
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in 無錫盛力達科技股份有限公司 (Wuxi Sunlit Science and Technology Company Limited*) (the “Company”), you should at once hand this circular, together with the accompanying form of proxy and reply slip to the purchaser or the transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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無錫盛力達科技股份有限公司

Wuxi Sunlit Science and Technology Company Limited*

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

(Stock Code: 1289)

**REPORT OF THE DIRECTORS FOR THE YEAR 2025,
REPORT OF THE BOARD OF SUPERVISORS FOR THE YEAR 2025,
ANNUAL REPORT FOR THE YEAR 2025,
THE GROUP'S AUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR 2025,
PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025,
EXTERNAL AUDITOR'S FEES FOR THE YEAR 2025,
RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS
AS THE COMPANY'S EXTERNAL AUDITOR,
PURCHASE OF DIRECTORS' LIABILITY INSURANCE,
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION,
AND
NOTICE OF ANNUAL GENERAL MEETING**

A notice convening the annual general meeting of the Company (the “AGM”) to be held at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, the People's Republic of China (the “PRC”) at 10:00 a.m. on Friday, 26 June 2026 is set out on pages 10 to 12 of this circular. Whether or not you are able to attend and vote at the AGM, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon to the H Share registrar and transfer office of the Company in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (in respect of H Shares), or to the Company's registered office in the PRC at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC (in respect of Domestic Shares) as soon as possible but in any event by not later than 24 hours before the time appointed for holding of the AGM or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjourned meeting should you so wish.

* *For identification purposes only*

17 April 2026

CONTENTS

	<i>Page</i>
DEFINITIONS	1
LETTER FROM THE BOARD	3
NOTICE OF 2025 ANNUAL GENERAL MEETING	10
APPENDIX I — PROPOSED AMENDMENTS TO THE NEW ARTICLES OF ASSOCIATION	13

DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be held at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC at 10:00 a.m. on Friday, 26 June 2026, or any adjournment thereof
“AGM Notice”	the notice of the AGM as set out on pages 10 to 12 of this circular
“Articles” or “Articles of Association”	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
“Board”	the board of Directors
“Company”	無錫盛力達科技股份有限公司 (Wuxi Sunlit Science and Technology Company Limited*), a joint stock company incorporated in the PRC with limited liability
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	the domestic share(s) in the share capital of the Company with a par value of RMB1.00 each, which are subscribed for in Renminbi by investors inside the PRC
“Group”	the Company and its subsidiaries
“H Share(s)”	the overseas listed foreign invested share(s) in the share capital of the Company with a par value of RMB1.00 each, which are subscribed for and traded in Hong Kong Dollar and listed on the Stock Exchange
“H Share Registrar”	Union Registrars Limited
“HKD” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	10 April 2026, being the latest practicable date prior to printing of this circular for the purpose of ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“Nomination Committee”	the nomination committee of the Board

DEFINITIONS

“PRC”	The People’s Republic of China which, for the purpose of this circular, excludes Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Share(s)”	the Domestic Share(s) and the H Share(s)
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company

For ease of reference, the names of the PRC-incorporated companies and entities as well as PRC applicable laws and regulations have been included in this circular in both the Chinese and English languages. In the event of any inconsistency, the Chinese names shall prevail.

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無錫盛力達科技股份有限公司

Wuxi Sunlit Science and Technology Company Limited*

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

(Stock Code: 1289)

Executive Directors:

Mr. Zhang Degang (*Chairman*)

Mr. Zhang Deqiang

Ms. Feng Lili

Non-executive Director:

Ms. Zhang Jinghua

Independent non-executive Directors:

Mr. Leung Yiu Cho

Mr. Yu Jianfeng

Mr. Zhong Ruifeng

Registered office and

headquarters in the PRC:

1 Yanxin Road East

Huishan Economic Development Zone

Wuxi

Jiangsu Province

PRC

Principal place of business

in Hong Kong:

Suite 2703, 27th Floor

Shui On Centre

6-8 Harbour Road

Wanchai

Hong Kong

17 April 2026

To the Shareholders,

Dear Sir/Madam,

**REPORT OF THE DIRECTORS FOR THE YEAR 2025,
REPORT OF THE BOARD OF SUPERVISORS FOR THE YEAR 2025,
ANNUAL REPORT FOR THE YEAR 2025,
THE GROUP'S AUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR 2025,
PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025,
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RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS
AS THE COMPANY'S EXTERNAL AUDITOR,
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PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION,
AND
NOTICE OF ANNUAL GENERAL MEETING**

LETTER FROM THE BOARD

INTRODUCTION

The purpose of this circular is to give you the AGM Notice and provide you with relevant information to enable you to make informed decision on whether to vote for or against the resolutions to be proposed at the AGM for (among others) the following issues, to be approved by way of ordinary resolutions:

ORDINARY RESOLUTIONS

- (1) Receiving, considering and approving the report of the Directors for the year 2025;
- (2) Receiving, considering and approving the report of the board of Supervisors for the year 2025;
- (3) Receiving, considering and approving the annual report of the Company for the year 2025;
- (4) Receiving, considering and approving the Group's audited consolidated financial statements for the year 2025;
- (5) Considering and approving profit distribution plan for the year 2025;
- (6) Considering and approving external auditor's fees for the year 2025;
- (7) Considering and approving re-appointment of PricewaterhouseCoopers as the Company's external auditor; and
- (8) Considering and approving purchase of Directors' liability insurance.

