

If you are in doubt

consult your local health authority or the Health Protection Agency (HPA) for advice.

If you have sold or transferred your business, you must inform the Health Protection Agency (HPA) of the change of ownership.

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DEFINITIONS

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

$A_S = \psi(-) -$

AGM-2023, 14 M 2024 2:30

$$A_{\alpha\beta} = A_{\beta\alpha} = -\frac{1}{2} \frac{A_{\alpha\gamma} A_{\beta\gamma}}{A_{\gamma\gamma}} = -\frac{1}{2} \frac{A_{\alpha\gamma} A_{\beta\gamma}}{H^2} = \frac{1}{2} \frac{A_{\alpha\gamma} A_{\beta\gamma}}{L^2}; \quad S^2 = C^2, \quad C^2 = \frac{1}{2} \frac{A_{\alpha\gamma} A_{\alpha\gamma}}{H^2} = \frac{1}{2} \frac{A_{\alpha\gamma} A_{\alpha\gamma}}{L^2}$$

B_S () – C MB1.00 , M B S (S₂ 200488);

B - C ;

$$C_{\alpha} = \frac{1}{2} \left(C_{\alpha}^{\text{H}} + C_{\alpha}^{\text{D}} \right);$$

C = C₆₀, S = S₈, H = H₂, L = Li*, C = C₆₀, E = Et, M = Me, B = Bu, S = S₈

$$C_S = C - \frac{1}{S} \left(C_0 + \sum_{j=1}^{n-1} S_j \right) ;$$

D. ① ()— ② () ③ C ;

H₂ S₂ () – C₂H₂ () , MB1.00 () , E₂ () , H₂ () , K₂ () (S₂ 01812);

$H, K, -$ — H, K, S — A — B , C ;

[illegible]

M^u -

M^u A A
C L;

M^u A
I^u D -

T^u M^u A I^u
D^u S^u C^u H^u
L^u;

M^u, (B0I)-

M^u, (B0I) L^u,
C^u;

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;

B^u -

MB2.0 ()
M^u, (B0I);

C-

C^u,
H^u, K^u, A^u
C, M^u, S^u A^u
C^u T^u;

B^u
M^u, -

T^u B^u M^u, S^u
C^u H^u L^u;

G^u
M^u, -

T^u G^u M^u,
S^u C^u H^u L^u;

MB-

C;

S^u(-)

A_{S^u}(), B_{S^u}() H_{S^u}();

S^u(-)

() C^u;

S^u S^u E^u, -

S^u S^u E^u,;



AGM
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PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

14 F, 2023, C, D (《國務院關於廢止部分行政法規和文件的決定》), C, C, A, M, 17 F, 2023, 31 M 2023. T E, L T A M S, 1 A, 2023. I, D, D, C C S E, M, A S D L C (《上市公司獨立董事管理辦法》) G, L C E, 1 L C M B (《深圳證券交易所上市公司自律監管指引第1號 主板上市公司規範運作(2023年12月修訂)》) A, 2023. A B A A A D A A A I T E, A A A C E, C

T A A 28 M 2024, B AGM. T) 6(() TJ8-293.9)-642.6(6() 5()-AGM.

LETTER FROM THE BOARD

PROPOSED ISSUANCE OF CORPORATE BONDS IN AGGREGATE OF NO MORE THAN RMB2.0 BILLION

敬啟者，本公司現擬發行總額不超過人民幣2.0億元之公司債券，特此公告。

1. Issuer

本公司之發行主體為中國建設銀行（BOI）有限公司，其註冊地址為中國北京市西城區金融大街1號。

2. Size of issuance

本公司擬發行總額不超過人民幣2.0億元（即200,000,000元）之公司債券，其發行總額將根據市場情況及監管要求進行調整。本公司將根據實際需要，在發行前向中國人民銀行（PBOC）及中國證券監督管理委員會（CSRC）申請註冊。

3. Term of issuance

本公司擬發行期限為5年（即50期，每10期為1年）之公司債券。

4. Coupon rate

本公司擬發行票面利率為4.5%（即4.5%）之公司債券，其票面利率將根據市場利率及監管要求進行調整。

5. Use of proceeds

本公司擬發行所得款項將用於償還到期債務、補充流動資金及擴大經營規模等用途。

6. Guarantees and other arrangements

本公司之發行主體為中國建設銀行（BOI）有限公司，其發行主體之信用評級為AAA。本公司將根據實際需要，在發行前向中國人民銀行（PBOC）及中國證券監督管理委員會（CSRC）申請註冊。本公司將根據實際需要，在發行前向中國人民銀行（PBOC）及中國證券監督管理委員會（CSRC）申請註冊。本公司將根據實際需要，在發行前向中國人民銀行（PBOC）及中國證券監督管理委員會（CSRC）申請註冊。

7. Venue of listing

本公司擬發行總額不超過人民幣2.0億元之公司債券，其發行總額將根據市場情況及監管要求進行調整。

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M₁ (B0I)

A
C MB13.596 81.45%

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 C H K I S
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The following table shows the results of the regression analysis for the dependent variable "C" (Control). The independent variables are "T" (Time), "L" (Location), "D" (Distance), and "C" (Control). The coefficients are estimated from the data.

Variable	Coefficient
T	-0.0001
L	0.0001
D	0.0001
C	0.0001

Figure 1. The effect of the number of trials on the number of correct responses. The number of correct responses was significantly higher than the number of incorrect responses in all conditions. The number of correct responses was significantly higher than the number of incorrect responses in all conditions. The number of correct responses was significantly higher than the number of incorrect responses in all conditions.

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§ _____ § _____

Original Articles	Amended Articles
<p> 3. 国务院证券监督管理机构（以下简称国务院证券监督管理机构）依照本法的规定，对全国证券市场实行集中统一监督管理。 国务院证券监督管理机构设下列机构： （一）中国证券监督管理委员会（以下简称中国证监会）； （二）中国证券监督管理委员会派出机构； （三）中国证券监督管理委员会直属事业单位； （四）中国证券监督管理委员会所属事业单位； （五）中国证券监督管理委员会所属企业； （六）中国证券监督管理委员会所属社会团体； （七）中国证券监督管理委员会所属其他组织。 </p>	<p> 1. 国务院证券监督管理机构（以下简称国务院证券监督管理机构）依照本法的规定，对全国证券市场实行集中统一监督管理。 国务院证券监督管理机构设下列机构： （一）中国证券监督管理委员会（以下简称中国证监会）； （二）中国证券监督管理委员会派出机构； （三）中国证券监督管理委员会直属事业单位； （四）中国证券监督管理委员会所属事业单位； （五）中国证券监督管理委员会所属企业； （六）中国证券监督管理委员会所属社会团体； （七）中国证券监督管理委员会所属其他组织。 </p>
<p> Article 1 本法所称的证券市场，是指国务院证券监督管理机构依法认定的，为证券发行和交易提供场所和设施，经国务院证券监督管理机构批准，从事证券发行和交易活动的场所。 </p>	

Original Articles	Amended Articles
<p>Article 32</p> <p>The Company, in accordance with the laws and regulations, increase its capital pursuant to the approval required under provisions of the Articles. The Company may:</p> <ol style="list-style-type: none"> (1) Offering new shares to unspecific investors; (2) Placing new shares to existing shareholders; (3) Issuing bonus new shares to existing shareholders; (4) Issuing new shares to specific investors; (5) Issuing new shares to specific investors. <p>The Company may, in accordance with the laws and regulations, increase its capital pursuant to the approval required under provisions of the Articles.</p>	<p>Article 32</p> <p>The Company, in accordance with the laws and regulations, and subject to resolutions of the General Meeting, may:</p> <ol style="list-style-type: none"> (1) Public offering shares; (2) Non-public offering shares; (3) Issuing bonus shares to existing shareholders; (4) Converting capital reserves into share capital; (5) Issuing new shares to specific investors. <p>The Company may, in accordance with the laws and regulations, increase its capital pursuant to the approval required under provisions of the Articles.</p>
<p>Article 34</p> <p>The Company, ordinary resolutions of the General Meeting, may:</p>	<p>Article 34</p> <p>The Company, ordinary resolutions of the General Meeting, may:</p>
<p>Article 37</p> <p>The Company, in accordance with the laws and regulations, may:</p> <p>Hong Kong, in accordance with Article 58 of the Companies Ordinance.</p>	<p>Article 37</p> <p>The Company, in accordance with the laws and regulations, may:</p> <p>Hong Kong, in accordance with Article 52 of the Companies Ordinance.</p>

Original Articles	Amended Articles
<p>Article 43</p> <p>The Company may, at its discretion, repurchase its own shares, provided that the repurchase is made in accordance with the following provisions:</p> <p>The Company may repurchase its own shares by way of a general offer to all shareholders of relevant classes in equal proportion; or</p> <p>by way of open trading on a stock exchange; or</p> <p>by way of an off-market repurchase agreement; or</p> <p>by way of other ways approved by laws and regulations.</p> <p>The Company may repurchase its own shares by way of a general offer to all shareholders of relevant classes in equal proportion; or</p> <p>by way of open trading on a stock exchange; or</p> <p>by way of an off-market repurchase agreement; or</p> <p>by way of other ways approved by laws and regulations.</p>	<p>Article 43</p> <p>The Company may, at its discretion, repurchase its own shares, provided that the repurchase is made in accordance with the following provisions:</p> <p>The Company may repurchase its own shares by way of a general offer to all shareholders of relevant classes in equal proportion; or</p> <p>by way of open trading on a stock exchange; or</p> <p>by way of an off-market repurchase agreement; or</p> <p>by way of other ways approved by laws and regulations.</p> <p>The Company may repurchase its own shares by way of a general offer to all shareholders of relevant classes in equal proportion; or</p> <p>by way of open trading on a stock exchange; or</p> <p>by way of an off-market repurchase agreement; or</p> <p>by way of other ways approved by laws and regulations.</p>
<p>Article 46</p> <p>Subject to the approval of governing regulatory authorities, the Company may repurchase its outstanding shares through:</p> <p>(1) a general offer of repurchase to all shareholders of relevant classes in equal proportion;</p> <p>(2) open trading on a stock exchange;</p> <p>(3) an off-market repurchase agreement; or</p> <p>(4) other ways approved by laws and regulations.</p>	<p>Article 46</p> <p>The Company may acquire its own shares through open and centralised trading or other methods permitted by laws, regulations, regulatory provisions, self-disciplinary rules and other relevant provisions. Acquisition of the Company's own shares under the circumstances set out in (3), (5) and (6) of paragraph 1 of Article 44 of the Articles of Association shall be made through open and centralised trading.</p>

Original Articles	Amended Articles
<p>Article 47</p> <p>The Company may, with the prior approval of a general meeting in accordance with the Articles, repurchase its outstanding shares under an off-market agreement. Subject to the prior approval of a general meeting so obtained, the Company may release or revise any agreement so entered into by the Company or waive any of its rights.</p> <p>The said agreement to repurchase shares includes without limitation the agreement to assume the obligation or to acquire rights to repurchase shares of the Company.</p> <p>Article 48</p> <p>The Company shall not assign the share repurchase agreement or any of its rights under such agreement.</p> <p>Article 49</p> <p>Where the Company has the power to repurchase redeemable shares, purchases not made through the market or by tender shall be limited to a maximum price; if shares are repurchased by tender, tenders shall be available to all shareholders.</p>	<p>Deleted</p>

Original Articles	Amended Articles
<p>Article 51</p> <p>Unless the Company is in the course of liquidation, it must comply with the following provisions in respect of repurchase of its outstanding shares:</p> <p>(1) Where the Company repurchases its shares at par value, payment shall be made out of book balance of the distributable profits of the Company or out of proceeds from the issue of new shares made for that purpose;</p> <p>(2) Where the Company repurchases its shares at a premium to their par value, payment up to the par value shall be made out of the book balance of distributable profits of the Company or out of the proceeds from the issue of new shares made for that purpose. Payment of the portion in excess of the par value shall be treated as follows:</p> <p>1. if the shares repurchased were issued at par value, payment shall be made out of the book balance of the distributable profits of the Company;</p> <p>2. if the shares repurchased were issued at a premium to their par value, payment shall be made out of the book balance of the distributable profits of the Company or out of the proceeds from the issue of new shares made for that purpose, provided that the amount paid out of such proceeds shall not exceed the aggregate of premiums received by the Company from the issue of the shares repurchased nor the current amount of the Company's share premium account (or capital reserve account) (including the premiums on the new share issue);</p>	<p>Deleted</p>

Original Articles	Amended Articles
<p>(3) Payment of the Company for following activities shall be made out of the Company's distributable profits:</p> <p>1. acquisition of rights to repurchase shares of the Company;</p> <p>2. modification of any contract for repurchasing shares of the Company;</p> <p>and</p> <p>3. release of its obligation under any contract for repurchasing its shares.</p> <p>(4) After the Company's registered capital has been reduced by the total par value of the cancelled shares in accordance with applicable provisions, the amount deducted from the distributable profits of the Company for payment of the par value portion of the shares repurchased shall be transferred to the Company's share premium account (or capital reserve account).</p>	
<p>Article 52</p> <p>The Company or its subsidiaries shall not, by any means at any time, provide any kind of financial assistance to a person who is acquiring or will acquire shares of the Company. The said person includes those who directly or indirectly assume any obligations caused by the acquisition of shares.</p> <p>The Company or its subsidiaries shall not, by any means at any time, provide financial assistance to the said acquirer for the purpose of reducing or discharging the obligations assumed by that person.</p>	<p>Article 48</p> <p>The Company or its subsidiaries shall not, by any means at any time, provide any kind of financial assistance to a person who is acquiring or will acquire shares of the Company. The said person includes those who directly or indirectly assume any obligations caused by the acquisition of shares.</p> <p>The Company or its subsidiaries shall not, by any means at any time, provide financial assistance to the said acquirer for the purpose of reducing or discharging the obligations assumed by that person.</p>
<p>Article 54</p> <p>T</p> <p>Article 52:</p>	<p>Article 50</p> <p>T</p> <p>Article 48:</p>

