accept bribes or other illegal income, and not to misappropriate the Company's property;

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

(3) not to deposit the Company's assets or funds in accounts opened in their own name or in the name of any other individual;

(4) not to lend the Company's funds to others or provide guarantees with the Company's property in violation of these Articles of Association without the consent of the shareholders' meeting or the board of directors;

(5) not to enter into contracts or conduct transactions with the Company in violation of these Articles of Association or without the consent of the shareholders' meeting;

(6) without the consent of the shareholders' meeting, not to take advantage of their position to procure for themselves or others business opportunities that should belong to the Company, or to operate the same type of business as the Company for their own account or for the account of any other person;

(7) not to accept commissions from transactions with the Company as their own;

(8) not to disclose the Company's secrets without authorization;

(9) not to use their connected relationships to damage the interests of the Company;

(10) other duties of loyalty as stipulated by laws, administrative regulations, departmental rules, listing rules of the place where the Company's shares are listed, and these Articles of Association.

Any income obtained by a director in violation of the provisions of this article shall belong to the Company; if any loss is caused to the Company, the director shall be liable for compensation.

Article 99 Directors shall abide by laws, administrative regulations and these Articles of Association, and owe the following duties of care to the Company:

(1) to exercise the powers conferred by the Company carefully, diligently and conscientiously, to ensure that the Company's business activities comply with national laws, administrative regulations and various national economic policies, and that business activities do not exceed the business scope stated in the business license;

(2) to treat all shareholders fairly;

(3) to stay informed about the Company's business operations and management status in a timely manner;

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

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

(6) other duties of care as stipulated by laws, administrative regulations, departmental rules, listing rules of the place where the Company's shares are listed, and these Articles of Association.

Article 100 If a director fails to attend two consecutive board meetings in person and does not entrust another director to attend on their behalf, they shall be deemed incapable of performing their duties, and the board of directors shall recommend to the shareholders' meeting that such director be removed.

Article 101 A director may resign before the expiry of their term of office. A director's resignation shall be submitted in writing to the board of directors.

If the resignation of a director would cause the number of members of the board of directors to fall below the statutory minimum number, or if the resignation of an independent non-executive director would cause the number of independent non-executive directors to be less than one-third of the board members or cause there to be no accounting professional among the independent non-executive directors, the original director shall continue to perform their duties in accordance with laws, administrative regulations, departmental rules and these Articles of Association until the successor director(s) elected assume office.

Except for the circumstances set forth in the preceding paragraph, a director's resignation shall take effect upon delivery of the resignation report to the board of directors.

Article 102 When a director's resignation takes effect or their term of office expires, they shall complete all handover procedures with the board of directors. Their duty of loyalty to the Company and shareholders does not automatically cease upon expiration of their term of office. A director's duty of confidentiality with respect to the Company's trade secrets shall remain effective after the expiration of their term of office until such secrets become public information, and the duration of other duties shall be determined in accordance with the principle of fairness.

Article 103 Without the authorization of these Articles of Association or the board of directors, no director may act in the name of the Company or the board of directors individually. When a director acts in his/her own name and a third party would reasonably believe that the director is acting on behalf of the Company or the board of directors, the director shall declare his/her position and identity in advance.

Article 104 If a director violates laws, administrative regulations, departmental rules or these Articles of Association while performing their duties and causes loss to the Company, they shall be liable for compensation.

Article 105 The Company shall have independent non-executive directors. Independent non-executive directors shall perform their duties in accordance with applicable laws, regulations, the relevant provisions of the securities regulatory authorities and stock exchanges of the place where the Company's shares are listed, and these Articles of Association.

Section II Board of Directors

Article 106 The Company shall have a board of directors, which shall be responsible to the shareholders' meeting.

Article 107 The board of directors of the Company shall comprise of 9 directors, including 1 Chairman of the board of directors, 3 independent non-executive directors, and 1 director who is an employee representative.

Article 108 The board of directors shall exercise the following powers:

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

(2) to execute the resolutions of the shareholders' meeting;

(3) to determine the Company's business plans and investment plans;

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

(5) to formulate plans for increasing or decreasing the Company's registered capital, issuing bonds or other securities, and listing plans;

(6) to formulate plans for major acquisitions, repurchases of the Company's shares, or mergers, divisions, dissolutions, and changes of the Company's corporate form;

(7) within the scope of authority delegated by the shareholders' meeting, to decide on matters such as external investments, purchases/sales of assets, asset pledges, external guarantees, entrusted wealth management, connected transactions, and external donations;