SPECIAL RESOLUTION

- (9) Considering and approving the amendments to the Articles of Association.

(1) DIRECTORS' REPORT FOR THE YEAR 2025

An ordinary resolution will be proposed at the AGM to receive, consider and approve the report of the Directors for the year 2025, the text of which is set out in the Company's 2025 annual report, which was published on the Company and the Stock Exchange's websites on 17 April 2026.

(2) REPORT OF THE BOARD OF SUPERVISORS FOR THE YEAR 2025

An ordinary resolution will be proposed at the AGM to receive, consider and approve the report of the board of Supervisors for the year 2025, the text of which is set out in the Company's 2025 annual report, which was published on the Company and the Stock Exchange's websites on 17 April 2026.

LETTER FROM THE BOARD

(3) ANNUAL REPORT FOR THE YEAR 2025

An ordinary resolution will be proposed at the AGM to receive, consider and approve the annual report of the Company for the year 2025, which was published on the Company and the Stock Exchange's websites on 17 April 2026.

(4) THE GROUP'S AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR 2025

An ordinary resolution will be proposed at the AGM to receive, consider and approve the Group's audited consolidated financial statements for the year ended 31 December 2025, the text of which is set out in the Company's 2025 annual report, which was published on the Company and the Stock Exchange's websites on 17 April 2026.

(5) PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025

Pursuant to the Articles of Association, an ordinary resolution will be proposed at the AGM to approve the Company's profit distribution plan for the year 2025.

The Board has resolved to recommend the distribution of a final dividend of RMB0.16 per Share (before tax) totalling RMB20.48 million (before tax) for the year ended 31 December 2025. Such dividend will be paid to the holders of the Domestic Shares in RMB and to the holders of the H Shares in HKD. The actual amount of the H Share dividend paid in HKD will be calculated according to the average closing exchange rate of RMB against HKD as published by the People's Bank of China for one calendar week immediately preceding the date of the AGM. If the above profit distribution proposal is approved by the Shareholders at the AGM, the final dividend is expected to be distributed on or about Friday, 17 July 2026 to all Shareholders whose names appear on the register of members of the Company on Wednesday, 8 July 2026.

Pursuant to the enterprise income tax law of the PRC and its implementation rules, which came into force on 1 January 2008 and other relevant rules, where the Company distributes the proposed 2025 final dividend to non-resident enterprise Shareholders whose names appear on the register of members for H Shares of the Company, it is required to withhold enterprise income tax at the rate of 10%. Any H Shares registered in the name of non-individual registered Shareholders, including HKSCC Nominees Limited, other nominees, trustees or other organizations or groups, will be treated as Shares being held by non-resident enterprise Shareholders, and consequently will be subject to the withholding of the enterprise income tax.

According to regulations by the state administration of taxation (Guo Shui Han [2011] No. 348) and relevant laws and regulations, if the individual H Share Shareholders are residents of Hong Kong or Macau or those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will finally withhold and pay individual income tax at the rate of 10% on behalf of these Shareholders. If the individual H Share Shareholders are residents of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of less than 10%, the Company will make applications on their behalf to seek entitlement of the relevant agreed preferential

LETTER FROM THE BOARD

treatments pursuant to the relevant tax treaty. If the individual H Share Shareholders are residents of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of more than 10% but less than 20%, the Company will withhold and pay individual income tax at the actual tax rate stipulated in the relevant tax treaty. If the individual H Share Shareholders are residents of those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 20%, or those countries which have not entered into any tax treaties with the PRC, or under any other circumstances, the Company will withhold and pay individual income tax at the rate of 20% on behalf of these Shareholders.

The Company will determine the residential status of the individual H Share Shareholders based on the registered address as recorded in the register of members of the Company on Wednesday, 8 July 2026 (the “**Registered Address**”). If the residential status of any individual H Share Shareholder is not consistent with that indicated by the Registered Address, such individual H Share Shareholder shall notify the H Share Registrar not later than 4:00 p.m. on Thursday, 2 July 2026, and provide relevant supporting documents to the H Share Registrar at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong. Any individual H Share Shareholder who fails to provide relevant supporting documents within the time period stated above, may either attend personally or appoint an agent to attend to the relevant procedures in accordance with the requirements under the applicable tax treaty notice(s) prescribed in the PRC.

The Company assumes no responsibilities and disclaims all liabilities whatsoever in relation to the tax status or tax treatment of the individual H Share Shareholder and for any claims arising from any delay in or inaccurate determination of the tax status or tax treatment of the individual H Share Shareholder or any disputes over the withholding mechanism or arrangements.

In order to determine the Shareholders who are entitled to receive the final dividend for the year ended 31 December 2025, the register of members of the Company will be closed from Friday, 3 July 2026 to Wednesday, 8 July 2026 (both dates inclusive). The record date will be Wednesday, 8 July 2026 and in order to be eligible to receive the final dividend for the year ended 31 December 2025 (subject to the approval of the Shareholders), all share transfer documents accompanied by the relevant share certificates shall be lodged with the H Share Registrar at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong (in respect of H Shares), or the Company’s registered office in the PRC at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC (in respect of Domestic Shares) for registration no later than 4:00 p.m. on Thursday, 2 July 2026.