Original Articles	Amended Articles
<p data-bbox="309 242 437 268">Article 55</p> <p data-bbox="244 321 751 389">Share certificates of the Company shall be in registered form.</p> <p data-bbox="244 402 764 512">The following major items shall be specified on the share certificate of the Company:</p> <p data-bbox="309 523 638 551">(1) the Company's name;</p> <p data-bbox="244 563 708 632">(2) the Company's registration date;</p> <p data-bbox="244 644 778 755">(3) the class of the share certificate, the par value and the number of shares represented by the share certificate;</p> <p data-bbox="244 766 750 834">(4) the serial number of the share certificate; and</p> <p data-bbox="244 846 772 1034">(5) other items required to be specified by the stock exchange(s) where shares of the Company are listed in addition to those provided in the Company Law and Special Regulations.</p> <p data-bbox="309 1087 437 1112">Article 56</p>	

Original Articles	Amended Articles
<p>Article 59</p> <p>The Company shall maintain a complete register of shareholders. The register of shareholders shall include:</p> <p>(1) the register of shareholders deposited at the Company's domicile (other than those parts as described in (2) and (3) of this Articles);</p> <p>(2) the register of shareholders in respect of the holders of overseas listed foreign shares of the Company deposited at the place where the overseas stock exchange where the shares are listed is located;</p> <p>(3) the register of shareholders deposited at such other place as the Board may consider necessary for the purpose of listing of the Company's shares.</p> <p>Article 60</p> <p>Different parts of the register of shareholders shall not overlap one another. No transfer of the shares registered in any part of the register shall, during the existence of that registration, be registered in any other part of the register of shareholders.</p> <p>Alteration or rectification of each part of the register of shareholders shall be made in accordance with the laws of the place where that part of the register of shareholders is deposited.</p>	<p>Deleted</p>

Original Articles	Amended Articles
<p>Article 66</p> <p>C , (6)</p> <p>C , (6)</p> <p>D , ,</p> <p>5% C ,</p> <p>C</p> <p>B D C ,</p> <p>5% C ,</p> <p>C</p> <p>S I B D C</p> <p>B (30) . I</p> <p>B ,</p> <p>C</p> <p>.....</p>	<p>Article 59</p> <p>C , (6)</p> <p>C , (6)</p> <p>D , ,</p> <p>5% C ,</p> <p>C</p> <p>B D C ,</p> <p>5% C ,</p> <p>C</p> <p>S</p> <p>The shares or other equity securities held by Directors, supervisors, senior management or natural person shareholder mentioned in the preceding paragraph shall include the shares or other equity securities held by his/her spouse, parents and children and held through another person's account.</p> <p>I B D C</p> <p>B (30) . I</p> <p>B ,</p> <p>C</p> <p>.....</p>

Original Articles	Amended Articles
<p data-bbox="309 244 437 272">Article 67</p> <p data-bbox="244 321 778 751">When any shareholder holds 5% or more of the shares issued by the Company, the shareholder shall report to securities supervisory authorities of PRC and the stock exchange in writing, notify the Company and make an announcement within three (3) working days of the date when the fact happens; during the given period, the shareholder shall not purchase or sell the Company's shares.</p>	<p data-bbox="879 244 1007 272">Article 60</p> <p data-bbox="813 321 1348 987">When, through securities trading on a stock exchange, any investor holds 5% or more of the voting shares issued by the Company by himself or through any agreement, other arrangements or jointly with others, the shareholder shall report to securities supervisory authorities of the State Council and the stock exchange in writing, notify the Company and make an announcement within three (3) days of the date when the fact happens; during the given period, the shareholder shall not purchase or sell the Company's shares, except for circumstances stipulated by the securities regulatory authority of the State Council.</p>

Original Articles	Amended Articles
<p data-bbox="308 242 438 270">Article 68</p> <p data-bbox="244 321 778 910"> After any shareholder holds by himself or through any agreement, other arrangements or jointly with others 5% or more of the Company's shares, the shareholder shall report to governing authorities and make announcements as required by the foregoing provision when the holder's shareholding of the Company's share increases or decreases 5% as a result of securities trade in the stock exchange. During the reporting period and two days of the reporting and announcement, the shareholder shall not purchase or sell the Company's shares. </p>	<p data-bbox="877 242 1008 270">Article 61</p> <p data-bbox="813 321 1348 991"> If any investor holds 5% or more of the voting shares issued by the Company by himself/herself, or holds through any agreement, other arrangements or jointly with others, for every increase or decrease of 5% in the shareholding ratio of the Company's issued voting shares, such investor shall report to governing authorities and make announcements as required by the foregoing provision, and shall not trade the Company's shares between the occurrence date of such fact and within three (3) days after the date of the announcement, except for circumstances stipulated by the securities regulatory authority of the State Council. </p> <p data-bbox="813 1006 1348 1432"> After any investor holds 5% or more of the voting shares issued by the Company by himself/herself, or holds through any agreement, other arrangements or jointly with others, for every increase or decrease of 5% in the shareholding ratio of the Company's issued voting shares, the investor shall notify the Company on the day following the occurrence of such fact and make an announcement. </p> <p data-bbox="813 1447 1348 1676"> In the event of a breach of paragraph 1 and paragraph 2 in the purchase of the Company's voting shares, the voting rights of the shares in excess of the prescribed proportion shall not stor holds.ir8shall </p>

Original Articles	Amended Articles
<p>Article 69</p> <p>When any shareholder's sole or joint holding of the Company's shares reaches 10% or such shareholder intends to increase his holding of the Company's shares, the shareholder shall disclose his holding of the Company's shares or further holding increase plans to the Company, apply to the Company for approval of such plans within three (3) days from the holding reaches 10% or the holding is increased. If the shareholder fails to disclose the information timely or completely or increase his holding of the Company's shares without consent of the Board of Directors, the shareholder is not entitled to the nomination for the Company's Directors and supervisors.</p>	<p>Article 62</p> <p>For securities trading on a stock exchange, when an investor holds or jointly holds with others by agreement or other arrangement 30% of the issued voting shares of a listed company, and continues to make acquisitions, such investor shall make an offer to acquire all or part of the shares of the listed company to all shareholders of the listed company in accordance with the law.</p> <p>The offer to acquire part of the shares of the listed company shall stipulate that if the amount of shares committed to be sold by the shareholders of the acquired company exceeds the amount of shares intended to be acquired, the acquirer shall acquire the shares on a proportional basis.</p>
<p>Article 70</p> <p>1. When the Company's shares are listed on a stock exchange, the Board shall decide on a date for the determination of rights attaching to shares in the Company. Shareholders whose names appear in the register of shareholders at the end of the record date are shareholders of the Company.</p>	<p>Article 63</p> <p>1. When the Company's shares are listed on a stock exchange, the Board shall decide on a date for the determination of rights attaching to shares in the Company. Shareholders whose names appear in the register of shareholders at the end of the record date are shareholders of the Company.</p>

Original Articles	Amended Articles
<p>Article 76</p> <p>A. Shareholders' Rights</p> <p>(1) the right to request, convene, host, attend or appoint a proxy to attend shareholders' general meetings and to exercise the voting right;</p> <p>(2) the right to attend or appoint a proxy to attend shareholders' general meetings and to exercise the voting right;</p> <p>(3) the right to request, convene, host, attend or appoint a proxy to attend shareholders' general meetings and to exercise the corresponding voting right;</p> <p>(4) the right to transfer shares held by them in accordance with the laws, administrative regulations and provisions of the Articles of Association;</p> <p>(5) the right to obtain relevant information in accordance with the provisions of the Articles of Association, including:</p> <ol style="list-style-type: none"> 1. a copy of the Articles of Association, subject to payment of the cost of such copy; 2. to inspect and copy, subject to payment of a reasonable charge: <ol style="list-style-type: none"> (i) all parts of the register of shareholders; (ii) personal information of each of the Company's Directors, supervisors, managers, and other senior management, including: <ol style="list-style-type: none"> (a) present name and alias and any former name and alias; (b) principal address (domicile); (c) nationality; (d) primary and all other part-time occupations; and (e) identification document and its number; (iii) report on the state of the Company's share capital; 	<p>Article 69</p> <p>A. Shareholders' Rights</p> <p>(1) the right to request, convene, host, attend or appoint a proxy to attend shareholders' general meetings and to exercise the corresponding voting right;</p> <p>(2) the right to request, convene, host, attend or appoint a proxy to attend shareholders' general meetings and to exercise the corresponding voting right;</p> <p>(3) the right to request, convene, host, attend or appoint a proxy to attend shareholders' general meetings and to exercise the corresponding voting right;</p> <p>(4) the right to transfer, gift or pledge shares held by them in accordance with the laws, administrative regulations and the Articles of Association;</p> <p>(5) the right to inspect the Articles of Association, the register of shareholders, corporate bond receipts, minutes of shareholders' general meetings, resolutions of Board meetings, resolutions of meetings of the Supervisory Committee and financial and accounting reports;</p> <p>(6) the right to request the Company to acquire shares held by shareholders who disagree with the resolutions on mergers and division of the Company made by general meetings;</p> <p>(7) the right to request the Company to acquire shares held by shareholders who disagree with the resolutions on mergers and division of the Company made by general meetings;</p> <p>(8) the right to request the Company to acquire shares held by shareholders who disagree with the resolutions on mergers and division of the Company made by general meetings;</p>

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Original Articles	Amended Articles
<p>Article 79</p> <p>A. the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>(1) the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>A. the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>(2) the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>(3) E the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>(4) the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>C the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>C the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>(5) the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>A the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders. A the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>Shareholders are not liable to make any further contribution to the share capital other than as agreed by the subscribers of the relevant shares on subscription.</p>	<p>Article 72</p> <p>A. the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>(1) the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>A. the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>(2) the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>(3) E the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>(4) the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>C the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>C the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>(5) the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>A the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders. A the Company shall be liable to indemnify the shareholder in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders.</p> <p>Shareholders of the Company shall be liable for indemnity in accordance with the laws if he/she/it abuses his/her/its shareholder's rights and causes loss on the Company or other shareholders. Shareholders of the Company, who abuse the Company's independent status as a legal person and the shareholders' limited liability or evades the repayment of debts resulting in materially damaging the interests of the creditors of the Company, shall be jointly and severally liable for the debts of the Company.</p>

[illegible]

Original Articles	Amended Articles
<p>Article 97</p> <p>G^u annual ^u A, ^u B^u. T^u (6)</p> <p>T^u B^u (2)</p> <p>(1) ^u D^u C</p> <p>L ^u A^u A^u ;</p> <p>(2) ^u C</p> <p>(3) shareholders holding not less than 10% (inclusive) of the Company's issued shares with voting rights request in writing to hold an extraordinary general meeting;</p> <p>(4) ^u B^u C</p> <p>(5) ^u D^u A^u A^u ;</p> <p>(6) ^u A^u A^u</p>	<p>Article 90</p> <p>G^u annual general meetings ^u A, ^u B^u. T^u (6)</p> <p>T^u B^u (2)</p> <p>(1) ^u D^u C</p> <p>L ^u A^u A^u ;</p> <p>(2) ^u C</p> <p>paid-in ;</p> <p>(3) request by shareholder(s) individually or jointly holding not less than 10% of the Company's shares;</p> <p>(4) ^u B^u C</p> <p>(5) ^u D^u A^u A^u ;</p> <p>(6) ^u A^u A^u</p>

Original Articles	Amended Articles
<div>Article 108</div> <div><p>1. The Club shall hold an annual general meeting (AGM) in Hong Kong, to be held on or before 31st March of each year, for the purpose of electing the members of the Club Committee and the members of the Club Council, and for the purpose of considering and approving the accounts of the Club for the preceding year.</p><p>(2) The AGM shall be held at the Club House, 100, The Peak, Hong Kong.</p><p>D. The AGM shall be held at the Club House, 100, The Peak, Hong Kong.</p></div>	<div>Article 101</div> <div><p>1. The Club shall hold an annual general meeting (AGM) in Hong Kong, to be held on or before 31st March of each year, for the purpose of electing the members of the Club Committee and the members of the Club Council, and for the purpose of considering and approving the accounts of the Club for the preceding year.</p><p>(2) The AGM shall be held at the Club House, 100, The Peak, Hong Kong.</p><p>D. The AGM shall be held at the Club House, 100, The Peak, Hong Kong.</p></div>