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

(9) to decide on the appointment or dismissal of the Company's general manager and board secretary and other senior management personnel, and to determine their remuneration and matters of reward and punishment; to decide on the appointment or dismissal of the Company's deputy general manager(s), financial controller, and other senior management personnel based on the nomination of the general manager, and to determine their remuneration and matters of reward and punishment;

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

(11) to formulate plans for amending these Articles of Association;

(12) to manage the Company's information disclosure matters;

(13) to propose to the shareholders' meeting the appointment or replacement of the accounting firm for the Company;

(14) to hear the work report of the Company's general manager and review the general manager's work;

(15) other powers conferred by laws, administrative regulations, departmental rules, listing rules of the place where the Company's shares are listed, these Articles of Association, or delegated by the shareholders' meeting.

The board of directors of the Company shall establish special committees including an Audit Committee, a Nomination Committee and a Remuneration Committee. The special committees shall be responsible to the board of directors and shall perform their duties in accordance with these Articles of Association and the authorization of the board of directors. Proposals of special committees shall be submitted to the board of directors for decision. The members of the special committees shall all be directors. The members of the Audit Committee shall all be non-executive directors, and at least one member shall be an independent director possessing the appropriate professional qualifications as required by the listing rules of the stock exchange where the Company's shares are listed, or appropriate accounting or related financial management expertise, and the chairman shall be an independent director. The Remuneration Committee shall have an independent director as its chairman, and a majority of its members shall be independent directors. The Nomination Committee shall have an independent director as its chairman, and its members shall be predominantly independent directors. The board of directors shall be responsible for formulating the working procedures of the special committees to regulate their operations.

Matters exceeding the scope of authority delegated by the shareholders' meeting shall be submitted to the shareholders' meeting for consideration.

Article 109 Unless otherwise provided by the securities regulatory rules of the place where the Company's shares are listed, for transactions of the Company (other than those that have been resolved by the shareholders' meeting) that meet any of the following thresholds under Article 43 of these Articles of Association, such transactions shall be submitted to the board of directors for decision:

(1) the total assets involved in the transaction (other than external guarantees) account for 10% or more of the Company's latest audited total assets; if both the book value and the appraised value of the total assets involved in the transaction exist, the higher value shall be taken as the calculation data;

(2) the operating income related to the subject matter of the transaction (such as equity) in the latest fiscal year accounts for 10% or more of the Company's audited operating income for the latest fiscal year, and exceeds RMB10 million;

(3) the net profit related to the subject matter of the transaction (such as equity) in the latest fiscal year accounts for 10% or more of the Company's audited net profit for the latest fiscal year, and exceeds RMB1 million;

(4) the transaction consideration accounts for 10% or more of the Company's latest audited net assets, and exceeds RMB10 million;

(5) the profit generated by the transaction accounts for 10% or more of the Company's audited net profit for the latest fiscal year, and exceeds RMB1 million.

If the Company is not profitable, the aforementioned net profit indicators shall be exempted. If the Company implements a transaction in installments, the total transaction amount shall be used as the basis for the application of this article.

Transactions in which the Company obtains benefits unilaterally, including donation of cash assets to the Company, debt relief, acceptance of guarantees and financial assistance, etc., may be exempted from the requirement of board of directors review procedures under the preceding paragraph of this article.

Transactions between the Company and its holding subsidiaries within the consolidated reporting scope, or between such holding subsidiaries, may be exempted from the requirement of board of directors review procedures under the preceding paragraph of this article, except as otherwise provided or where the legitimate rights and interests of shareholders are harmed.

If the above transaction matters are required by laws, regulations, normative documents and these Articles of Association to be submitted to the shareholders' meeting for consideration and approval, they shall be submitted to the shareholders' meeting for consideration after being approved by the board of directors.

Article 110 For connected transactions of the Company (other than those that have been resolved by the shareholders' meeting) that meet any of the following thresholds, such connected transactions shall be submitted to the board of directors for decision:

(1) transactions between the Company and a connected legal person with a transaction amount exceeding RMB3 million and accounting for 0.1% or more of the absolute value of the Company's latest audited total assets;

(2) transactions between the Company and a connected natural person with a transaction amount exceeding RMB300,000.

Article 111 External guarantee matters other than those required to be submitted to the shareholders' meeting for consideration and approval under Article 44 of these Articles of Association shall be approved by the board of directors. External guarantee matters that should be approved by the board of directors shall be approved by the affirmative vote of more than half of all directors and more than two-thirds of the directors attending the board meeting. The board of directors of the Company shall explain to the shareholders' meeting any non-standard audit opinion issued by the certified public accountant on the Company's financial report.