If the payment of the final dividend is approved by the Shareholders at the AGM, it is expected that the final dividend will be paid on or around Friday, 17 July 2026. The Board recommends the Shareholders to authorise the Board to implement the above profit distribution plan, and authorise the Board to further grant its authority to the Company’s management for implementing all relevant matters relating to the above profit distribution plan.

LETTER FROM THE BOARD

(6) EXTERNAL AUDITOR'S FEES FOR THE YEAR 2025

An ordinary resolution will be proposed at the AGM to approve, confirm and ratify the fees paid or payable to the external auditor of the Company, PricewaterhouseCoopers, for the year ended 31 December 2025.

During the year ended 31 December 2025, the remuneration paid or payable to PricewaterhouseCoopers in respect of the audit service provided to the Group was approximately RMB1,490,000 (after tax).

(7) RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS AS THE COMPANY'S EXTERNAL AUDITOR

An ordinary resolution will be proposed at the AGM to consider and approve the re-appointment of PricewaterhouseCoopers as the Company's external auditor for a term until the conclusion of the next annual general meeting of the Company, and to authorise the Board to determine its remuneration.

(8) PURCHASE OF DIRECTORS' LIABILITY INSURANCE

The Company intends to purchase liability insurance for the Directors in compliance with the code provision C.1.8 of the corporate governance code in Appendix C1 to the Listing Rules that the Company should arrange appropriate insurance cover in respect of legal action against the Directors, in order to minimise the Directors' risk of exposure to litigation arising from the performance of their respective functions and to protect the Company against the risk of litigation.

The Board will propose at the AGM for approving the renewal of Directors' liability insurance and to authorise the Board to determine all relevant issues including, without limitation, insurance institutions, terms of insurance and insured amount, and to authorise the chairman of the Board or other person(s) authorised by the Board to sign the relevant insurance documents.

(9) AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of the Company dated 27 March 2026. The Board proposes to seek approval from the Shareholders at the AGM for amendments to the Articles of Association, (i) reflecting and aligning with the latest regulatory requirements, including the relevant requirements of the Listing Rules in connection with hybrid meetings and electronic voting requirements, treasury shares and the electronic dissemination of corporate communications by listed issuers; (ii) modernising and providing flexibility to the Company in relation to the conduct of general meetings; and (iii) making certain other housekeeping changes (collectively, the "**Proposed Amendments**"). The Company will seek approval from the Shareholders at the AGM for the adoption of the amended and restated Articles of Association incorporating the Proposed Amendments (the "**Amended and Restated Articles of Association**"). The adoption of the Amended and Restated Articles of Association is subject to the approval of the Shareholders by way of special resolution at the AGM. Details of the Proposed Amendments are set out in Appendix I to this circular.

LETTER FROM THE BOARD

The Hong Kong and PRC legal advisors of the Company have confirmed that the Proposed Amendments comply with the provisions of the Listing Rules and are not inconsistent with the laws of the PRC respectively. The Directors also confirmed that there is nothing unusual about the Proposed Amendments for a company listed in Hong Kong.

(10) THE AGM

Notice of the AGM

The AGM will be held at 10:00 a.m. on Friday, 26 June 2026 at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC. The notice of the AGM is set out on pages 10 to 12 of this circular.

Closure of register of members

For ascertaining the identity of shareholders who will be eligible to attend and vote at the AGM, the register of members of the Company will be closed from Wednesday, 27 May 2026 to Friday, 26 June 2026, both dates inclusive, the period during which no transfer of Shares will be effected. The record date will be Friday, 26 June 2026 and in order to be qualified to attend and vote at the AGM, all completed share transfer documents accompanied by the relevant share certificates must be lodged with the H Share Registrar at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (in respect of the H Shares), or the Company's registered office in the PRC at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC (in respect of the Domestic Shares) no later than 4:00 p.m. on Tuesday, 26 May 2026.

To ascertain the entitlement of receiving the final dividend for the year ended 31 December 2025, the register of members of the Company will be closed from Friday, 3 July 2026 to Wednesday, 8 July 2026, both days inclusive, during which period no transfer of shares will be registered. The record date will be Wednesday, 8 July 2026 and in order to be qualified for receiving the final dividend for the year ended 31 December 2025, all transfer documents accompanied by the relevant share certificates must be lodged with the H Share Registrar of the Company, Union Registrars Limited at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (in respect of H shares), or to the Company's registered office in the PRC at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, the PRC (in respect of Domestic shares) no later than 4:00 p.m. on Thursday, 2 July 2026.

Reply slip and proxy form

If you are eligible and intend to attend the AGM, please complete and return the reply slip in accordance with the instructions printed thereon as soon as possible and in any event on or before Friday, 5 June 2026.

LETTER FROM THE BOARD

Shareholders who intend to attend the AGM by proxy are requested to complete and return the form of proxy, in accordance with the instructions printed thereon as soon as possible and in any event no later than 24 hours before the time appointed for the holding of the AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.