Original Articles	Amended Articles
<p>Article 112</p> <p>A shareholder may propose to amalgamate the Company with another company or to repurchase the shares of the Company or to reorganize its share capital or to restructure the Company in any other way the terms of the proposed transaction must be provided in detail together with copies of the proposed contract if any and the cause and effect of such proposal must be properly explained;</p> <p>(1) made in written form;</p> <p>(2) specify the place, date and time</p> <p>(3) ,</p> <p>(4) ordinary</p> <p>(5) ,</p> <p>(6) ,</p> <p>(7) ,</p> <p>(8) provide such information and explanation as are necessary for the shareholders to make an informed decision on the proposals put before them. Without limiting the generality of the foregoing, where a proposal is made to amalgamate the Company with another, to repurchase the shares of the Company, to reorganize its share capital, or to restructure the Company in any other way, the terms of the proposed transaction must be provided in detail together with copies of the proposed contract, if any, and the cause and effect of such proposal must be properly explained;</p>	<p>Article 105</p> <p>A shareholder may propose to amalgamate the Company with another company or to repurchase the shares of the Company or to reorganize its share capital or to restructure the Company in any other way the terms of the proposed transaction must be provided in detail together with copies of the proposed contract if any and the cause and effect of such proposal must be properly explained;</p> <p>(1) the time, place and deadlines</p> <p>(2) ,</p> <p>(3) ,</p> <p>(4) ,</p> <p>(5) ,</p> <p>(6) ,</p> <p>(7) ,</p> <p>(8) ,</p> <p>(9) ,</p> <p>(10) ,</p> <p>(11) ,</p> <p>(12) ,</p> <p>(13) ,</p> <p>(14) ,</p> <p>(15) ,</p> <p>(16) ,</p> <p>(17) ,</p> <p>(18) ,</p> <p>(19) ,</p> <p>(20) ,</p> <p>(21) ,</p> <p>(22) ,</p> <p>(23) ,</p> <p>(24) ,</p> <p>(25) ,</p> <p>(26) ,</p> <p>(27) ,</p> <p>(28) ,</p> <p>(29) ,</p> <p>(30) ,</p> <p>(31) ,</p> <p>(32) ,</p> <p>(33) ,</p> <p>(34) ,</p> <p>(35) ,</p> <p>(36) ,</p> <p>(37) ,</p> <p>(38) ,</p> <p>(39) ,</p> <p>(40) ,</p> <p>(41) ,</p> <p>(42) ,</p> <p>(43) ,</p> <p>(44) ,</p> <p>(45) ,</p> <p>(46) ,</p> <p>(47) ,</p> <p>(48) ,</p> <p>(49) ,</p> <p>(50) ,</p> <p>(51) ,</p> <p>(52) ,</p> <p>(53) ,</p> <p>(54) ,</p> <p>(55) ,</p> <p>(56) ,</p> <p>(57) ,</p> <p>(58) ,</p> <p>(59) ,</p> <p>(60) ,</p> <p>(61) ,</p> <p>(62) ,</p> <p>(63) ,</p> <p>(64) ,</p> <p>(65) ,</p> <p>(66) ,</p> <p>(67) ,</p> <p>(68) ,</p> <p>(69) ,</p> <p>(70) ,</p> <p>(71) ,</p> <p>(72) ,</p> <p>(73) ,</p> <p>(74) ,</p> <p>(75) ,</p> <p>(76) ,</p> <p>(77) ,</p> <p>(78) ,</p> <p>(79) ,</p> <p>(80) ,</p> <p>(81) ,</p> <p>(82) ,</p> <p>(83) ,</p> <p>(84) ,</p> <p>(85) ,</p> <p>(86) ,</p> <p>(87) ,</p> <p>(88) ,</p> <p>(89) ,</p> <p>(90) ,</p> <p>(91) ,</p> <p>(92) ,</p> <p>(93) ,</p> <p>(94) ,</p> <p>(95) ,</p> <p>(96) ,</p> <p>(97) ,</p> <p>(98) ,</p> <p>(99) ,</p> <p>(100) ,</p> <p>(101) ,</p> <p>(102) ,</p> <p>(103) ,</p> <p>(104) ,</p> <p>(105) ,</p> <p>(106) ,</p> <p>(107) ,</p> <p>(108) ,</p> <p>(109) ,</p> <p>(110) ,</p> <p>(111) ,</p> <p>(112) ,</p> <p>(113) ,</p> <p>(114) ,</p> <p>(115) ,</p> <p>(116) ,</p> <p>(117) ,</p> <p>(118) ,</p> <p>(119) ,</p> <p>(120) ,</p> <p>(121) ,</p> <p>(122) ,</p> <p>(123) ,</p> <p>(124) ,</p> <p>(125) ,</p> <p>(126) ,</p> <p>(127) ,</p> <p>(128) ,</p> <p>(129) ,</p> <p>(130) ,</p> <p>(131) ,</p> <p>(132) ,</p> <p>(133) ,</p> <p>(134) ,</p> <p>(135) ,</p> <p>(136) ,</p> <p>(137) ,</p> <p>(138) ,</p> <p>(139) ,</p> <p>(140) ,</p> <p>(141) ,</p> <p>(142) ,</p> <p>(143) ,</p> <p>(144) ,</p> <p>(145) ,</p> <p>(146) ,</p> <p>(147) ,</p> <p>(148) ,</p> <p>(149) ,</p> <p>(150) ,</p> <p>(151) ,</p> <p>(152) ,</p> <p>(153) ,</p> <p>(154) ,</p> <p>(155) ,</p> <p>(156) ,</p> <p>(157) ,</p> <p>(158) ,</p> <p>(159) ,</p> <p>(160) ,</p> <p>(161) ,</p> <p>(162) ,</p> <p>(163) ,</p> <p>(164) ,</p> <p>(165) ,</p> <p>(166) ,</p> <p>(167) ,</p> <p>(168) ,</p> <p>(169) ,</p> <p>(170) ,</p> <p>(171) ,</p> <p>(172) ,</p> <p>(173) ,</p> <p>(174) ,</p> <p>(175) ,</p> <p>(176) ,</p> <p>(177) ,</p> <p>(178) ,</p> <p>(179) ,</p> <p>(180) ,</p> <p>(181) ,</p> <p>(182) ,</p> <p>(183) ,</p> <p>(184) ,</p> <p>(185) ,</p> <p>(186) ,</p> <p>(187) ,</p> <p>(188) ,</p> <p>(189) ,</p> <p>(190) ,</p> <p>(191) ,</p> <p>(192) ,</p> <p>(193) ,</p> <p>(194) ,</p> <p>(195) ,</p> <p>(196) ,</p> <p>(197) ,</p> <p>(198) ,</p> <p>(199) ,</p> <p>(200) ,</p> <p>(201) ,</p> <p>(202) ,</p> <p>(203) ,</p> <p>(204) ,</p> <p>(205) ,</p> <p>(206) ,</p> <p>(207) ,</p> <p>(208) ,</p> <p>(209) ,</p> <p>(210) ,</p> <p>(211) ,</p> <p>(212) ,</p> <p>(213) ,</p> <p>(214) ,</p> <p>(215) ,</p> <p>(216) ,</p> <p>(217) ,</p> <p>(218) ,</p> <p>(219) ,</p> <p>(220) ,</p> <p>(221) ,</p> <p>(222) ,</p> <p>(223) ,</p> <p>(224) ,</p> <p>(225) ,</p> <p>(226) ,</p> <p>(227) ,</p> <p>(228) ,</p> <p>(229) ,</p> <p>(230) ,</p> <p>(231) ,</p> <p>(232) ,</p> <p>(233) ,</p> <p>(234) ,</p> <p>(235) ,</p> <p>(236) ,</p> <p>(237) ,</p> <p>(238) ,</p> <p>(239) ,</p> <p>(240) ,</p> <p>(241) ,</p> <p>(242) ,</p> <p>(243) ,</p> <p>(244) ,</p> <p>(245) ,</p> <p>(246) ,</p> <p>(247) ,</p> <p>(248) ,</p> <p>(249) ,</p> <p>(250) ,</p> <p>(251) ,</p> <p>(252) ,</p> <p>(253) ,</p> <p>(254) ,</p> <p>(255) ,</p> <p>(256) ,</p> <p>(257) ,</p> <p>(258) ,</p> <p>(259) ,</p> <p>(260) ,</p> <p>(261) ,</p> <p>(262) ,</p> <p>(263) ,</p> <p>(264) ,</p> <p>(265) ,</p> <p>(266) ,</p> <p>(267) ,</p> <p>(268) ,</p> <p>(269) ,</p> <p>(270) ,</p> <p>(271) ,</p> <p>(272) ,</p> <p>(273) ,</p> <p>(274) ,</p> <p>(275) ,</p> <p>(276) ,</p> <p>(277) ,</p> <p>(278) ,</p> <p>(279) ,</p> <p>(280) ,</p> <p>(281) ,</p> <p>(282) 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<p>(349) ,</p> <p>(350) ,</p> <p>(351) ,</p> <p>(352) ,</p> <p>(353) ,</p> <p>(354) ,</p> <p>(355) ,</p> <p>(356) ,</p> <p>(357) ,</p> <p>(358) ,</p> <p>(359) ,</p> <p>(360) ,</p> <p>(361) ,</p> <p>(362) ,</p> <p>(363) ,</p> <p>(364) ,</p> <p>(365) ,</p> <p>(366) ,</p> <p>(367) ,</p> <p>(368) ,</p> <p>(369) ,</p> <p>(370) ,</p> <p>(371) ,</p> <p>(372) ,</p> <p>(373) ,</p> <p>(374) ,</p> <p>(375) ,</p> <p>(376) ,</p> <p>(377) ,</p> <p>(378) ,</p> <p>(379) ,</p> <p>(380) ,</p> <p>(381) ,</p> <p>(382) ,</p> <p>(383) ,</p> <p>(384) ,</p> <p>(385) ,</p> <p>(386) ,</p> <p>(387) ,</p> <p>(388) ,</p> <p>(389) ,</p> <p>(390) ,</p> <p>(391) ,</p> <p>(392) ,</p> <p>(393) ,</p> <p>(394) ,</p> <p>(395) ,</p> <p>(396) ,</p> <p>(397) ,</p> <p>(398) ,</p> <p>(399) ,</p> <p>(400) ,</p> <p>(401) ,</p> <p>(402) ,</p> <p>(403) ,</p> <p>(404) ,</p> <p>(405) ,</p> <p>(406) ,</p> <p>(407) ,</p> <p>(408) ,</p> <p>(409) ,</p> <p>(410) ,</p> <p>(411) ,</p> <p>(412) ,</p> <p>(413) ,</p> <p>(414) ,</p> <p>(415) 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Original Articles	Amended Articles
(9) contain a disclosure of the nature and extent, if any, of the material interests of any Director, supervisor, managers, and other senior management in the proposed transaction and the effect that the proposed transaction will have on them in their capacity as shareholders in so far as it is different from the effect on the interests of shareholders of the same class;	
(10) contain the full text of any special resolution to be proposed at the meeting;	
(11) specify the time and place for lodging proxy forms for the relevant meeting.	
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Original Articles	Amended Articles
<p>Article 137</p> <p>T</p> <p>(1)</p> <p>C</p> <p>(2) issuance of corporate bonds;</p> <p>(3)</p> <p>(4)</p> <p>A</p> <p>D</p> <p>(5)</p> <p>(6)</p> <p>30%</p> <p>C</p> <p>(7)</p> <p>(8)</p> <p>(9)</p> <p>(10)</p> <p>E</p> <p>(11)</p> <p>A</p> <p>C</p> <p>(10)</p> <p>D</p> <p>5%</p> <p>C</p>	<p>Article 129</p> <p>T</p> <p>(1)</p> <p>C</p> <p>(2) , spin-off,</p> <p>C</p> <p>(3)</p> <p>A</p> <p>D</p> <p>(4)</p> <p>(5)</p> <p>30%</p> <p>C</p> <p>(6)</p> <p>(7)</p> <p>(8)</p> <p>(9)</p> <p>E</p> <p>(10)</p> <p>A</p> <p>C</p> <p>(4) (9)</p> <p>D</p> <p>5%</p> <p>C</p>

Original Articles	Amended Articles
<p>Article 138</p> <p>Article 144,</p>	<p>Article 130</p> <p>the Articles of Association,</p>
<p>Article 143</p> <p>Director candidates nominated in accordance with the procedures provided between Article 140 to 142 herein can join in the election. Candidates receiving at least half of and the most votes of shareholders (including their proxies) present at the General Meeting with voting rights will be elected as Directors.</p>	<p>Article 135</p> <p>Director candidates nominated in accordance with the procedures provided herein can join in the election. Candidates receiving at least half of and the most votes of shareholders (including their proxies) present at the General Meeting with voting rights will be elected as Directors.</p>
<p>Article 144</p> <p>1. Directors shall be elected by the shareholders at the General Meeting. A cumulative voting system shall be implemented if more than two independent Directors are elected.</p>	<p>Article 136</p> <p>1. Directors shall be elected by the shareholders at the General Meeting. A cumulative voting system shall be implemented if more than two independent Directors are elected.</p>

Original Articles	Amended Articles
<p>Article 147</p> <p>T G M B C</p> <p>1 C</p> <p>62</p> <p>816 D</p>	