Article 112 The board of directors shall formulate the rules of procedure for the board of directors in accordance with laws, administrative regulations and normative documents, to ensure the implementation of shareholders' meeting resolutions, improve work efficiency, and ensure scientific decision-making.

The rules of procedure for the board of directors shall be attached as an appendix to these Articles of Association, formulated by the board of directors, and approved by the shareholders' meeting.

Article 113 The board of directors shall have one Chairman, who shall be elected by the board of directors by a majority vote of all directors.

Article 114 The Chairman of the board of directors shall exercise the following powers:

(1) to preside over the shareholders' meeting and convene and preside over board meetings;

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

(3) to sign important board documents and other documents that should be signed by the legal representative of the Company;

(4) in the event of force majeure such as extraordinary natural disasters, to exercise special powers of disposal in respect of the Company's affairs in accordance with legal provisions and in the interests of the Company, and to report to the board of directors and the shareholders' meeting after the event;

(5) other powers conferred by relevant laws, administrative regulations, departmental rules, these Articles of Association, or delegated by the board of directors.

Article 115 If the Chairman of the board of directors is unable or fails to perform their duties, a director elected by more than half of the directors shall perform the duties of the Chairman.

Article 116 The board of directors shall hold at least four meetings each year, convened by the Chairman, and notice shall be given to all directors by written notice, telephone, email, or other means ten days prior to the meeting.

Article 117 If the Chairman deems it necessary, they may convene and preside over an interim board meeting within a reasonable period.

A shareholder representing one-tenth or more of the voting rights, one-third or more of the directors, or the Audit Committee, may propose to convene an interim board meeting. The Chairman of the board of directors shall convene and preside over the board meeting within ten days after receiving the proposal.

Article 118 An interim board meeting shall be convened by giving notice to all directors by personal delivery, facsimile, telephone, email, or other means recognized by all directors three days prior to the meeting. In case of urgency requiring an interim board meeting to be convened as soon as possible, the board of directors may give the meeting notice by telephone, facsimile or email at any time, provided that the convener shall explain the circumstances at the meeting.

Article 119 The notice of a board meeting shall include the following:

(1) the date and place of the meeting;

(2) the meeting method;

(3) the duration of the meeting;

(4) the subject matter and agenda;

(5) the date of dispatch of the notice;

(6) the contact person and contact information.

Article 120 A board meeting can be held only if more than half of the directors are present. Resolutions of the board of directors must be passed by the affirmative vote of more than half of all directors. Resolutions of the board of directors shall be adopted by one vote per director.

Article 121 If a director is connected to the matter to be resolved by the board meeting, such director shall not exercise their voting rights on such resolution, nor act as a proxy for other directors to exercise voting rights. The board meeting may be held if more than half of the non-connected directors are present, and the resolution of the board meeting must be passed by the affirmative vote of more than half of the non-connected directors. If the number of non-connected directors present at the board meeting is less than three, the matter shall be submitted to the shareholders' meeting for consideration.

Article 122 Board resolutions shall be adopted by a registered written vote.

Board meetings, provided that directors are guaranteed full opportunity to express their opinions, may be convened and resolutions passed by means of communication such as facsimile, telephone, video, etc., and signed by the attending directors.

Article 123 Board meetings shall be attended by directors in person. If a director is unable to attend due to cause, they may appoint another director in writing to attend on their behalf. The power of attorney shall state the name of the proxy, the scope of the agency, the matters authorized, and the validity period, and shall be signed or sealed by the principal. The director attending on behalf of the principal shall exercise the director's rights within the scope of authority granted. A director who fails to attend a board meeting and does not appoint a representative to attend shall be deemed to have waived their voting rights at that meeting.

Article 124 The board of directors shall make minutes of the decisions made at its meetings. The directors attending the meeting shall sign the minutes.

The minutes of board meetings shall be kept as Company records and shall be retained for no less than ten years.

Article 125 The minutes of board meetings shall include the following:

(1) the date, place, and name of the convener;

(2) the names of the directors present and the names of the directors (proxies) attending on behalf of others;

(3) the meeting agenda;

(4) key points of directors' remarks;

(5) the voting method and result for each resolution matter (the voting result shall state the number of votes for, against, or abstentions);

(6) other matters to be recorded in the minutes.

Section III Special Committees

Article 126 The board of directors of the Company shall establish an Audit Committee, which shall exercise the powers of a supervisory board as stipulated in the Company Law.

Article 127 The Audit Committee shall consist of three members, who shall be directors not holding senior management positions in the Company, of which three shall be independent directors. The chairman shall be an accounting professional among the independent directors.