Voting by poll

Pursuant to Rule 13.39(4) of the Listing Rules, resolutions to be proposed at the AGM must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The chairman of the AGM will therefore demand a poll for every resolution put to the vote at the AGM. On a poll, every Shareholder present in person or by proxy or (being a corporation) by its duly authorised representative shall have one vote for each Share registered in his or her name in the register of members of the Company. A Shareholder entitled to more than one vote need not use all his or her votes or cast all the votes he or she uses in the same way.

RECOMMENDATION

The Directors consider that all resolutions set out in the AGM Notice for the Shareholders' consideration and approval are in the best interests of the Company and the Shareholders as a whole. As such, the Board recommends the Shareholders to vote in favor of all the resolutions set out in the AGM Notice which are to be proposed at the AGM.

Yours faithfully,

By order of the Board

無錫盛力達科技股份有限公司

Wuxi Sunlit Science and Technology Company Limited*

Zhang Degang

Chairman

* For identification purposes only



無錫盛力達科技股份有限公司

Wuxi Sunlit Science and Technology Company Limited*

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

(Stock Code: 1289)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “AGM”) of 無錫盛力達科技股份有限公司 (Wuxi Sunlit Science and Technology Company Limited*) (the “**Company**” together with its subsidiaries, the “**Group**”) will be held at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, the People’s Republic of China (the “**PRC**”) at 10:00 a.m. on Friday, 26 June 2026 to consider and, if thought fit, to pass, with or without modifications, the following resolutions of the Company:

ORDINARY RESOLUTIONS

1. To receive, consider and approve the report of the board of directors of the Company for the year ended 31 December 2025;
2. To receive, consider and approve the report of the board of supervisors of the Company for the year ended 31 December 2025;
3. To receive, consider and approve the annual report of the Company for the year ended 31 December 2025;
4. To receive, consider and approve the Group’s audited consolidated financial statements for the year ended 31 December 2025;
5. To consider and approve the Company’s profit distribution plan for the year ended 31 December 2025;
6. To consider and approve, confirm and ratify the fees paid or payable to the external auditor of the Company, PricewaterhouseCoopers, for the year ended 31 December 2025;
7. To consider and approve the re-appointment of PricewaterhouseCoopers as the Company’s external auditor for a term until the conclusion of the next annual general meeting of the Company, and to authorise the board of directors of the Company to determine its remuneration; and

* For identification purposes only

NOTICE OF 2025 ANNUAL GENERAL MEETING

8. To consider and approve the purchase of the directors' liability insurance and to authorise (i) the board of directors of the Company to determine all relevant issues including, without limitation, insurance institutions, terms of insurance and insured amount; and (ii) the chairman or other person(s) authorised by the board of directors of the Company to sign all relevant documents.

SPECIAL RESOLUTION

9. To consider and approve the amendments to the Articles of Association.

By order of the Board
無錫盛力達科技股份有限公司
Wuxi Sunlit Science and Technology Company Limited*
Zhang Degang
Chairman

Hong Kong, 17 April 2026

Notes:

1. The register of members of the Company will be closed from Wednesday, 27 May 2026 to Friday, 26 June 2026, both days inclusive, during which period no transfer of shares of the Company will be effected. The record date will be Friday, 26 June 2026 and in order to be qualified to attend and vote at the AGM, all completed share transfer documents accompanied by the relevant share certificates must be lodged with the H Share registrar of the Company, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (in respect of H shares of the Company, the "**H Share(s)**"), or the Company's registered office in the PRC at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC (in respect of domestic shares of the Company, the "**Domestic Share(s)**") no later than 4:00 p.m. on Tuesday, 26 May 2026.
2. The register of members of the Company will be closed from Friday, 3 July 2026 to Wednesday, 8 July 2026, both days inclusive, during which period no transfer of shares will be registered. The record date will be Wednesday, 8 July 2026 and in order to be qualified for receiving the final dividend for the year ended 31 December 2025, all transfer documents accompanied by the relevant share certificates must be lodged with the H Share Registrar of the Company, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (in respect of H shares), or to the Company's registered office in the PRC at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, the PRC (in respect of Domestic shares) no later than 4:00 p.m. on Thursday, 2 July 2026.
3. Any shareholder of the Company (the "**Shareholder**") who is entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on his behalf. A proxy need not be a Shareholder.
4. The instrument appointing a proxy must be made in writing and signed under the hand of the appointer or his attorney duly authorised in writing. If any appointer is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same.