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Original Articles	Amended Articles
<p>Article 179</p> <p>T</p> <p>(1) C</p> <p>(12)</p> <p>20%</p> <p>(2) C</p> <p>(15)</p> <p>C;</p> <p>(3) C</p> <p>as stated in Article 26 herein</p>	<p>Article 169</p> <p>T</p> <p>(1) C</p> <p>(12)</p> <p>20%</p> <p>(2) C</p> <p>(15)</p> <p>C;</p> <p>(3) C</p>
<p>Article 181</p> <p>D</p> <p>(3)</p> <p>D</p> <p>T C</p> <p>B</p> <p>D</p> <p>C</p> <p>(3)</p> <p>The Directors shall not be required to hold shares of the Company.</p>	<p>Article 171</p> <p>D</p> <p>(3)</p> <p>D</p> <p>T C</p> <p>B</p> <p>D</p> <p>C</p> <p>(3)</p>

Original Articles	Amended Articles
<p data-bbox="309 236 453 268">Article 186</p> <p data-bbox="229 310 772 427">The Board of Directors shall have the authority to make, alter, amend, repeal, rescind, suspend, or reinstate any resolution of the Board of Directors, subject to the approval of the stockholders.</p> <p data-bbox="309 449 341 470">.....</p> <p data-bbox="309 480 660 512">(17) The Board of Directors shall have the authority to make, alter, amend, repeal, rescind, suspend, or reinstate any resolution of the Board of Directors, subject to the approval of the stockholders.</p> <p data-bbox="245 523 660 555">A. The Board of Directors shall have the authority to make, alter, amend, repeal, rescind, suspend, or reinstate any resolution of the Board of Directors, subject to the approval of the stockholders.</p> <p data-bbox="245 566 660 597">A. The Board of Directors shall have the authority to make, alter, amend, repeal, rescind, suspend, or reinstate any resolution of the Board of Directors, subject to the approval of the stockholders.</p> <p data-bbox="245 608 772 800">All of the above resolutions adopted by the Board of Directors, except those in (6), (8), and (13) that must be approved by more than two-thirds of</p>	

Original Articles	Amended Articles
<p data-bbox="309 236 453 268">Article 187</p> <p data-bbox="245 321 759 470">In cases where the expected value of fixed assets proposed for disposal by the Board, when aggregated with value of fixed assets disposed within four (4)</p>	

Original Articles	Amended Articles
<p>Article 199</p> <p>TUB *¹ ² ³ ⁴ ⁵ ⁶ ⁷ ⁸ ⁹ ¹⁰ ¹¹ ¹² ¹³ ¹⁴ ¹⁵ ¹⁶ ¹⁷ ¹⁸ ¹⁹ ²⁰ ²¹ ²² ²³ ²⁴ ²⁵ ²⁶ ²⁷ ²⁸ ²⁹ ³⁰ ³¹ ³² ³³ ³⁴ ³⁵ ³⁶ ³⁷ ³⁸ ³⁹ ⁴⁰ ⁴¹ ⁴² ⁴³ ⁴⁴ ⁴⁵ ⁴⁶ ⁴⁷ ⁴⁸ ⁴⁹ ⁵⁰ ⁵¹ ⁵² ⁵³ ⁵⁴ ⁵⁵ ⁵⁶ ⁵⁷ ⁵⁸ ⁵⁹ ⁶⁰ ⁶¹ ⁶² ⁶³ ⁶⁴ ⁶⁵ ⁶⁶ ⁶⁷ ⁶⁸ ⁶⁹ ⁷⁰ ⁷¹ ⁷² ⁷³ ⁷⁴ ⁷⁵ ⁷⁶ ⁷⁷ ⁷⁸ ⁷⁹ ⁸⁰ ⁸¹ ⁸² ⁸³ ⁸⁴ ⁸⁵ ⁸⁶ ⁸⁷ ⁸⁸ ⁸⁹ ⁹⁰ ⁹¹ ⁹² ⁹³ ⁹⁴ ⁹⁵ ⁹⁶ ⁹⁷ ⁹⁸ ⁹⁹ ¹⁰⁰ ¹⁰¹ ¹⁰² ¹⁰³ ¹⁰⁴ ¹⁰⁵ ¹⁰⁶ ¹⁰⁷ ¹⁰⁸ ¹⁰⁹ ¹¹⁰ ¹¹¹ ¹¹² ¹¹³ ¹¹⁴ ¹¹⁵ ¹¹⁶ ¹¹⁷ ¹¹⁸ ¹¹⁹ ¹²⁰ ¹²¹ ¹²² ¹²³ ¹²⁴ ¹²⁵ ¹²⁶ ¹²⁷ ¹²⁸ ¹²⁹ ¹³⁰ ¹³¹ ¹³² ¹³³ ¹³⁴ ¹³⁵ ¹³⁶ ¹³⁷ ¹³⁸ ¹³⁹ ¹⁴⁰ ¹⁴¹ ¹⁴² ¹⁴³ ¹⁴⁴ ¹⁴⁵ ¹⁴⁶ ¹⁴⁷ ¹⁴⁸ ¹⁴⁹ ¹⁵⁰ ¹⁵¹ ¹⁵² ¹⁵³ ¹⁵⁴ ¹⁵⁵ ¹⁵⁶ ¹⁵⁷ ¹⁵⁸ ¹⁵⁹ ¹⁶⁰ ¹⁶¹ ¹⁶² ¹⁶³ ¹⁶⁴ ¹⁶⁵ ¹⁶⁶ ¹⁶⁷ ¹⁶⁸ ¹⁶⁹ ¹⁷⁰ ¹⁷¹ ¹⁷² ¹⁷³ ¹⁷⁴ ¹⁷⁵ ¹⁷⁶ ¹⁷⁷ ¹⁷⁸ ¹⁷⁹ ¹⁸⁰ ¹⁸¹ ¹⁸² ¹⁸³ ¹⁸⁴ ¹⁸⁵ ¹⁸⁶ ¹⁸⁷ ¹⁸⁸ ¹⁸⁹ ¹⁹⁰ ¹⁹¹ ¹⁹² ¹⁹³ ¹⁹⁴ ¹⁹⁵ ¹⁹⁶ ¹⁹⁷ ¹⁹⁸ ¹⁹⁹ ²⁰⁰ ²⁰¹ ²⁰² ²⁰³ ²⁰⁴ ²⁰⁵ ²⁰⁶ ²⁰⁷ ²⁰⁸ ²⁰⁹ ²¹⁰ ²¹¹ ²¹² ²¹³ ²¹⁴ ²¹⁵ ²¹⁶ ²¹⁷ ²¹⁸ ²¹⁹ ²²⁰ ²²¹ ²²² ²²³ ²²⁴ ²²⁵ ²²⁶ ²²⁷ ²²⁸ ²²⁹ ²³⁰ ²³¹ ²³² ²³³ ²³⁴ ²³⁵ ²³⁶ ²³⁷ ²³⁸ ²³⁹ ²⁴⁰ ²⁴¹ ²⁴² ²⁴³ ²⁴⁴ ²⁴⁵ ²⁴⁶ ²⁴⁷ ²⁴⁸ ²⁴⁹ ²⁵⁰ ²⁵¹ ²⁵² ²⁵³ ²⁵⁴ ²⁵⁵ ²⁵⁶ ²⁵⁷ ²⁵⁸ ²⁵⁹ ²⁶⁰ ²⁶¹ ²⁶² ²⁶³ ²⁶⁴ ²⁶⁵ ²⁶⁶ ²⁶⁷ ²⁶⁸ ²⁶⁹ ²⁷⁰ 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Original Articles	Amended Articles
<p>Article 231</p> <p>I. The Board of Directors shall have the authority to:</p> <p>C. Adopt, amend, or repeal the Rules for Independent Directors.</p> <p>D. Adopt, amend, or repeal the Measures for Independent Directors.</p> <p>the Rules for Independent Directors.</p> <p>A. The Board of Directors shall have the authority to:</p> <p>D. Adopt, amend, or repeal the Measures for Independent Directors.</p> <p>()</p> <p>C. A</p> <p>D. five (5)</p> <p>D.</p>	<p>Article 220</p> <p>I. The Board of Directors shall have the authority to:</p> <p>C. Adopt, amend, or repeal the Measures for Independent Directors.</p> <p>D. Adopt, amend, or repeal the Rules for Independent Directors.</p> <p>the Measures for Independent Directors.</p> <p>A. The Board of Directors shall have the authority to:</p> <p>D. Adopt, amend, or repeal the Rules for Independent Directors.</p> <p>()</p> <p>C. A</p> <p>D. three (3)</p> <p>D.</p>
<p>Article 232</p> <p>I. The Board of Directors shall have the authority to:</p> <p>D. Adopt, amend, or repeal the Rules for Independent Directors.</p> <p>the Rules for Independent Directors.</p> <p>C</p> <p>D.</p>	<p>Article 221</p> <p>I. The Board of Directors shall have the authority to:</p> <p>D. Adopt, amend, or repeal the Measures for Independent Directors.</p> <p>the Measures for Independent Directors.</p> <p>C</p> <p>D.</p>

Original Articles	Amended Articles
<p>Article 234</p> <p>Independent Directors:</p> <p>(1) Be independent of the Company and its controlling shareholders;</p> <p>(2) Do not have any relationship with the Company or its controlling shareholders that may affect their independent judgment;</p> <p>(3) Possess good personal morality and has not been involved in material dishonesty and other misconducts;</p> <p>(4) Possess sufficient working experience in the legal or economic sectors or other areas necessary for performing the duties of an Independent Director; and</p> <p>(5) Other requirements stipulated in the Articles of Association.</p>	<p>Article 223</p> <p>Independent Directors:</p> <p>(1) Be independent of the Company and its controlling shareholders;</p> <p>(2) Do not have any relationship with the Company or its controlling shareholders that may affect their independent judgment;</p> <p>(3) Possess good personal morality and has not been involved in material dishonesty and other misconducts;</p> <p>(4) Possess sufficient working experience in the legal, accounting or economic sectors necessary for performing the duties of an Independent Director; and</p> <p>(5) Possess good personal morality and has not been involved in material dishonesty and other misconducts; and</p> <p>(6) Other requirements stipulated by laws, administrative regulations, regulations of the China Securities Regulatory Commission, business rules of the stock exchange and the Articles of Association.</p>

Original Articles	Amended Articles
<p>Article 235</p> <p>D.:</p> <p>(1) Lineal relatives (including spouse, parents, son and daughters, etc.) and () , of C</p> <p>(2) S , 1% with voting rights C</p> <p>/ S lineal relatives;</p> <p>(3) S , 5% with voting rights C</p> <p>/ S lineal relatives;</p> <p>(4) Persons with above-mentioned status within one year;</p> <p>(5) C</p> <p>(6) Other persons specified by laws, administrative regulations, departmental rules, etc.;</p> <p>(7) Other persons stipulated by the Articles of Association; and</p> <p>(8) Other persons stipulated by the China Securities Regulatory Commission.</p>	<p>Article 224</p> <p>D.:</p> <p>(1) Staff or workers of the Company or its subsidiaries, their spouses, parents, children, or in () , parents of spouse of children, () with C</p> <p>(2) S , 1% C</p> <p>S spouses, parents and children;</p> <p>(3) S , 5% C</p> <p>/ S spouses, parents and children;</p> <p>(4) Persons who work in the subsidiaries of controlling shareholders and de facto controllers of the Company and their spouses, parents and children;</p> <p>(5) Persons who have significant business dealings with the Company, its controlling shareholders, de facto controllers or their respective subsidiaries, or who work in entities with which they have significant business dealings and their controlling shareholders or beneficial controllers;</p>

Original Articles	Amended Articles
	<p>(6) Persons providing financial, legal, consulting and sponsorship and other services to the Company, its controlling shareholders, de facto controllers or their respective subsidiaries, including, but not limited to, all members of the project team of the intermediaries providing the services, reviewers at all levels, persons signing the report, partners, Directors, senior management and principals;</p> <p>(7) Persons who have been in the situations listed in (1) to (6) within the last twelve months; and</p> <p>(8) Other persons who do not possess independence as stipulated by laws, administrative regulations, regulations of the China Securities Regulatory Commission, business rules of the stock exchange and the Articles of Association.</p> <p>Subsidiaries of controlling shareholders and de facto controllers of the Company referred to in (4) to (6) above exclude companies controlled by the same state-owned asset management organisation as the Company and which do not constitute a connected relationship with the Company in accordance with relevant regulations.</p> <p>Independent Directors shall conduct an annual self-examination of independence and submit the self-examination to the Board. The Board shall evaluate and issue a special opinion on the independence of the incumbent independent Directors on an annual basis, which shall be disclosed at the same time as the annual report.</p>

Original Articles	Amended Articles
<p>Article 236</p> <p>Independent Directors shall be appointed by the Board of Directors, subject to the approval of the Shareholders in a general meeting.</p> <p>(1) The Board of Directors shall, subject to the approval of the Shareholders in a general meeting, appoint or remove Independent Directors, and shall determine the remuneration of Independent Directors.</p> <p>(2) The Board of Directors shall ensure that the qualification and independence of the candidate as an Independent Director, and the nominee shall declare that he does not have any relationship with the Company which may affect his independent and objective judgment.</p> <p>1. The Board of Directors shall ensure that the qualification and independence of the candidate as an Independent Director, and the nominee shall declare that he does not have any relationship with the Company which may affect his independent and objective judgment.</p> <p>Moreover, the Board of Directors shall ensure that the qualification and independence of the candidate as an Independent Director, and the nominee shall declare that he does not have any relationship with the Company which may affect his independent and objective judgment.</p>	