Article 128 The Audit Committee is responsible for reviewing the Company's financial information and its disclosure, supervising and evaluating internal and external audit work and internal controls. The following matters shall be submitted to the board of directors for consideration after being approved by the affirmative vote of more than half of all members of the Audit Committee:

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

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

(3) other matters stipulated by laws, administrative regulations, the Hong Kong Listing Rules, CSRC provisions and these Articles of Association.

Article 129 The Audit Committee shall hold at least one meeting every quarter. An interim meeting may be held upon the proposal of two or more members or when the convener deems it necessary. A meeting of the Audit Committee may be held only if more than two-thirds of its members are present.

Resolutions of the Audit Committee must be passed by the affirmative vote of more than half of its members.

Resolutions of the Audit Committee shall be adopted by one vote per member.

Article 130 The Audit Committee shall make minutes of the decisions made at its meetings. The members of the Audit Committee attending the meeting shall sign the minutes.

The working procedures of the Audit Committee shall be formulated by the board of directors.

Article 131 The board of directors of the Company shall establish other special committees, including a Remuneration Committee and a Nomination Committee, which shall perform their duties in accordance with these Articles of Association and the authorization of the board of directors. Proposals of special committees shall be submitted to the board of directors for decision. The working procedures of the special committees shall be formulated by the board of directors.

Article 132 The number of independent directors and the chairpersons of the Remuneration Committee and the Nomination Committee shall comply with the provisions of relevant laws, regulations, the Hong Kong Listing Rules and other normative documents.

Article 133 The Company shall, in accordance with laws, administrative regulations and relevant provisions of the competent state authorities, formulate a remuneration management system for directors and senior management to safeguard the legitimate rights and interests of employees and shareholders. If the board of directors does not adopt or fully adopt the recommendation of the Nomination Committee, it shall record the opinion of the Nomination Committee and the specific reasons for not adopting it in the board resolution and make a disclosure.

Article 134 The scope of work and procedures of other special committees shall be determined by the working procedures formulated by the board of directors. However, if the working procedures conflict with laws, regulations, the Hong Kong Listing Rules, these Articles of Association or other normative documents, the provisions of laws, regulations and these Articles of Association shall prevail.

Chapter VI General Manager and Other Senior Management

Article 135 The Company shall have one general manager, who shall be nominated by the Chairman of the Board of Directors and appointed or dismissed by the board of directors.

The Company shall have two deputy general managers, who shall be appointed or dismissed by the board of directors.

The general manager, deputy general managers, financial controller, board secretary and other senior management personnel appointed by the board of directors shall be the senior management of the Company.

Article 136 The provisions of Article 96 of these Articles of Association regarding disqualification from serving as a director shall also apply to senior management personnel.

The provisions of Article 98 of these Articles of Association regarding the duty of loyalty of directors and the provisions of items (4) and (5) of Article 99 regarding the duty of care shall also apply to senior management personnel.

Article 137 No person holding a position other than director in a controlling shareholder or actual controller unit of the Company may serve as a senior management person of the Company.

Article 138 The general manager shall have a term of office of three years and may serve consecutive terms upon re-appointment.

Article 139 The general manager shall be responsible to the board of directors and exercise the following powers:

(1) to preside over the production and operation management of the Company, organize the implementation of board resolutions, and report its work to the board of directors;

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

(3) to formulate the plan for the setup of the Company's internal management structure;

(4) to formulate the basic management systems of the Company;

(5) to formulate specific regulations of the Company;

(6) to propose to the board of directors the appointment or dismissal of the Company's deputy general managers, financial controller and other senior management personnel;

(7) to decide on the appointment or dismissal of responsible management personnel other than those whose appointment or dismissal should be decided by the board of directors;

(8) other powers delegated by these Articles of Association or the board of directors.

Except for matters that should be submitted to the board of directors or the shareholders' meeting for consideration and approval under these Articles of Association, transactions, connected transactions and borrowing matters of the Company shall be approved by the general manager.

The general manager shall attend board meetings as a non-voting attendee.

Article 140 The general manager may resign before the expiry of their term of office. The specific procedures and methods for the general manager's resignation shall be stipulated in the labor contract between the general manager and the Company.

Article 141 The deputy general managers and the financial controller shall be nominated by the general manager and appointed or dismissed by the board of directors. The deputy general managers and the financial controller shall have a term of office of three years and may serve consecutive terms upon re-appointment.

Article 142 The deputy general managers and the financial controller shall carry out their work under the unified leadership of the general manager, report their work to the general manager, and perform their duties in accordance with their assigned business scope.