* For identification purposes only

NOTICE OF 2025 ANNUAL GENERAL MEETING

5. In order to be valid, the proxy form must be deposited, for the holders of the H Shares, to the H Share registrar of the Company, Union Registrars Limited, or for the holders of Domestic Shares, to the Company's registered office in the PRC, not less than 24 hours before the time appointed for holding the AGM (or any adjournment thereof). If the proxy form is signed by a person under a power of attorney or other authorisation instruments, a notarially certified copy of that power of attorney or other authorisation instruments shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or any adjourned meetings should you so wish.
6. Shareholders shall produce their identity documents and supporting documents in respect of shares held when attending the AGM. If any corporate shareholder appoints an authorised representative to attend the AGM, the authorised representative shall produce his/her identity documents and a notarially certified copy of the relevant authorisation instrument signed by the board of directors or other decision-making bodies of the corporate Shareholder or other notarially certified documents as allowed by the Company. Proxies shall produce their identity documents when attending the AGM.
7. Shareholders who intend to attend the AGM should complete and return the reply slip in writing to the Company's H Share registrar in Hong Kong (for holders of the H Shares) or the registered office of the Company in the PRC (for holders of the Domestic Shares) on or before Friday, 5 June 2026.
8. The AGM is expected to be held for less than half a day. Shareholders who intend to attend the AGM shall arrange and bear their own travel and accommodation expenses.
9. The name and address of the Company's H Share registrar in Hong Kong is as follows:

Union Registrars Limited
Suites 3301-04, 33/F.,
Two Chinachem Exchange Square,
338 King's Road,
North Point,
Hong Kong
10. The registered office of the Company in the PRC is as follows:

1 Yanxin Road East,
Huishan Economic Development Zone,
Wuxi,
Jiangsu Province,
PRC
11. Where there are joint registered holders of any share(s) of the Company, only the joint Shareholder whose name appears first in the register of shareholders of the Company may attend and vote at the AGM, either in person or by proxy, in respect of such share(s) as if he/she were solely entitled thereto.

As at the date of this notice, the executive directors of the Company are Mr. Zhang Degang, Mr. Zhang Deqiang and Ms. Feng Lili, the non-executive director of the Company is Ms. Zhang Jinghua and the independent non-executive directors of the Company are Mr. Leung Yiu Cho, Mr. Yu Jianfeng and Mr. Zhong Ruifeng.

The following is the Proposed Amendments to the Articles of Association brought about by the adoption of the Amended and Restated Articles of Association.

Unless otherwise specified, clauses, paragraphs and article numbers referred to herein are clauses, paragraphs and article numbers in the existing Articles.

**Table of comparison of the Articles of Association of
Wuxi Sunlit Science and Technology Company Limited*
before and after amendments**

Existing Articles	Amended Articles
	Deletions are presented in strikethrough and the amendments are presented in bold and underlined form
	All references to “股東大會” were amended to “股東會” throughout the Chinese version in the full text.
Note: In the marginal notes hereto, the following terms shall have their respective meaning below:	(Delete in its entirety)
Chapter 1: General Provisions	Chapter 1: General Provisions
<p>Article 1.1</p> <p>The Articles of Association (hereinafter referred to as the “Articles”) formulated in accordance with the Company Law of the People’s Republic of China (hereinafter referred to as “Company law”), the Securities Law of the People’s Republic of China (hereinafter referred to as “Securities Law”), Special Regulations of the State Council Concerning Issuing and Listing of Shares Overseas by Joint Stock Limited Company (hereinafter referred to as “Special Regulations”), Notice of the Securities Commission of the State Council and the State Commission for Restructuring the Economic System on the Implementation of the Mandatory Provisions of the Articles of Association of Companies Seeking Overseas Listing (hereinafter referred to as “Mandatory Provisions”), Guidelines on the Articles of Association of Listed Company (hereinafter referred to as “Guidelines on Articles of Association”) and other relevant laws, administrative regulations and rules, for the purpose of protecting the legitimate rights and interests of the Company, shareholders and creditors, ad regulating the organization and activities of the Company.</p>	<p>Article 1.1</p> <p>The Articles of Association (hereinafter referred to as the “Articles”) are formulated in accordance with the Company Law of the People’s Republic of China (hereinafter referred to as “Company lawLaw”) (effective 1 July 2024), the Securities Law of the People’s Republic of China (hereinafter referred to as “Securities Law”), Special Regulations of the State Council Concerning Issuing and Listing of Shares Overseas by Joint Stock Limited Company (hereinafter referred to as “Special Regulations”), Notice of the Securities Commission of the State Council and the State Commission for Restructuring the Economic System on the Implementation of the Mandatory Provisions of the Articles of Association of Companies Seeking Overseas Listing (hereinafter referred to as “Mandatory Provisions”), Guidelines on the Articles of Association of Listed Company (2025 Revision) (hereinafter referred to as “Guidelines on Articles of Association”), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the “Listing Rules”) and the Trial Measures for the Administration of Overseas Issuance and Listing of Securities by Domestic Companies (hereinafter referred to as the “Trial Measures”) and other relevant laws, administrative regulations and rules, for the purpose of protecting the legitimate rights and interests of the Company, shareholders, employees and creditors, and and regulating the organization and activities of the Company.</p>