Original Articles	Amended Articles
<p>(4) A Director shall be a natural person who is at least 18 years of age and who is not a Director of the Association.</p> <p>(5) I Director shall be a Director of the Association who is not a Director of the Association.</p> <p>(6) Director shall be a Director of the Association who is not a Director of the Association.</p> <p>(7) Director shall be a Director of the Association who is not a Director of the Association.</p> <p>Rules for Independent Directors</p> <p>Director shall be a Director of the Association who is not a Director of the Association.</p>	<p>(4) I Director shall be a Director of the Association who is not a Director of the Association.</p> <p>two Director shall be a Director of the Association who is not a Director of the Association.</p> <p>(5) Director shall be a Director of the Association who is not a Director of the Association.</p> <p>(6) Director shall be a Director of the Association who is not a Director of the Association.</p> <p>Measures for Independent Directors</p> <p>Director shall be a Director of the Association who is not a Director of the Association.</p>

Original Articles	Amended Articles
<p data-bbox="309 246 453 272">Article 238</p> <p data-bbox="244 325 751 555">Other than performing the above-mentioned powers, Independent Directors shall also give independent advice in meeting of the Board of Directors or shareholders' general meeting:</p> <p data-bbox="244 566 770 1751"> (1) To nominate, appoint and remove Directors; (2) To engage or remove senior management; (3) To determine remuneration of Directors and senior management of the Company; (4) To engage or remove an accountants' firm; (5) To make changes in accounting policies and accounting estimates or correction of significant accounting errors resulting from reasons other than changes in accounting standards; (6) When an accountants' firm issues a non-standard unqualified audit opinion on the financial accounting report and internal control of the Company; (7) Internal control evaluation report; (8) Proposals on changes in the undertakings given by related parties; (9) Whether the formulation, adjustment, decision making, implementation and disclosure of the cash dividend distribution policy of the Company, as well as the profit allocation policy harm the legal interests of medium and minority investors; </p>	<p data-bbox="877 246 1021 272">Article 227</p> <p data-bbox="815 325 1297 393">The independent Directors shall perform the following duties:</p> <p data-bbox="815 404 1297 555">(1) Participating in the decision-making of the Board and expressing their opinions on the matters under consideration;</p> <p data-bbox="815 566 1345 1034">(2) Supervising potential material conflicts of interest between the Company and its controlling shareholders, beneficial controllers, Directors and senior management as listed in Articles 23, 26, 27 and 28 of the Measures for Independent Directors, so as to urge the Board to make decisions in line with the interests of the Company as a whole and to protect the legitimate rights and interests of minority shareholders;</p> <p data-bbox="815 1044 1270 1236">(3) Providing professional and objective advice on the Company's operation and development, and promoting the enhancement of the Board's decision-making level;</p> <p data-bbox="815 1247 1313 1438">(4) Other powers and functions stipulated by laws, administrative regulations, regulations of the China Securities Regulatory Commission and the Articles of Association.</p>

Original Articles	Amended Articles
<p>(10) Material matters, such as discloseable connected transactions, provision of guarantee (excluding guarantees provided to subsidiaries consolidated in the financial statements), entrusted wealth management, provision of financial assistance, use of proceeds and investments in shares and derivatives;</p> <p>(11) Material asset reorganization proposals, management buyouts, share incentive schemes, employee stock ownership plans, share repurchase schemes and proposals on offsetting debts with assets by related parties of the Company;</p> <p>(12) When the Company decides to cease trading of its shares on Shenzhen Stock Exchange;</p> <p>(13) To determine matters that may prejudice medium and small shareholders;</p> <p>(14) Other matters stipulated by laws, administrative regulations, department rules, normative documents as well as the Articles of Association.</p>	
	<p>Article 228</p> <p>The following matters shall be submitted to the Board for consideration after being approved by a majority of all independent Directors of the Company:</p> <p>(1) Connected transactions that shall be disclosed;</p> <p>(2) Proposals of the Company and related parties to change or waive commitments;</p> <p>(3) Decisions made and measures taken by the Board in response to the acquisition of the Company;</p> <p>(4) Other matters stipulated by laws, administrative regulations, regulations of the China Securities Regulatory Commission and the Articles of Association.</p>

Original Articles	Amended Articles
	<p data-bbox="874 242 1023 270">Article 229</p> <p data-bbox="810 321 1350 672">The Company shall hold a meeting attended by all independent Directors (the “special meeting of independent Directors”) on a regular or ad hoc basis. Matters listed in items (1) to (3) of the paragraph 1 of Article 18 and Article 23 of the Measures for Independent Directors shall be considered at a special meeting of independent Directors.</p> <p data-bbox="810 683 1342 793">The special meeting of independent Directors may study and discuss other matters of the Company as needed.</p> <p data-bbox="810 804 1350 1193">Special meeting of independent Directors shall be convened and presided over by an independent Director jointly elected by a majority of the independent Directors; in the event that the convener fails to or is unable to perform his/her duties, two or more independent Directors may convene and elect a representative to preside over the meeting on their own.</p> <p data-bbox="810 1204 1347 1315">The Company shall facilitate and support the convening of special meeting of independent Directors.</p>

Original Articles	Amended Articles
<p data-bbox="308 244 453 272">Article 248</p> <p data-bbox="244 323 783 910">Independent Directors of the Company shall submit an annual report on their duties to the annual shareholders' meeting of the Company to explain their performance of duties. The annual work report shall include the following contents: The work report includes without limitation: annual attendance of the Board meetings, independent opinions provided, cooperation during the performance of duties, whether their right of information is guaranteed and obstacles met in onsite inspection and performance of duties.</p>	<p data-bbox="876 244 1021 272">Article 239</p> <p data-bbox="812 323 1351 591">Independent Directors of the Company shall submit an annual report on their duties to the annual general meeting of shareholders of the Company to explain their performance of duties. The annual work report shall include the following contents:</p> <p data-bbox="812 604 1351 753">(1) The attendance, attending methods and number of votes of Board meetings, and the attendance of general meeting;</p> <p data-bbox="812 766 1351 910">(2) Participation in the work of special committees of the Board and special meetings of independent Directors;</p> <p data-bbox="812 923 1351 1229">(3) Consideration of the matters set out in Articles 23, 26, 27 and 28 of the Measures for Independent Directors and exercise of the special powers and functions of the independent Directors as set out in paragraph 1 of Article 18 of the Measures for Independent Directors;</p> <p data-bbox="812 1242 1351 1472">(4) Significant matters, methods and results of communication with the internal auditor and the accounting firm that undertakes the Company's auditing business regarding the Company's financial and business status;</p> <p data-bbox="812 1485 1351 1553">(5) Communication with minority shareholders;</p> <p data-bbox="812 1566 1351 1634">(6) The time and content of on-site work at the Company;</p> <p data-bbox="812 1647 1351 1715">(7) Other circumstances of the performance of duties.</p> <p data-bbox="812 1727 1351 1915">The annual work report of the independent Directors shall be disclosed no later than the notice of annual general meeting of shareholders issued by the Company.</p>

Original Articles	Amended Articles
<p>Article 249</p> <p>T C</p> <p>D :</p> <p>(1) T C</p> <p>D D F</p> <p>B D C</p> <p>D</p> <p>(2) I</p> <p>D</p> <p>B D</p> <p>B D</p> <p>T</p> <p>C</p> <p>D C</p> <p>D C</p> <p>(5) five</p> <p>.....</p>	<p>Article 240</p> <p>T C</p> <p>D :</p> <p>(1) T C</p> <p>D D F</p> <p>B D C</p> <p>D</p> <p>(2) I</p> <p>D</p> <p>B D</p> <p>B D</p> <p>T</p> <p>C</p> <p>D C</p> <p>D C</p> <p>(10) ten</p> <p>.....</p>
<p>Article 257</p> <p>T C</p> <p>S B</p> <p>(1)</p> <p>Article 254 A</p> <p>A ;</p> <p>(2)</p> <p>(3)</p> <p>(4)</p> <p>A S A S E</p> <p>A C</p>	<p>Article 248</p> <p>T C</p> <p>S B</p> <p>(1)</p> <p>Article 245 A</p> <p>A ;</p> <p>(2)</p> <p>(3)</p> <p>(4)</p> <p>A S A S E</p> <p>A C</p>

53

54

Original Articles	Amended Articles
<p>Article 295</p> <p>The Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p>	<p>Deleted</p>
<p>Article 298</p> <p>A. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>C. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>(1) the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>D. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>C. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>(2) the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>C. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p>	<p>Article 287</p> <p>A. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>C. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>(1) the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>D. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>C. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>(2) the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>C. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p>
<p>Article 303</p> <p>The Company shall establish its financial and accounting system in accordance with the laws, administrative regulations and PRC accounting standards formulated by the finance regulatory department of the State Council.</p>	<p>Article 292</p> <p>The Company shall establish its financial and accounting system in accordance with the laws, administrative regulations and requirements of relevant department of the PRC.</p>
<p>Article 305</p> <p>T. B. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>C. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p>	<p>Article 294</p> <p>T. B. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p> <p>C. the Company shall not in any manner pay taxes for or on behalf of its Directors, supervisors, managers and other senior management members.</p>

Original Articles	Amended Articles
<p>Article 306</p> <p>The Company shall deliver or send to each shareholder of overseas listed foreign shares by prepaid mail, announcement or other manners provided by the Articles of Association (if necessary), the following documents:</p> <p>(1) The address of the recipient shall be the address registered in the share register.</p>	<p>Article 295</p> <p>The Company shall issue notices and announcements for the following documents:</p> <p>(1) The address of the recipient shall be the address registered in the share register.</p>
<p>Article 308</p> <p>The Company shall submit the following documents to the State Council:</p> <p>(6) The quarterly report within one month of the end of three (3) and nine (9) months before each fiscal year.</p>	<p>Article 297</p> <p>The Company shall submit the following documents to the State Council:</p> <p>(6) The quarterly report within one month of the end of three (3) and nine (9) months before each fiscal year.</p>
<p>Article 310</p> <p>Capital reserve fund includes the following items:</p> <p>(1) premium received when shares are issued at a premium to their par value; and</p> <p>(2) other income required to be included in the capital reserve fund by the governing finance department of the State Council.</p>	<p>Deleted</p>

Original Articles	Amended Articles
<p>Article 321</p> <p>The Corporation shall hold an annual general meeting of shareholders each year, at such time and place as the Board of Directors may determine. The meeting shall be held at the principal office of the Corporation, or at such other place as the Board of Directors may determine. The meeting shall be held on the first Tuesday of the month of May of each year, or at such other time and place as the Board of Directors may determine. The meeting shall be held on the first Tuesday of the month of May of each year, or at such other time and place as the Board of Directors may determine.</p>	<p>Article 309</p> <p>The Corporation shall hold an annual general meeting of shareholders each year, at such time and place as the Board of Directors may determine. The meeting shall be held at the principal office of the Corporation, or at such other place as the Board of Directors may determine. The meeting shall be held on the first Tuesday of the month of May of each year, or at such other time and place as the Board of Directors may determine. The meeting shall be held on the first Tuesday of the month of May of each year, or at such other time and place as the Board of Directors may determine.</p>
<p>Article 322</p> <p>The Corporation shall hold an annual general meeting of shareholders each year, at such time and place as the Board of Directors may determine. The meeting shall be held at the principal office of the Corporation, or at such other place as the Board of Directors may determine. The meeting shall be held on the first Tuesday of the month of May of each year, or at such other time and place as the Board of Directors may determine. The meeting shall be held on the first Tuesday of the month of May of each year, or at such other time and place as the Board of Directors may determine.</p>	<p>Article 310</p> <p>The Corporation shall hold an annual general meeting of shareholders each year, at such time and place as the Board of Directors may determine. The meeting shall be held at the principal office of the Corporation, or at such other place as the Board of Directors may determine. The meeting shall be held on the first Tuesday of the month of May of each year, or at such other time and place as the Board of Directors may determine. The meeting shall be held on the first Tuesday of the month of May of each year, or at such other time and place as the Board of Directors may determine.</p>

Original Articles	Amended Articles
<p data-bbox="309 246 453 272">Article 323</p> <p data-bbox="244 325 778 431">The accountants' firm appointed by the Company shall have the following rights:</p> <p data-bbox="244 446 778 676">(1) the right to inspect at any time the books, records and vouchers of the Company, and to require the Directors, managers and other senior management of the Company to provide any relevant information and explanation thereof;</p> <p data-bbox="244 691 778 921">(2) the right to require the Company to take all reasonable measures to obtain from its subsidiaries such information and explanation as are necessary for the performance of duties of such accountants' firm; and</p> <p data-bbox="244 936 778 1276">(3) the right to attend shareholders' general meetings and to receive all notices of, and other communications relating to, any shareholders' general meeting that any shareholder is entitled to receive, and to be heard at any shareholders' general meeting in relation to matters concerning its role as the accountants' firm of the Company.</p> <p data-bbox="244 1291 778 1591">T H C The Company shall, at the request of the accountants' firm, provide the accountants' firm with such information and explanation as are necessary for the performance of its duties.</p>	<p data-bbox="877 246 1021 272">Article 311</p> <p data-bbox="812 325 1347 636">T H C The Company shall, at the request of the accountants' firm, provide the accountants' firm with such information and explanation as are necessary for the performance of its duties.</p>
<p data-bbox="309 1608 453 1634">Article 327</p> <p data-bbox="244 1687 778 1957">T H C The resolution of the shareholders' general meeting shall be filed with the securities regulating authorities of the PRC.</p>	<p data-bbox="877 1608 1021 1634">Article 315</p> <p data-bbox="812 1687 1347 1836">T H C The resolution of the shareholders' general meeting shall be filed with the securities regulating authorities of the PRC.</p>