Article 143 The Company shall have a board secretary, who shall be responsible for the preparation of shareholders' meetings and board meetings, document retention, management of shareholder information, and information disclosure matters.

The board secretary shall comply with laws, administrative regulations, departmental rules and these Articles of Association.

Article 144 If a senior management person violates laws, administrative regulations, departmental rules or these Articles of Association while performing duties and causes loss to the Company, they shall be liable for compensation.

Article 145 Senior management personnel of the Company shall perform their duties faithfully and safeguard the best interests of the Company and all shareholders. If a senior management person causes damage to the interests of the Company and public shareholders due to failure to faithfully perform their duties or breach of the duty of good faith, they shall be liable for compensation according to law.

Chapter VII Financial and Accounting Systems, Profit Distribution and Audit

Section I Financial and Accounting Systems

Article 146 The Company shall formulate its financial and accounting systems in accordance with laws, administrative regulations and the provisions of relevant state authorities.

Article 147 The Company shall submit and disclose its annual report to the CSRC (if required) and the stock exchange of the place where the Company's shares are listed within four months after the end of each fiscal year, and submit and disclose its interim report to the CSRC local office (if required) and the stock exchange of the place where the Company's shares are listed within two months after the end of the first half of each fiscal year, and may, in accordance with the relevant provisions of the stock exchange of the place where the Company's shares are listed, submit and disclose quarterly reports. If the regulatory rules of the place where the Company's shares are listed have other provisions, such provisions shall prevail.

The aforementioned financial and accounting reports shall be prepared and disclosed in accordance with relevant laws, administrative regulations, the CSRC and the provisions of the securities regulatory authorities and stock exchanges of the place where the Company's shares are listed.

Article 148 The Company shall not maintain any accounting books other than the statutory accounting books. The Company's assets shall not be deposited in any individual's name.

Article 149 In distributing the after-tax profit of the current year, the Company shall set aside ten percent of such profit into the statutory surplus reserve fund of the Company. No further allocation to the statutory surplus reserve fund is required when the accumulated amount of such fund reaches fifty percent or more of the registered capital of the Company.

If the statutory surplus reserve fund of the Company is insufficient to cover losses from prior years, the current year's profit shall first be used to cover such losses before setting aside to the statutory surplus reserve fund in accordance with the preceding paragraph.

After setting aside the statutory surplus reserve fund, the Company may, upon a resolution of the shareholders' meeting, set aside a discretionary surplus reserve fund from the after-tax profit.

The remaining after-tax profit after covering losses and setting aside reserve funds shall be distributed to shareholders in proportion to the number of shares held, except where these Articles of Association provide otherwise.

If the shareholders' meeting distributes profits in violation of the Company Law or these Articles of Association, shareholders shall return the profits distributed in violation to the Company. If loss is caused to the Company, the shareholders and the responsible directors and senior management personnel shall be liable for compensation.

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

The Company must appoint one or more receiving agents in Hong Kong for the H Share shareholders. The receiving agent shall collect and keep on behalf of the relevant H Share shareholders the dividends and other amounts payable on the H Shares pending payment to such H Share shareholders. The receiving agent appointed by the Company shall comply with the requirements of laws, regulations and securities regulatory rules of the place where the Company's shares are listed.

Article 150 The Company's reserve funds shall be used to cover the Company's losses, expand the Company's production and operations, or increase the Company's capital. When using reserve funds to cover the Company's losses, any discretionary surplus reserve fund and statutory surplus reserve fund shall be used first; if losses still cannot be covered, the capital reserve fund may be used in accordance with the Company Law and these Articles of Association.

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

Article 151 After the shareholders' meeting passes a resolution on a profit distribution plan, or after the board of directors formulates a specific plan based on the conditions and upper limit for interim dividends for the next year approved by the shareholders' meeting, the board of directors of the Company shall complete the distribution of dividends (or shares) within two months after the convening of the shareholders' meeting.

Article 152 The Company's profit distribution shall attach importance to the reasonable return on investment to investors, and the profit distribution policy shall maintain a certain degree of continuity and stability. Among which, the cash dividend policy aims for stable growth of dividends.

The Company may distribute interim cash dividends.

The Company may distribute profits in cash or by shares. Subject to ensuring the funds required for normal production, operation and development, the Company shall make an appropriate proportion of cash dividends.

The Company may not distribute profits under the following circumstances:

(1) the Company's latest annual audit report contains a non-unqualified opinion or an unqualified opinion with a paragraph regarding material uncertainty related to going concern;

(2) the asset-liability ratio at the end of the latest fiscal year is higher than 70%;

(3) the operating cash flow for the latest fiscal year is negative;

(4) other circumstances where the Company considers distribution inappropriate.