Existing Articles	Amended Articles
<p>Wuxi Sunlit Science and Technology Company Limited (the “Company”) is a joint stock limited liability company duly incorporated in the People’s Republic of China in accordance with the Company Law, Special Regulations, Mandatory Provisions and Guidelines on Articles of Association and other relevant laws and regulations.</p> <p>The Company was promoted and established through fully transforming from its predecessor company Wuxi Sunlit Machinery & Engineering Company Limited, and was registered with, and has obtained a business license from, Administration for Industry and Commerce of Wuxi, Jiangsu Province on 24 July 2012. The Company’s business license number is: 320206000106863.</p> <p>.....</p>	<p>Wuxi Sunlit Science and Technology Company Limited (the “Company”) is a joint stock limited liability company duly incorporated in the People’s Republic of China in accordance with the Company Law, <u>Securities Law Special Regulations, Mandatory Provisions and Guidelines on Articles of Association</u> and other relevant laws and regulations.</p> <p>The Company was promoted and established through fully transforming from its predecessor company Wuxi Sunlit Machinery & Engineering Company Limited, and was registered with, and has obtained a business license from, Administration for Industry and Commerce of Wuxi, Jiangsu Province on 24 July 2012. The Company’s business license number is: 320206000106863. <u>The Company’s unified social credit code is 9132020078593333M.</u></p> <p>.....</p>
	<p>(Add one article)</p> <p>Article 1.2</p> <p><u>On 19 March 2014, with the approval of the CSRC, the Company issued 32,000,000 overseas-listed foreign shares (H shares) to overseas investors for the first time, and was listed on the Main Board of The Stock Exchange of Hong Kong Limited on 11 November 2014.</u></p>
	<p>(Add one article)</p> <p>Article 1.5</p> <p><u>The registered capital of the Company is RMB128 million.</u></p>
Chapter 3: Shares and Registered Capital	Chapter 3: Shares and Registered Capital
<p>Article 3.1</p> <p>The Company shall have ordinary shares at all times. The Company may create other classes of shares if necessary, upon approval by the examining and approving departments authorized by the State Council.</p>	<p>(Delete the article in its entirety)</p>

Existing Articles	Amended Articles
<p>Article 3.3</p> <p>The Company may issue shares to investors inside the People’s Republic of China and to investors outside the People’s Republic of China upon approval by the securities authority of the State Council.</p> <p>For the purposes of the preceding paragraph, the term “investors outside the People’s Republic of China” shall refer to investors from foreign countries or from Hong Kong, Macau or Taiwan that subscribe for shares issued by the Company, and the term “investors inside the People’s Republic of China” shall refer to investors inside the People’s Republic of China, excluding the above-mentioned regions, that subscribe for shares issued by the Company.</p>	<p>Article 3.2</p> <p>The Company may issue shares to investors inside the People’s Republic of China and to investors outside the People’s Republic of China upon approval by the securities authority of the State Council but shall file with the China Securities Regulatory Commission (hereinafter referred to as the “CSRC”).</p> <p>For the purposes of the preceding paragraph, the term “investors outside the People’s Republic of China” shall refer to investors from foreign countries or from Hong Kong, Macau or Taiwan that subscribe for shares issued by the Company, and the term “investors inside the People’s Republic of China” shall refer to investors inside the People’s Republic of China, excluding the above-mentioned regions, that subscribe for shares issued by the Company.</p>
<p>Article 3.4</p> <p>The shares issued by the Company to investors inside the People’s Republic of China and to be subscribed for in Renminbi shall be referred to as “domestic shares”. Shares issued by the Company to investors outside the People’s Republic of China and to be subscribed in a foreign currency shall be referred to as “foreign shares”.</p> <p>“Foreign shares” listed and traded on overseas stock exchange are referred to as “overseas listed foreign invested shares”. Overseas listed foreign invested shares issued by the Company and which are listed in Hong Kong shall be referred to as “H Shares”. H Shares are shares which have been admitted for listing on the HK Stock Exchange, the par value of which is denominated in Renminbi and which are subscribed for and traded in Hong Kong dollars. H Shares may also be listed on the stock exchanges within the United States in the form of American Depository Receipts.</p> <p>The holders of the unlisted shares of the Company may list their shares for trading on an overseas stock exchange, subject to the approval of the securities regulatory authority of the State Council. To list or trade such shares on an overseas stock exchange, the regulating procedures, rules and requirements of the overseas stock market shall be observed. Voting by holders of different classes of shares is not required in the situation where the listed shares are listed or trade on an overseas stock exchange.</p>	<p>Article 3.3</p> <p>The shares issued by the Company to investors inside the People’s Republic of China and to be subscribed for in Renminbi shall be referred to as “domestic shares”. Shares issued by the Company to investors outside the People’s Republic of China and to be subscribed in a foreign currency shall be referred to as “foreign shares”.</p> <p>“Foreign shares” listed and traded on overseas stock exchange are referred to as “overseas listed “overseas-listed foreign invested shares”. Overseas-listed Overseas-listed foreign invested shares issued by the Company and which are listed in Hong Kong shall be referred to as “H Shares”. H Shares are shares which have been admitted for listing on the HK Stock Exchange, the par value of which is denominated in Renminbi and which are subscribed for and traded in Hong Kong dollars. H Shares may also be listed on the stock exchanges within the United States in the form of American Depository Receipts.</p> <p>The holders of the unlisted shares of the Company may list their shares for trading on an overseas stock exchange, subject to the approval of the securities regulatory authority of the State Council. To list or trade such shares on an overseas stock exchange, the regulating procedures, rules and requirements of the overseas stock market shall be observed. Voting by holders of different classes of shares is not required in the situation where the listed shares are listed or trade on an overseas stock exchange.</p>