Original Articles	Amended Articles
<p data-bbox="309 244 453 272">Article 332</p> <p data-bbox="244 325 783 991">In the event of the merger or division of the Company, a plan shall be proposed by the Board of the Company and shall be approved in accordance with the procedures stipulated in the Articles of Association and the relevant examining and approving formalities shall be processed as required by law. Shareholders who oppose the merger or division plan of the Company shall have the right to request that the Company or the shareholders who consent to such plan purchase their shares at a fair price. The Company's resolution on the merger or division should be prepared as a special document for inspection by the shareholders.</p> <p data-bbox="244 1006 783 1315">The aforesaid document should also be dispatched to the holders of overseas listed foreign shares by mail, announcement or other manners provided by the Articles of Association (if necessary). The recipient's address should be based on the information contained in the register of shareholders.</p>	<p data-bbox="877 244 973 272">Deleted</p>

Original Articles	Amended Articles
<p>Article 335</p> <p>1. If the Company is divided, all the parties involved shall execute a division agreement and prepare a division plan. The division plan shall be made at least three (3) newspaper announcements (30 days) before the division. The division shall be borne by the companies after the division according to the respective agreement reached.</p>	<p>Article 322</p> <p>1. If the Company is divided, the Company shall make public announcement through newspapers and other means 30 days before the division. The division shall be jointly and severally borne by the company after the division; unless otherwise stipulated in the written agreement reached between the Company and its creditors on the settlement of debts before the division.</p>
<p>Article 336</p> <p>After the merger, claims and liabilities of parties to the merger shall be taken over by the continuing company or the newly established company.</p>	<p>Article 323</p> <p>After the merger, claims and liabilities of parties to the merger shall be taken over by the continuing company or the newly established company.</p>

Original Articles	Amended Articles
<div>Article 339</div> <div><p>T C</p><p>(1)</p><p>A A ;</p><p>(2) -special</p><p>(3)</p><p>(4) C</p><p>(5) C</p><p>10%</p><p>C</p><p>(6) C</p></div>	<div>Article 326</div> <div><p>T C</p><p>(1)</p><p>A A ;</p><p>(2)</p><p>(3)</p><p>(4) C</p><p>(5) C</p><p>10%</p><p>C</p><p>(6) C</p></div>

Original Articles	Amended Articles
<p>Article 340</p> <p>1. The Company shall be governed by the following articles:</p> <p>(1) The Company shall be governed by the following articles:</p> <p>A. The Company shall be governed by the following articles:</p> <p>A. The Company shall be governed by the following articles:</p> <p>1. The Company shall be governed by the following articles:</p> <p>(1), (2), (4) (5)</p> <p>(15)</p> <p>T. The Company shall be governed by the following articles:</p> <p>D. The Company shall be governed by the following articles:</p> <p>C. The Company shall be governed by the following articles:</p> <p>Where the Company is dissolved under paragraph (6) of the preceding article, governing authorities shall organize shareholders, competent authorities and personnel to form the liquidation committee and start the liquidation.</p>	<p>Article 327</p> <p>1. The Company shall be governed by the following articles:</p> <p>(1) The Company shall be governed by the following articles:</p> <p>A. The Company shall be governed by the following articles:</p> <p>A. The Company shall be governed by the following articles:</p> <p>1. The Company shall be governed by the following articles:</p> <p>(1), (2), (4) (5)</p> <p>(15)</p> <p>T. The Company shall be governed by the following articles:</p> <p>D. The Company shall be governed by the following articles:</p> <p>C. The Company shall be governed by the following articles:</p>

Original Articles	Amended Articles
<p>Article 341</p> <p>Where the Board proposes to liquidate the Company due to causes other than where the Company has declared bankruptcy, the Board shall include a statement in its notice convening a shareholders' general meeting to consider the proposal to the effect that, after making full inquiry into the affairs of the Company, the Board believes that the Company will be able to repay its debts in full within twelve (12) months from the commencement of the liquidation.</p> <p>Upon the passing of the resolution by the shareholders in general meeting for the liquidation of the Company, all functions and powers of the Board shall cease.</p> <p>The liquidation committee shall act in accordance with the instructions of the shareholders' general meeting to make a report at least once every year to the shareholders' general meeting on the committee's receipts and payments, the business of the Company and the progress of the liquidation and to present a final report to the shareholders' general meeting on completion of the liquidation.</p>	<p>Deleted</p>
<p>Article 342</p> <p>T^u f^u (10)^u at least three (3)^u (60)^u C^u (30)^u (45)^u 1^u T^u D^u</p>	<p>Article 328</p> <p>T^u f^u (10)^u (60)^u C^u (30)^u (45)^u 1^u T^u D^u</p>

Original Articles	Amended Articles
<p data-bbox="309 236 453 272">Article 345</p> <p data-bbox="309 321 655 357">In the event of Company's</p>	

[illegible]

Original Articles	Amended Articles
<p>Article 15</p> <p>Not more than two (2) persons of the Chairman of the Board, Vice Chairman and executive Directors of the Company may be the chairman of the board, vice chairman and executive Directors of the controlling shareholder and beneficial controller.</p>	<p>Deleted</p>
<p>Article 18</p> <p>The Board shall elect one or more Directors to serve as Chairman of the Board, Vice Chairman, and executive Directors. The majority of the Board shall elect one or more Directors to serve as Chairman of the Board, Vice Chairman, and executive Directors. At least one independent director in the Audit Committee shall have expertise in accounting.</p>	<p>Article 17</p> <p>The Board shall elect one or more Directors to serve as Chairman of the Board, Vice Chairman, and executive Directors. The majority of the Board shall elect one or more Directors to serve as Chairman of the Board, Vice Chairman, and executive Directors. At least one independent director in the Audit Committee shall have expertise in accounting.</p> <p>More than one-half</p> <p>The members of the Audit Committee shall be directors who do not serve as senior management personnel of the Company, and the convener shall have expertise in accounting.</p>
<p>Article 24</p> <p>The Board shall elect one or more Directors to serve as Chairman of the Board, Vice Chairman, and executive Directors. The majority of the Board shall elect one or more Directors to serve as Chairman of the Board, Vice Chairman, and executive Directors. At least one independent director in the Audit Committee shall have expertise in accounting.</p> <p>All of the above resolutions adopted by the Board, except those in (6), (8) and (13) that must be approved by more than two-thirds of votes of Directors, shall be approved by a simple majority of votes by Directors.</p>	<p>Article 23</p> <p>The Board shall elect one or more Directors to serve as Chairman of the Board, Vice Chairman, and executive Directors. The majority of the Board shall elect one or more Directors to serve as Chairman of the Board, Vice Chairman, and executive Directors. At least one independent director in the Audit Committee shall have expertise in accounting.</p> <p>The resolutions adopted by the Board on external guarantees and provision of financial assistance by the Company must be reviewed and approved by more than two-thirds of the Directors present at the Board meeting, and the number of Directors who agree must reach more than half of all Directors.</p>

APPENDIX II

PROPOSED AMENDMENTS TO THE
PROCEDURAL RULES OF THE BOARD MEETING

Original Articles	Amended Articles
<p>Article 25</p> <p>TUBB D.</p> <p>(1) The first item of Article 186 of the Articles of Association;</p> <p>(2) G M;</p> <p>(3) B;</p> <p>(4) C;</p> <p>(5) S</p> <p>(6) B.</p>	<p>Article 24</p> <p>TUBB D.</p> <p>(1) G M;</p> <p>(2) B;</p> <p>(3) C;</p> <p>(4) S</p> <p>(5) B.</p>

Original Articles	Amended Articles
<p>Article 1</p> <p>I. Article 1</p>	

Original Articles	Amended Articles
<p>Article 6</p> <p>I</p> <p>B D</p> <p>(1) 1</p> <p>C 2/3</p> <p>A</p> <p>A ;</p> <p>(2) 1</p> <p>C 1/3</p> <p>C ;</p> <p>(3) When required in writing by shareholder(s) holding more than 10% (inclusive) of outstanding shares with voting rights of the Company;</p> <p>(4) 1 B D</p> <p>S C</p> <p>(5) 1</p> <p>A A ;</p> <p>(6)</p> <p>A</p> <p>A</p>	<p>Article 6</p> <p>I</p> <p>B D</p> <p>(1) 1</p> <p>C 2/3</p> <p>A</p> <p>A ;</p> <p>(2) 1</p> <p>C 1/3</p> <p>paid-in C ;</p> <p>(3) When required by shareholder(s) individually or jointly holding more than 10% of shares of the Company;</p> <p>(4) 1 B D</p> <p>S C</p> <p>(5) 1</p> <p>A A ;</p> <p>(6)</p> <p>A</p> <p>A</p>
<p>Article 9</p> <p>1</p> <p>C</p> <p>.....</p>	<p>Article 9</p> <p>1</p> <p>C</p>

Original Articles	Amended Articles
<p>.....</p> <p>(6) Article 128(4)</p> <p>A A ,</p> <p>;</p>	<p>.....</p> <p>(6) Article 115(4)</p> <p>A A ,</p> <p>;</p>
<p>Article 19</p> <p>.....</p> <p>T</p> <p>G M , the Guidelines for Standard Operation</p> <p>S S E ,</p>	<p>Article 19</p> <p>.....</p> <p>T</p> <p>G M ,</p> <p>S S E ,</p>
<p>Article 20</p> <p>1 C a shareholders' general meeting,</p> <p>(20)</p> <p>()</p> <p>I</p> <p>(15)</p>	<p>Article 20</p> <p>1 C an annual general meeting,</p> <p>(20)</p> <p>()</p> <p>I</p> <p>(15)</p>

Original Articles	Amended Articles
<p>Article 21</p> <p>T u o r fulfill the following requirements:</p> <p>(1) made in written form;</p> <p>(2) designated venue, date and time</p> <p>(3) ;</p> <p>(4) ordinary</p> <p>(5) ;</p> <p>(6) ;</p> <p>(7) ;</p> <p>(8) provide shareholders the detailed information and explanations necessary for the shareholders to make sound decisions about the matters to be discussed. This principle includes, but not limited to, the provision of the specific terms and contract(s), if any, of the proposed transaction(s) and serious explanations about the causes and effects when the Company proposes mergers, repurchase of shares, restructuring of share capital or other restructuring;</p> <p>(9) in the event that any of the directors, supervisors, president (general manager) and other senior management has material interests at stake in matters to be discussed, the nature and extent of the interests at stake shall be disclosed. If the matters to be discussed affect any director, supervisor, president (general manager) and other senior management as a shareholder in a manner different from how they affect the same class of other shareholders, the difference shall be explained;</p> <p>(10) include the full text of any special resolution to be proposed for approval at the meeting; and</p> <p>(11) state the time and place for delivering the proxy form authorising the proxy to vote at the relevant meeting.</p>	<p>Article 21</p> <p>T u o r fulfill the following requirements:</p> <p>(1) time, venue and duration</p> <p>(2) ;</p> <p>(3) ;</p> <p>(4) ;</p> <p>(5) ;</p> <p>(6) ; and</p> <p>A</p> <p>; and provide all necessary information or explanation for shareholders to make reasonable judgments on the matters to be discussed. I</p>

Original Articles	Amended Articles
<p>A</p> <p>I</p>	
<p>Article 38</p> <p>T</p> <p>(1) B</p> <p>S' C</p> <p>(2) B</p> <p>(3) B S'</p> <p>C</p> <p>(4) C financial budgets and final accounts, balance sheets, income statements and other financial statements;</p> <p>(5) C</p> <p>(6) A A</p>	<p>Article 38</p> <p>T</p> <p>(1) B</p> <p>S' C</p> <p>(2) B</p> <p>(3) B S'</p> <p>C</p> <p>(4) C financial budgets and final accounts;</p> <p>(5) C</p> <p>(6) A A</p>

Original Articles	Amended Articles
<p>Article 39</p> <p>(1) increase or reduction of the share capital and issue of shares of any class, stock warrants or other types of securities approved by China Securities Regulatory Commission;</p> <p>(2) issuance of corporate bonds;</p> <p>(3) ;</p> <p>(4) ;</p> <p>A ; A ; G ;</p> <p>M ; D ; M ; M ;</p> <p>(5) ;</p> <p>(6) ;</p> <p>30% ;</p> <p>C ;</p> <p>(7) ;</p> <p>(8) ;</p> <p>(9) ;</p> <p>(10) ;</p> <p>exchange ; stock</p> <p>C ;</p> <p>(11) ;</p> <p>A ;</p> <p>C ;</p> <p>A ;</p> <p>(5) ; (10) ;</p> <p>D ;</p> <p>5% ;</p>	<p>Article 39</p> <p>(1) ;</p> <p>C ; S ;</p> <p>(2) ; spin-off, ;</p> <p>C ;</p> <p>(3) ;</p> <p>A ; A ; G ;</p> <p>M ; D ; M ; M ;</p> <p>(4) ;</p> <p>(5) ;</p> <p>30% ;</p> <p>C ;</p> <p>(6) ;</p> <p>(7) ;</p> <p>(8) ;</p> <p>(9) ;</p> <p>Shenzhen Stock Exchange</p> <p>(10) ;</p> <p>A ;</p> <p>C ;</p> <p>A ;</p> <p>(4) ; (9) ;</p> <p>D ;</p> <p>5% ;</p>