Section II Internal Audit

The Company shall implement an internal audit system, staffed with full-time internal audit personnel, to conduct internal audit and supervision over the Company's financial revenues and expenditures and economic activities.

Article 153 The Company's internal audit system and the duties of the internal audit personnel shall be implemented after approval by the board of directors. The head of internal audit shall be responsible to the board of directors and report its work to the board of directors.

Section III Appointment of Accounting Firm

Article 154 The Company shall appoint an accounting firm that complies with the provisions of the Securities Law of the People's Republic of China to conduct auditing of the Company's financial statements, verification of net assets, and other related consulting services. The term of appointment shall be one year, with the possibility of reappointment.

Article 155 The appointment of the accounting firm by the Company must be decided by the shareholders' meeting. The board of directors shall not appoint an accounting firm before the shareholders' meeting decides.

Article 156 The Company shall provide the appointed accounting firm with true and complete accounting vouchers, accounting books, financial accounting reports, and other accounting data, and shall not refuse to provide, conceal, or misrepresent such data.

Article 157 The audit fees of the accounting firm shall be decided by the shareholders' meeting.

Article 158 When the Company dismisses or does not reappoint an accounting firm, the accounting firm shall be notified thirty days in advance. When the shareholders' meeting votes on the dismissal of the accounting firm, the accounting firm shall be allowed to state its opinion.

If the accounting firm resigns, it shall state to the shareholders' meeting whether there are any improper circumstances related to the Company.

Chapter VIII Notices and Announcements

Section I Notices

Article 159 Notices of the Company shall be given in the following forms:

(1) by personal delivery;

(2) by telephone or other online communication tools;

(3) by express mail;

(4) by mail, facsimile, email, or other means;

(5) subject to compliance with laws, administrative regulations and the listing rules of the stock exchange of the place where the Company's shares are listed, by way of public announcement on the Company's website and the website designated by the Hong Kong Stock Exchange;

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

Article 160 A notice given by the Company by way of a public announcement shall be deemed to have been received by all relevant persons upon the making of the announcement.

Article 161 Notices for convening shareholders' meetings of the Company shall be given by written notice, telephone, facsimile, email, or public announcement.

Article 162 Notices for convening board meetings of the Company shall be given by written notice, telephone, facsimile, email, or public announcement.

Article 163 Notices for convening Audit Committee meetings of the Company shall be given by written notice, telephone, facsimile, email, or public announcement.

Article 164 For a notice given by personal delivery, the date of signing the receipt by the recipient (or affixing its seal) shall be the date of delivery; for a notice given by mail, the third business day after delivery to the post office shall be the date of delivery; for a notice given by facsimile, the date of sending the facsimile shall be the date of delivery; for a notice given by email, the date of dispatch of the email shall be the date of delivery; for a notice given by telephone, the date of the notice shall be the date of delivery.

Article 165 The accidental omission to give notice of a meeting to a person entitled to receive such notice, or the failure by such person to receive the notice, shall not by itself invalidate the meeting or the resolutions passed thereat.

Section II Announcements

Article 166 Matters required to be announced by laws, administrative regulations, rules and these Articles of Association shall also be notified by way of public announcement.

Article 167 If an announcement should be made to H Share shareholders under these Articles of Association, such announcement shall also be published in accordance with the methods prescribed by the Hong Kong Listing Rules. The Company shall not disclose information on other public media prior to the designated newspapers and websites, nor shall it replace Company announcements with other forms such as press releases or question-and-answer sessions with journalists.

Article 168 The board of directors has the right to decide on changes to the designated information disclosure media of the Company, provided that the designated information disclosure media meet the qualifications and conditions stipulated by the relevant laws and regulations of the Mainland and Hong Kong, as well as the provisions of the State Council securities regulatory authorities, overseas regulatory authorities and the stock exchange of the place where the Company's shares are listed.

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

Section I Merger, Division, Capital Increase and Capital Reduction

Article 169 The merger of the Company may take the form of absorption merger or new consolidation.

Absorption merger means the absorption of another company or companies by the Company and the dissolution of the absorbed company(s). New consolidation means the consolidation of two or more companies to form a new company and the dissolution of all consolidating parties.

Article 170 In the case of a merger, the parties to the merger shall enter into a merger agreement and prepare a balance sheet and an inventory of assets. The Company shall notify the creditors within ten days from the date of passing the merger resolution and make an announcement within thirty days in a newspaper or on the National Enterprise Credit Information Publicity System. Within thirty days from the date of receipt of the notice, or within forty-five days from the date of the announcement for creditors who did not receive the notice, creditors may request the Company to settle the debts or provide corresponding guarantees.