Existing Articles	Amended Articles
<p>Article 3.6</p> <p>As approved by the securities regulatory authority of the State Council, the Company initially issued 32,000,000 overseas-listed foreign invested shares (excluding the over-allotment), representing approximately 25% of the total number of ordinary shares of the Company in issue.</p> <p>The shareholding structure of the Company is as follows: there are 128,000,000 ordinary shares, of which 96,000,000 shares are held by domestic shareholders, representing 75% of the total ordinary shares of the Company in issue; and 32,000,000 shares are held by holders of overseas-listed foreign invested shares, representing 25% of the total ordinary shares of the Company in issue.</p>	<p>Article 3.5</p> <p>As approved by the securities regulatory authority of the State Council, the Company initially issued 32,000,000 overseas-listed foreign invested shares (excluding the over-allotment), representing approximately 25% of the total number of ordinary shares of the Company in issue.</p> <p>The shareholding structure of the Company is as follows: there are 128,000,000 ordinary shares, of which 96,000,000 shares are held by domestic shareholders, representing 75% of the total ordinary shares of the Company in issue; and 32,000,000 shares are held by holders of overseas-listed foreign invested shares, representing 25% of the total ordinary shares of the Company in issue.</p>
<p>Article 3.7</p> <p>After the plan for issuing overseas listed foreign invested shares and domestic shares has been approved by the securities regulatory authorities of the State Council, the board of the Company may arrange for implementation of such plan by means of separate issue.</p> <p>.....</p>	<p>(Delete the article in its entirety)</p>
<p>Article 3.8</p> <p>Where the total number of shares stated in the proposal for the issuance of shares includes overseas-listed foreign invested shares and domestic shares, such shares should be fully subscribed for at their respective offerings. If the shares cannot be fully subscribed for all at once due to special circumstances, the shares may, subject to the approval of the China Securities Regulatory Commission, be issued in separate offerings.</p>	<p>(Delete the article in its entirety)</p>
<p>Article 3.9</p> <p>After the issuance of the overseas-listed foreign invested shares as aforementioned in Article 3.6, the registered capital of the Company shall be RMB128,000,000 where the over-allotment option is not exercised. The Company shall be converted into a company limited by shares with foreign investment.</p>	<p>(Delete the article in its entirety)</p>
<p>Article 3.11</p> <p>The Company may not accept its own shares as the subject matter of a pledge.</p>	<p>Article 3.7</p> <p>The Company may not accept its own shares as the subject matter of a pledge.</p>

Existing Articles	Amended Articles
<p>Article 3.12</p> <p>Shares of the Company held by the promoter are not transferable within 1 year commencing from the date of establishment of the Company. Shares of the Company that are already in issue prior to its public offering are not transferable within 1 year commencing from the date on which the shares of the Company are listed and traded on a stock exchange</p> <p>.....</p>	<p>Article 3.8</p> <p>Shares of the Company held by the promoter are not transferable within 1 year commencing from the date of establishment of the Company. Shares of the Company that are already in issue prior to its public offering are not transferable within 1 year commencing from the date on which the shares of the Company are listed and traded on a stock exchange.</p> <p>.....</p>
<p>Chapter 4: Capital Reduction and Share Repurchase</p>	<p>Chapter 4: Capital Reduction and Share Repurchase</p>
<p>Article 4.1</p> <p>The Company may reduce its registered share capital in accordance with the provisions in the Articles of Association.</p>	<p>Article 4.1</p> <p>The Company may reduce its registered share capital in accordance with the provisions in the Articles of Association. <u>Where the Company reduces its registered capital, it shall be conducted in accordance with the Company Law and other relevant provisions as well as procedures stipulated in the Articles of Association.</u></p>
<p>Article 4.2</p> <p>The Company must prepare a balance sheet and an inventory when it reduces its registered capital.</p> <p>The Company shall notify its creditors within 10 days of the date of the Company’s resolution for reduction of registered capital and shall publish an announcement in a newspaper within 30 days of the date of such resolution. A creditor has the right within 30 days of receipt of the notice from the Company or, in the case of a creditor who does not receive such notice, within forty-five days of the date of the announcement, to require the Company to discharge its debts or to provide a corresponding guarantee for such debt.</p>	<p>(Delete the article in its entirety)</p>