APPENDIX IV PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS

[illegible]

**APPENDIX IV PROPOSED AMENDMENTS TO MEASURES FOR
ADMINISTRATION OF INDEPENDENT DIRECTORS**

Before amendment	After amendment
<p style="text-align: center;">Article 3</p> <p>Independent Directors must have the status of independence. Independent Directors shall perform their duties faithfully, diligently and independently, and earnestly safeguard the legitimate rights and interests of the Company and its shareholders, the Company's controlling shareholders, the Company's management and a significant C</p>	<p style="text-align: center;">Article 4</p> <p>Independent Directors shall perform their duties independently, the Company and its major shareholders, the Company's controlling shareholders, the Company's management and a significant C</p>
<p style="text-align: center;">Article 5</p> <p>In addition to meeting the qualifications and requirements as stipulated under relevant state laws and rules, independent Directors shall also meet the following criterion:</p> <p>(1) have bachelor's degree or above;</p> <p>(2) be familiar with relevant laws, regulations and the Operating Rules of Shenzhen Stock Exchange, and have at least five years of working experience in laws, economics, management, accounting, finance or other necessary working experience for performing the duties of an independent Director;</p> <p>(3) independent Directors who serve as member of Nomination and Remuneration Committee of the Board shall be equipped with strong knowledge of personnel selection and remuneration management ability, and shall have at least five years of experience of holding a leadership or management position in an enterprise, institution or state authority; and</p> <p>(4) other criterion.</p>	<p style="text-align: center;">Article 6</p> <p>Independent Directors shall meet the following criterion:</p> <p>(1) being qualified to be the Director of the listed Company in accordance with laws, administrative regulations and other relevant provisions;</p> <p>(2) having the independence required by Article 7 of these Measures;</p> <p>(3) Having the basic knowledge of operation of the listed company and being familiar with the relevant laws, regulations and rules;</p> <p>(4) having at least five years of working experience in law, accounting or economics necessary for performing the duties of an independent Director;</p> <p>(5) having good personal integrity and no major breach of trust or other adverse records; and</p> <p>(6) other criterion stipulated by laws, administrative regulations, CSRC regulations, business rules of the stock exchange and the Articles of Association.</p>

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APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
	<p>(6) is the person who has significant business dealings with the Company, its controlling shareholders, de facto controllers or their respective subsidiaries, or who serve in entities with which they have significant business dealings and their controlling shareholders or de facto controllers;</p> <p>(7) is the person who has been in the situations listed in the previous six paragraphs within the last twelve months; or</p> <p>(8) is the other persons who do not possess independence as stipulated by laws, administrative regulations, regulations of the CSRC, business rules of the stock exchange and the Articles of Association.</p> <p>The subsidiaries of the Company's controlling shareholders and de facto controllers mentioned in items (4), (5) and (6) do not include any enterprise under the control of the same state-owned asset management authority of the Company and do not constitute as related enterprise of the Company in accordance with relevant regulations.</p> <p>Independent Directors shall conduct an annual self-examination of independence and submit the self-examination to the Board. The Board shall evaluate and issue a special opinion on the independence of the incumbent independent Directors on an annual basis, which shall be disclosed at the same time as the annual report.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
<p style="text-align: center;">Article 7</p> <p>Independent Directors must not hold positions in other companies engaged in the same main business, or simultaneously serve as independent director at more than five listed companies.</p>	<p style="text-align: center;">Article 8</p> <p>Independent Directors shall serve as an independent Director in a maximum of three domestic listed companies and shall ensure that he/she has sufficient time and energy to effectively fulfill his/her duties as an independent Director.</p>
<p style="text-align: center;">Article 9</p> <p>The Nomination Committee shall thoroughly understand the nominee's background, education, professional skills, work experience, and other relevant information, and issue written opinions on the independence and qualification of the nominees.</p>	<p style="text-align: center;">Article 10</p> <p>The Nomination Committee shall obtain the consent of the nominee before making the nomination. The nominator shall fully understand the nominee's background, education, professional skills, detailed work experience, and other relevant information, any major breach of trust and other adverse records, and express an opinion that the nominee meets the independence and other conditions for serving as an independent Director. The nominee shall make a public statement that he/she meets the independence and other conditions for serving as an independent Director. Prior to the shareholders' meeting for the election of independent Directors, the Company shall, in accordance with the regulations, disclose the above and submit the relevant materials of all independent Director candidates to the stock exchange, and the relevant submitted materials shall be true, accurate and complete.</p> <p>The Remuneration and Nomination Committee shall conduct review on the qualifications of nominees and issue clear review opinions.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
<p>Article 10</p> <p>Independent directors shall be elected at general meeting. The nominating shareholder and other related shareholder shall not vote upon the independent director candidate nominated by them.</p> <p>Cumulative voting system can be applied for election of independent Directors at general meeting.</p>	<p>Article 11</p> <p>Cumulative voting system can be applied for election of independent Directors at general meeting. Where the general meeting elects two or more independent Directors, a cumulative voting system shall be implemented. Votes of minority shareholders shall be counted and disclosed separately.</p>
<p>Article 11</p> <p>Three independent Directors shall be elected by the Company. The Company shall ensure that the independent Directors shall not be less than one-third of the total number of Directors. The Company shall ensure that the independent Directors shall not be less than one-third of the total number of Directors.</p>	<p>Article 12</p> <p>Three independent Directors shall be elected by the Company. The Company shall ensure that the independent Directors shall not be less than one-third of the total number of Directors. The Company shall ensure that the independent Directors shall not be less than one-third of the total number of Directors.</p> <p>Any independent Director who has served the Company for six consecutive years shall not be nominated as a candidate for independent Director of the Company within 36 months from the date of such fact.</p>
<p>Article 12</p> <p>Independent Directors shall be elected by the Company. The Company shall ensure that the independent Directors shall not be less than one-third of the total number of Directors. The Company shall ensure that the independent Directors shall not be less than one-third of the total number of Directors.</p>	<p>Article 13</p> <p>Independent Directors shall be elected by the Company. The Company shall ensure that the independent Directors shall not be less than one-third of the total number of Directors. The Company shall ensure that the independent Directors shall not be less than one-third of the total number of Directors.</p> <p>The Company shall disclose the reasons and concerns for the resignation of the independent Director.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
<p style="text-align: center;">Article 13</p> <p>I</p> <p>Director, the number of members of the Board of the Company lower than the minimum number of member of the Board, such Independent Director shall continue to perform his/her duties until a new Independent Director is elected. The Company shall convene a general meeting to elect new Independent Director(s) within three months after accepting the resignation of the resigned Independent Director.</p>	<p style="text-align: center;">Article 14</p> <p>I</p> <p>Director, the proportion of independent Directors on the Board or its specialised committees not complying with the provisions of the Measures for Administration of Independent Directors of Listed Companies (the “Administrative Measures”) or the Articles of Association, or if there is a shortage of professional accountants among the independent Directors, the independent Director who intends to resign shall continue to perform his/her duties until the date on which a new independent Director is appointed. The Company shall complete the by-election of an independent Director within sixty days from the date of his/her resignation.</p>
	<p style="text-align: center;">Article 15</p> <p>If an independent Director fails to comply with the provisions of Article 6 (1) or (2) of these Measures, he/she shall immediately cease to perform his/her duties and resign from his/her position. If the resignation is not tendered, the Board shall, as soon as it knows or ought to have known of the occurrence of such fact, remove him/her from office in accordance with the regulations.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
<p style="text-align: center;">Article 14</p> <p>Article 14</p> <p>Article 14 C</p> <p>Article 14 D</p> <p>Article 14 I</p> <p>Article 14 D, the Company shall disclose such matter as special disclosure.</p>	<p style="text-align: center;">Article 16</p> <p>Article 14 C</p> <p>Article 14 D</p> <p>Article 14 I</p> <p>Article 14 D, the Company shall promptly disclose the specific reasons and basis. If the independent Directors have objections, the Company shall disclose them in a timely manner.</p>
<p style="text-align: center;">Article 15</p> <p>The general meeting shall decide upon the removal of an independent Director. The Company shall notify of the reasons of the removal and his/her corresponding rights in writing to the independent Director at least fifteen (15) days prior to the convening of the general meeting.</p>	Deleted
<p style="text-align: center;">Article 16</p> <p>The removal of an independent director shall be passed by two-thirds or more of voting rights held by the shareholders who are present at the general meeting. The independent director shall have the right to make his/her defense and statement prior to the vote.</p>	Deleted

**APPENDIX IV PROPOSED AMENDMENTS TO MEASURES FOR
ADMINISTRATION OF INDEPENDENT DIRECTORS**

Before amendment	After amendment
C 4 Duties, Obligations and Protection	C 4 Duties and Obligations
	<p>Article 17</p> <p>The independent Directors shall perform the following duties:</p> <p>(1) participating in the decision-making of the Board and express a clear opinion on the matters under consideration;</p> <p>(2) supervising potential material conflicts of interest between the Company and its controlling shareholders, de facto controllers, Directors and senior management as listed in Articles 23, 26, 27 and 28 of the Administrative Measures, so as to urge the Board to make decisions in line with the interests of the Company as a whole and to protect the legitimate rights and interests of minority shareholders;</p> <p>(3) providing professional and objective advice on the Company's operation and development, and promoting the enhancement of the Board's decision-making level; and</p> <p>(4) other duties prescribed by laws, administrative regulations, CSRC regulations and the Articles of Association.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
<p style="text-align: center;">Article 17</p> <p>In addition to the powers and functions granted to Directors by the Company Law and other applicable laws, regulations and regulatory requirements, an independent Director shall also diligently review the following matters:</p> <p>(1) material connected transactions (refer to connected transactions to be entered into between the listed company and any connected person, the aggregate amount of which exceeds RMB3 million and 5% of the latest audited net asset value of the listed company) shall be subject to prior approval by independent Directors; before making a judgment, independent Directors can appoint intermediaries to prepare an independent financial adviser's report as the basis of their judgment;</p> <p>(2) make proposals to the Board for the appointment or dismissal of accounting firms;</p> <p>(3) collect opinions from minority shareholders, propose profit distribution plan, and directly submit to the Board for consideration;</p> <p>(4) the independent Directors shall, before making a judgment, appoint intermediaries to prepare an independent financial adviser's report as the basis of their judgment;</p> <p>(5) the independent Directors shall, before making a judgment, appoint intermediaries to prepare an independent financial adviser's report as the basis of their judgment;</p> <p>(6) exercise voting rights before the convening of a general meeting;</p> <p>(7) appoint external auditor or consultancy firms independently to conduct audit and consultation on specific matters of the Company.</p>	<p style="text-align: center;">Article 18</p> <p>The independent Directors shall exercise the following special powers:</p> <p>(1) independently engage intermediaries to audit, consult or verify specific matters of the Company;</p> <p>(2) the independent Directors shall, before making a judgment, appoint intermediaries to prepare an independent financial adviser's report as the basis of their judgment;</p> <p>(3) the independent Directors shall, before making a judgment, appoint intermediaries to prepare an independent financial adviser's report as the basis of their judgment;</p> <p>(4) exercise Shareholders' rights in accordance with laws; and</p> <p>(5) express independent opinions on matters that may jeopardize the rights and interests of the Company or minority shareholders; and</p> <p>(6) other powers and functions prescribed by laws, administrative regulations, CSRC regulations and the Articles of Association.</p> <p>The independent Directors shall obtain approval from majority all independent Directors</p> <p>(1) (3). The Company shall disclose in a timely manner any exercise of the powers and functions listed in the first paragraph by independent Directors. If the above powers and functions cannot be exercised normally, the Company shall disclose the details and reasons.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
<p>Independent Directors shall obtain approval from more than half of all independent Directors before exercising the duties in items (1) and (6); they shall obtain approval from all independent Directors before exercising the duties in item (7).</p> <p>For matters in items (1) and (2), such matters shall be approved by more than half of all independent Directors before submitting to the Board for consideration.</p>	
<p>Article 18 to Article 28</p>	<p style="text-align: center;">Article 19</p> <p>Prior to the convening of a meeting of the Board, the independent Directors may communicate with the Board secretary to inquire about the matters to be considered, request for additional materials, and offer opinions and suggestions. The Board and relevant personnel shall carefully study the issues, requests and opinions raised by the independent Directors and provide timely feedback to the independent Directors on the implementation of proposals for amendments and other matters.</p> <p style="text-align: center;">Article 20</p> <p>The independent Directors shall attend the Board meetings in person. If the independent Director is unable to attend the meeting in person for any reason, he/she shall review the meeting materials in advance, form a clear opinion and entrust other independent Directors in writing to attend the meeting on his/her behalf.</p> <p>If an independent Director fails to attend two consecutive meetings of the Board in person and does not delegate another independent Director to attend the meeting on his/her behalf, the Board shall, within thirty (30) days from the date of such fact, propose to convene a shareholders' meeting to remove such independent Director from his/her position.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
	<p style="text-align: center;">Article 21</p> <p>An independent Director who votes against or abstains from voting on a motion of the Board shall state the specific reasons and grounds, the legality and compliance of the matter involved in the motion, the possible risks and the impact on the rights and interests of the Company and the minority shareholders. The Company shall disclose the dissenting opinions of the independent Directors at the same time when disclosing the Board resolutions and set out in the Board resolutions and minutes of meetings.</p> <p style="text-align: center;">Article 22</p> <p>The independent Directors shall pay continuous attention to the implementation of the Board resolutions in relation to the matters set out in Articles 23, 26, 27 and 28 of the Administrative Measures, and shall report to the Board in a timely manner if they find that there is any violation of the laws and administrative regulations, the regulations of the CSRC, the business rules of the stock exchange and the Articles of Association or any violation of the resolutions of the shareholders' meeting and of the Board and may request the Company to make a written explanation. Where disclosure matters are involved, the Company shall disclose them in a timely manner.</p> <p>If the Company fails to provide an explanation or timely disclosure in accordance with the preceding paragraph, the independent Directors may report to the CSRC and the stock exchange.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
	<p style="text-align: center;">Article 23</p> <p>The following matters shall be submitted to the Board for consideration after being approved by a majority of all independent Directors of the Company:</p> <p style="padding-left: 40px;">(1) connected transactions that shall be disclosed;</p> <p style="padding-left: 40px;">(2) proposals of the Company and related parties to change or waive commitments;</p> <p style="padding-left: 40px;">(3) decisions made and measures taken by the Board of the acquiree in response to the acquisition; and</p> <p style="padding-left: 40px;">(4) other matters as prescribed by laws, administrative regulations, CSRC regulations and the Articles of Association.</p> <p style="text-align: center;">Article 24</p> <p>The Company shall hold a meeting attended by all independent Directors (the “special meeting of independent Directors”) on a regular or irregular basis. Matters listed in items (1) to (3) of the paragraph 1 of Article 18, and Article 23 of these Measures shall be considered at a special meeting of independent Directors.</p> <p>The special meeting of independent Directors may study and discuss other matters of the Company as needed.</p> <p>Special meeting of independent Directors shall be convened and presided over by an independent Director jointly elected by a majority of the independent Directors; in the event that the convener fails to or is unable to perform his/her duties, two or more independent Directors may convene and elect a representative to preside over the meeting on their own.</p> <p>The Company shall facilitate and support the convening of special meeting of independent Directors.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
	<p style="text-align: center;">Article 25</p> <p>The independent Directors shall attend the meetings of the special committees in person, and if they are unable to attend the meetings in person for any reason, they shall review the materials of the meetings in advance, form a clear opinion, and entrust other independent Directors in writing to attend the meetings on their behalf. If an independent Director is concerned about a material matter of the Company within the scope of the duties of the special committees in the performance of his/her duties, he/she may bring the matter to the special committees for discussion and consideration in a timely manner in accordance with the procedures.</p> <p style="text-align: center;">Article 26</p> <p>The independent Directors shall spend no less than fifteen (15) days per year working on-site at the Company.</p> <p>In addition to attending general meetings, meetings of the Board and its special committees, and special meetings of independent Directors in accordance with the regulations, independent Directors may perform their duties in a variety of ways, such as obtaining information on the Company's operations on a regular basis, listening to reports from the management, communicating with intermediaries such as the head of the internal auditor and the accounting firm that undertake the audit of the Company, conducting on-site inspections, and communicating with the minority shareholders.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
	<p style="text-align: center;">Article 27</p> <p>The Board of the Company, its special committees and special meetings of independent Directors shall prepare minutes of the meetings in accordance with the regulations, and the opinions of independent Directors shall be set out in the minutes. The independent Directors shall sign and confirm the minutes of the meeting.</p> <p>Independent Directors shall make work records that detail the performance of their duties. Information obtained by independent Directors in the course of performing their duties, minutes of relevant meetings, and records of communications with staff members of the Company and intermediaries form an integral part of the work records.</p> <p>For important contents in the work records, the independent Directors may request the Board secretary and other relevant personnel to sign and confirm, and the Company and relevant personnel shall render cooperation.</p> <p>Work records of independent Directors and information provided by the Company to independent Directors shall be kept for at least ten years.</p> <p style="text-align: center;">Article 28</p> <p>The Company shall improve the communication mechanism between the independent Directors and the minority shareholders, and independent Directors may verify the issues raised by the investors with the Company in a timely manner.</p>