Article 171 Following a merger, the claims and debts of the merging parties shall be succeeded by the surviving company or the newly established company resulting from the merger.

Article 172 In the case of a division, the property of the Company shall be divided accordingly.

In the case of a division, the Company shall prepare a balance sheet and an inventory of assets. The Company shall notify the creditors within ten days from the date of passing the division resolution and make an announcement within thirty days in a newspaper or on the National Enterprise Credit Information Publicity System.

Article 173 The debts of the Company prior to its division shall be assumed jointly and severally by the companies resulting from the division. However, this does not apply if the Company and the creditors had a written agreement on debt repayment prior to the division that provides otherwise.

Article 174 When reducing its registered capital, the Company shall prepare a balance sheet and an inventory of assets.

The Company shall notify the creditors within ten days from the date of passing the resolution to reduce the registered capital and make an announcement within thirty days in a newspaper or on the National Enterprise Credit Information Publicity System. Within thirty days from the date of receipt of the notice, or within forty-five days from the date of the announcement for creditors who did not receive the notice, creditors have the right to request the Company to settle the debts or provide corresponding guarantees.

The registered capital of the Company after the reduction shall not be lower than the statutory minimum.

Article 175 If there is any change in registration matters following a merger or division, the Company shall undergo change registration with the company registration authority; if the Company dissolves, it shall undergo deregistration; if a new company is established, it shall undergo incorporation registration.

If the Company increases or decreases its registered capital, it shall undergo change registration with the company registration authority.

Section II Dissolution and Liquidation

Article 176 The Company shall be dissolved under any of the following circumstances:

(1) the term of operation stipulated in these Articles of Association expires or other grounds for dissolution stipulated in these Articles of Association occur;

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

(3) dissolution is required due to merger or division of the Company;

(4) the business license is revoked, the Company is ordered to close, or the Company is dissolved by government decree;

(5) the people's court dissolves the Company in accordance with the provisions of Article 231 of the Company Law;

(6) if there are serious difficulties in the operation and management of the Company, its continued existence will cause material loss to the shareholders' interests, and such difficulties cannot be resolved by other means, a shareholder(s) holding 10% or more of the voting rights of all shareholders may request the people's court to dissolve the Company.

If the grounds for dissolution as stipulated in the preceding paragraph occur, the Company shall, within ten days, disclose such grounds through the National Enterprise Credit Information Publicity System.

Article 177 If the Company is under the circumstances of items (1) or (2) of the first paragraph of the preceding article and has not yet distributed property to shareholders, the Company may continue to exist by amending these Articles of Association or by a resolution of the shareholders' meeting.

An amendment to these Articles of Association in accordance with the preceding paragraph or a resolution of the shareholders' meeting requires the affirmative vote of two-thirds or more of the voting rights held by the shareholders attending the shareholders' meeting.

Article 178 If the Company is dissolved under items (1), (2), (4) or (5) of the first paragraph of Article 176 of these Articles of Association, it shall be liquidated. Directors are the liquidation obligors of the Company and shall, within fifteen days from the date the grounds for dissolution occur, form a liquidation group to carry out liquidation. The liquidation group shall be composed of the directors, unless otherwise provided in these Articles of Association or the shareholders' meeting resolves to appoint other persons. If the liquidation obligors fail to perform their liquidation obligations in a timely manner, causing loss to the Company or creditors, they shall be liable for compensation.

Article 179 The liquidation group shall exercise the following powers during the liquidation period:

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

(2) to notify creditors and make public announcements;

(3) to deal with the Company's pending business related to the liquidation;

(4) to pay the outstanding taxes and taxes incurred during the liquidation process;

(5) to settle claims and debts;

(6) to distribute the remaining property after settling the Company's debts;

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

Article 180 The liquidation group shall notify the creditors within ten days from the date of its formation and make an announcement within sixty days in a newspaper or on the National Enterprise Credit Information Publicity System. Creditors shall report their claims to the liquidation group within thirty days from the date of receipt of the notice, or within forty-five days from the date of the announcement if they did not receive the notice.

When reporting claims, creditors shall explain the matters related to the claims and provide supporting evidence. The liquidation group shall register the claims.

During the period of claim reporting, the liquidation group shall not make any repayment to creditors.

Article 181 After liquidating the Company's assets and preparing a balance sheet and an inventory of assets, the liquidation group shall prepare a liquidation plan and submit it to the shareholders' meeting or the people's court for confirmation.

After paying the liquidation expenses, employees' salaries, social insurance premiums, and statutory compensation, paying the taxes due, and settling the Company's debts, the remaining property of the Company shall be distributed to shareholders in proportion to the number of shares held.

During the liquidation period, the Company shall continue to exist but shall not carry out any business activities unrelated to the liquidation. The Company's property shall not be distributed to shareholders before it is used to make the payments specified in the preceding paragraph.

Article 182 If, after liquidating the Company's assets and preparing a balance sheet and an inventory of assets, the liquidation group finds that the Company's property is insufficient to cover its debts, it shall apply to the people's court for declaration of bankruptcy according to law.

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

Article 183 Upon completion of the Company's liquidation, the liquidation group shall prepare a liquidation report, submit it to the shareholders' meeting or the people's court for confirmation, and submit it to the company registration authority for the purpose of deregistering the Company and announcing the termination of the Company.

Article 184 Members of the liquidation group shall perform their duties faithfully and carry out their liquidation obligations in accordance with law.

Members of the liquidation group shall not use their positions to accept bribes or other illegal income, nor shall they misappropriate the Company's property.

If a member of the liquidation group causes loss to the Company or creditors due to intent or gross negligence, they shall be liable for compensation.

Article 185 If the Company is declared bankrupt according to law, it shall undergo bankruptcy liquidation in accordance with the relevant enterprise bankruptcy laws.

Chapter X Amendment of the Articles of Association

Article 186 The Company shall amend these Articles of Association under any of the following circumstances:

(1) the Company Law or relevant laws, administrative regulations, or securities regulatory rules of the place where the Company's shares are listed are amended, and the provisions of these Articles of Association contradict the amended provisions;

(2) the situation of the Company changes and is inconsistent with the matters recorded in these Articles of Association;

(3) the shareholders' meeting decides to amend these Articles of Association.

Article 187 If any amendment to these Articles of Association approved by a shareholders' meeting resolution requires approval from the competent authorities, such approval must be obtained; if the amendment involves matters registered with the company registration authority, the Company shall undergo change registration according to law.

Article 188 The board of directors shall amend these Articles of Association in accordance with the resolution of the shareholders' meeting to amend the Articles of Association and the approval opinions of the relevant competent authorities.

Article 189 If the matters amended in these Articles of Association are matters required to be disclosed by laws or regulations, they shall be disclosed according to the relevant provisions.

Chapter XI Supplementary Provisions

Article 190 Definitions

(1) "Controlling shareholder" means a shareholder whose holding of ordinary shares (including preferred shares with voting rights restored) accounts for more than fifty percent of the total share capital of the Company; or a shareholder whose shareholding is less than fifty percent but whose voting rights based on the shares held are sufficient to have a material impact on the resolutions of the shareholders' meeting.

(2) "Actual controller" means a person who, although not a shareholder of the Company, is able to actually control the conduct of the Company through investment relationships, agreements, or other arrangements.

(3) "Connected relationship" means the relationship between the Company's controlling shareholders, actual controllers, directors, senior management and enterprises directly or indirectly controlled by them, as well as other relationships that may result in the transfer of the Company's interests. However, enterprises controlled by the state are not deemed to have a connected relationship merely because they are both under state control. The terms "connected", "connected transaction", "connected relationship", etc. as used in these Articles of Association have the meanings as defined in the Hong Kong Listing Rules.

Article 191 These Articles of Association are written in the Chinese language. If there is any discrepancy between any other language version or version of these Articles of Association and these Articles of Association, the Chinese version most recently approved and registered with the Administration for Market Regulation shall prevail.

Article 192 The terms "above", "within", "below", and "prior to" used in these Articles of Association include the base figure; the terms "exceeds", "less than", "other than", "lower than", and "more than" do not include the base figure.

Article 193 These Articles of Association shall be interpreted by the board of directors of the Company.

Article 194 Matters not covered in these Articles of Association shall be handled in accordance with laws, regulations, the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed, and in light of the actual circumstances of the Company. If any provision of these Articles of Association conflicts with laws, regulations or the listing rules of the place where the Company's shares are listed as promulgated from time to time, the provisions of such laws, regulations or the listing rules of the place where the Company's shares are listed shall prevail.

Article 195 These Articles of Association shall be adopted by the shareholders' meeting of the Company and shall become effective and operative on the date on which the Company's H Shares are listed on the Hong Kong Stock Exchange. Upon the effective date of these Articles of Association, the Company's original Articles of Association shall automatically cease to be effective.

(No further text below)