Before amendment	After amendment
	<p data-bbox="876 278 1005 306">Article 29</p> <p data-bbox="812 359 1334 591">The independent Directors shall submit an annual report on their duties to the annual general meeting of the Company to explain their performance of duties. The annual work report shall include the following contents:</p> <p data-bbox="876 640 1596 668">Coimes,362.9(r)1ays wod1.4286TD[(submit)-362.9(votes</p> <p data-bbox="876 719 1596 746">662.9(Din)134308362.9467all(29)1451ents: dut]TJT*[(</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
	<p style="text-align: center;">Article 30</p> <p>The independent Directors shall continuously strengthen the study of securities laws and regulations and rules, and improve their ability to perform their duties. They shall take relevant trainings provided by CSRC, the stock exchange and China Association for Public Companies.</p> <p style="text-align: center;">Article 31</p> <p>The written opinion given by the independent Director shall be preserved in Board meeting archive.</p> <p style="text-align: center;">Article 32</p> <p>Independent directors shall report to the Shenzhen Stock Exchange in time if:</p> <p style="padding-left: 40px;">(1) the independent Director holds that reasons for his/her removal from the post are not justifiable;</p> <p style="padding-left: 40px;">(2) there are circumstances under which the independent Director is obstructed to exercise his/her powers and functions in accordance with law, which results in his/her resignation;</p> <p style="padding-left: 40px;">(3) the materials for the meeting of the Board are incomplete or the arguments are insufficient, and the proposal of two or more independent directors in writing to postpone the convening of the meeting of the Board or to postpone the review of related matters has not been adopted;</p> <p style="padding-left: 40px;">(4) the Board does not take effective measures after the Company or its directors, supervisors or senior executives are reported to the Board for suspected violations of law; and</p> <p style="padding-left: 40px;">(5) other circumstances under which the independent director is seriously obstructed to perform his/her duties.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
Chapter 5 Supervision and Penalty	Chapter 5 Performance Guarantee
	<p style="text-align: center;">Article 34</p> <p>The Company shall provide necessary working conditions and personnel support for the independent directors to perform their duties, and designate the office of the Board, the Secretary of the Board and other specialised departments and personnel to assist the independent Directors in performing their duties.</p> <p>The Secretary of the Board shall ensure the smooth information exchanges between independent Directors and other Directors, senior executives and other relevant personnel, and ensure that independent Directors have access to adequate resources and necessary professional opinions when performing their duties.</p> <p style="text-align: center;">Article 35</p> <p>The Company shall guarantee the right of being informed as the independent Directors are entitled to as much as that other directors are entitled to. To ensure the effective exercise of the powers and functions of the independent Directors, the Company shall regularly inform the independent Directors of the operation of the Company, provide materials, organise or cooperate with the independent Directors in field visits and other work.</p> <p>Before the Board deliberates major and complex matters, the Company may organise independent Directors to participate in the research and demonstration, listen to the opinions of independent Directors, and make feedback to the independent Directors on the adoption of opinions.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
	<p style="text-align: center;">Article 36</p> <p>The Company shall promptly give notice of the meeting of the Board to the independent Directors, provide relevant meeting materials no later than the notice period of the meeting of the Board stipulated by laws, administrative regulations, the provisions of the China Securities Regulatory Commission or the provisions of Articles of Association, and offer effective communication channels for the independent Directors. When the special committees of the Board hold a meeting, the Company shall, in principle, provide relevant materials and information no later than three days before the meeting of the special committees. The Company shall keep the meeting materials above for at least ten years.</p> <p>If two or more independent Directors believe that the meeting materials are incomplete, or the argument is not sufficient or the provision is not timely, they may propose in writing to the Board to postpone the meeting or the deliberation of the matter, and the Board shall adopt the opinion.</p> <p>Meetings of the Board and special committees shall be held on the spot, in principle. Under the premise of ensuring that all the participating Directors can fully communicate and express their opinions, the meetings can be held by video, telephone or other means in accordance with the procedure when necessary.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
	<p style="text-align: center;">Article 37</p> <p>If the independent Directors exercise their powers and functions, the Directors, senior executives and other relevant personnel of the Company shall provide cooperation and shall neither refuse, obstruct or conceal relevant information nor interfere with their independent exercise of their powers and functions.</p> <p>If the independent Directors encounter obstacles in exercising their powers and functions according to laws, they may explain the situation to the Board, request the Directors, senior executives and other relevant personnel to cooperate, and record the specific circumstances and solutions of the obstacles in their work records; if the obstacles still cannot be removed, they may report to China Securities Regulatory Commission and the stock exchange.</p> <p>If the performance of the duties by the independent Directors involves the information that shall be disclosed, the Company shall promptly handle the disclosure matters; if the Company does not disclose the information, the independent Directors may directly apply for disclosure, or report to China Securities Regulatory Commission and the stock exchange.</p> <p style="text-align: center;">Article 38</p> <p>The Company shall bear the expenses required for independent Directors to hire professional institutions and exercise other powers and functions.</p>

APPENDIX IV	PROPOSED AMENDMENTS TO MEASURES FOR ADMINISTRATION OF INDEPENDENT DIRECTORS
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Before amendment	After amendment
	<p style="text-align: center;">Article 39</p> <p style="text-align: center;">The Company may establish the necessary liability insurance system for independent Directors to reduce the risks that may arise from the normal performance of their duties.</p> <p style="text-align: center;">Article 40</p> <p style="text-align: center;">The Company shall provide independent Directors with allowances that are appropriate to their duties. The standard of allowance shall be formulated by the Board, approved at the general meeting, and disclosed in the Company’s annual report.</p> <p style="text-align: center;">In addition to the allowance above, independent Directors shall not obtain other benefits from the Company and its major shareholders, actual controllers or interested units and personnel.</p>

NOTICE IS HEREBY GIVEN THAT 2023 (AGM-) C H L * (Company-) 2:30 .

SPECIAL RESOLUTIONS

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A Share(s)– _____ () _____
C _____ **MB** _____ **MB1.00** _____,
 _____ **S** _____ **S** _____ **E** _____ **C** _____ **MB**.

H Share(s)– **()**
C **MB** **MB1.00** ,
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NOTICE OF 2023 AGM

Notes:

1. The Company's 2023 AGM will be held on 9 May 2024 (Monday) at 14:00 hours (2:00 pm) at the Huijiao Hotel, 1712-1716, 17th Floor, Huijiao Center, 183 E. Huijiao Road, Kowloon. The Company's 2023 AGM will be held on 8 May 2024 (Sunday) at 4:30 pm at the Huijiao Hotel, 1712-1716, 17th Floor, Huijiao Center, 183 E. Huijiao Road, Kowloon. The Company's 2023 AGM will be held on 8 May 2024 (Sunday) at 4:30 pm at the Huijiao Hotel, 1712-1716, 17th Floor, Huijiao Center, 183 E. Huijiao Road, Kowloon. The Company's 2023 AGM will be held on 8 May 2024 (Sunday) at 4:30 pm at the Huijiao Hotel, 1712-1716, 17th Floor, Huijiao Center, 183 E. Huijiao Road, Kowloon.
2. The Company's 2023 AGM will be held on 9 May 2024 (Monday) at 14:00 hours (2:00 pm) at the Huijiao Hotel, 1712-1716, 17th Floor, Huijiao Center, 183 E. Huijiao Road, Kowloon.
3. The Company's 2023 AGM will be held on 9 May 2024 (Monday) at 14:00 hours (2:00 pm) at the Huijiao Hotel, 1712-1716, 17th Floor, Huijiao Center, 183 E. Huijiao Road, Kowloon. The Company's 2023 AGM will be held on 9 May 2024 (Monday) at 14:00 hours (2:00 pm) at the Huijiao Hotel, 1712-1716, 17th Floor, Huijiao Center, 183 E. Huijiao Road, Kowloon. The Company's 2023 AGM will be held on 9 May 2024 (Monday) at 14:00 hours (2:00 pm) at the Huijiao Hotel, 1712-1716, 17th Floor, Huijiao Center, 183 E. Huijiao Road, Kowloon.
4. The Company's 2023 AGM will be held on 9 May 2024 (Monday) at 14:00 hours (2:00 pm) at the Huijiao Hotel, 1712-1716, 17th Floor, Huijiao Center, 183 E. Huijiao Road, Kowloon.
5. The Company's 2023 AGM will be held on 9 May 2024 (Monday) at 14:00 hours (2:00 pm) at the Huijiao Hotel, 1712-1716, 17th Floor, Huijiao Center, 183 E. Huijiao Road, Kowloon.
6. The Company's 2023 AGM will be held on 9 May 2024 (Monday) at 14:00 hours (2:00 pm) at the Huijiao Hotel, 1712-1716, 17th Floor, Huijiao Center, 183 E. Huijiao Road, Kowloon.

As at the date of this notice, the executive Directors are Mr. Chen Hongguo, Mr. Hu Changqing, Mr. Li Xingchun, Mr. Li Feng and Mr. Li Weixian; the non-executive Directors are Mr. Han Tingde and Mr. Li Chuanxuan; and the independent non-executive Directors are Ms. Yin Meiqun, Mr. Sun Jianfei, Mr. Yang Biao and Mr. Li Zhihui.