Existing Articles	Amended Articles
<p>Article 4.3</p> <p>The Company may, in accordance with the procedures set out in the Articles of Association and subject to the approval of the relevant governing authority of the PRC, repurchase its issued shares under the following circumstances:</p> <p>(I) cancellation of its shares for the purpose of reducing its capital;</p> <p>(II) merging with other companies holding the shares of the Company;</p> <p>(III) awarding shares to staff and workers of the Company; or</p> <p>(IV) where shareholders raise objections to resolutions passed by the shareholders' general meeting on the merger or division of the company, and thus require it to acquire its own shares;</p> <p>(V) other circumstances permitted by the laws and administrative regulations.</p> <p>Other than the aforementioned circumstances, the Company shall not repurchase its own shares.</p>	<p>Article 4.2</p> <p>The Company may, in accordance with the procedures set out in the Articles of Association and subject to the approval of the relevant governing authority of the PRC, repurchase its issued shares under the following circumstances:</p> <p><u>The Company shall not acquire its own shares, except in one of the following circumstances:</u></p> <p>(I) cancellation of its shares for the purpose of reducing its <u>the registered capital of the Company;</u></p> <p>(II) merging with other companies holding the shares of the Company;</p> <p>(III) awarding shares to staff and workers of the Company; or <u>utilizing its shares in the employee stock ownership plan or for equity incentive;</u></p> <p>(IV) where shareholders raise objections to resolutions passed by the shareholders' general meeting on the merger or division of the company, and thus require it to acquire its own shares;</p> <p>(V) <u>utilizing the shares for conversion of corporate bonds issued by the Company which are convertible into shares;</u></p> <p>(VI) <u>where it is necessary for the Company to safeguard its value and the interests of its shareholders;</u></p> <p>(VII) other circumstances permitted by the laws and administrative regulations.</p> <p>Other than the aforementioned circumstances, the Company shall not repurchase its own shares.</p>
<p>Article 4.4</p> <p>The Company may, upon the approval of the relevant PRC governing authorities, repurchase its shares in one of the following ways:</p> <p>(I) making a pro rata general offer of repurchase to all its shareholders;</p> <p>(II) repurchasing shares through public trading on a stock exchange;</p> <p>(III) repurchasing through an off-market agreement;</p> <p>(IV) other ways provided by the laws and administrative regulations and approved by the securities regulatory authority of the State Council.</p>	<p>(Delete the article in its entirety)</p>

Existing Articles	Amended Articles
<p>Article 4.5</p> <p>Where the Company is to repurchase shares through off-market agreement, prior approval shall be obtained from shareholders at general meeting in accordance with the Articles. With prior approval by shareholders at general meeting obtained in the same manner, the Company may rescind or amend contracts concluded in the manner set forth above or waive any of its rights under such contracts.</p> <p>.....</p>	<p>(Delete the article in its entirety)</p>
<p>Article 4.6</p> <p>As regards redeemable shares, where the Company has the right to repurchase, the price of the repurchase not made through the market or by tender shall be limited to a maximum price; and if repurchase is made by tender, the tender shall be available to all shareholders on equal terms.</p>	<p>(Delete the article in its entirety)</p>
<p>Article 4.7</p> <p>For the shares repurchased by the Company in accordance with above regulations, they shall be cancelled within ten days from the date of acquisition (in the case of sub-paragraph (I) of Article 4.3); or shall be transferred or cancelled within six months (in the case of sub-paragraphs (II) and (IV) of Article 4.3).</p> <p>Shares of the Company acquired by the Company in line with sub-paragraph (III) of Article 4.3 shall not exceed 5% of the total shares issued by the Company; the funds used for the said acquisition shall be paid out from the after-tax profit of the Company; and the acquired shares shall be transferred to the employees of the Company within one year thereafter.</p> <p>Upon repurchase of shares in accordance with laws, the Company shall cancel such shares within the period prescribed by the laws and administrative regulations and shall register the change of the registered capital with the original company registration authority. The aggregate par value of the cancelled shares shall be deducted from the Company's registered share capital.</p>	<p>(Delete the article in its entirety)</p>
<p>Article 4.8</p> <p>Unless the Company is in the course of liquidation, it must comply with the following provisions in relation to repurchase of its issued shares:</p> <p>.....</p>	<p>(Delete the article in its entirety)</p>
<p>Chapter 6: Share Certificates and Register of Shareholders</p>	<p>(Delete the chapter in its entirety)</p>

Existing Articles	Amended Articles
Chapter 7: Shareholders' Rights and Obligations	Chapter 6: Shareholders' Rights and Obligations
<p>Article 7.1</p> <p>A shareholder of the Company is a person who lawfully holds shares in the Company and whose name is entered in the register of shareholders.</p> <p>Shareholders shall enjoy rights and undertake obligations in accordance with the class and the number of shares held by them. Holders of the same class of shares shall enjoy the same rights and undertake the same obligations.</p> <p>Each of the class shareholders of the Company shall have equal rights in any distribution in the form of a dividend or any other forms.</p> <p>A shareholder of legal person shall appoint its legal representative or an proxy authorized by the legal representative to exert its rights on its behalf.</p> <p>The Company shall not exercise any of its rights to freeze or otherwise impair any of the rights attaching to any shares of the Company by reason that person or persons who are interested directly or indirectly therein have failed to disclose their interests to the Company.</p>	<p>Article 6.1</p> <p>A shareholder of the Company is a person who lawfully holds shares in the Company and whose name is entered in the register of shareholders.</p> <p><u>The Company shall maintain a register of members in accordance with the certificates provided by the securities registration and clearing institutions, and the register of members is the sufficient evidence proving the shareholders' shareholding in the Company.</u></p> <p>Shareholders shall enjoy rights and undertake obligations in accordance with the class and the number of shares held by them. Holders of the same class of shares shall enjoy the same rights and undertake the same obligations.</p> <p>Each of the class shareholders of the Company shall have equal rights in any distribution in the form of a dividend or any other forms.</p> <p><u>Variation of rights attached to any class of shares must be approved by a majority of at least two-thirds of the voting rights of holders of shares of that class.</u></p> <p>A shareholder of legal person shall appoint its legal representative or an proxy authorized by the legal representative to exert its rights on its behalf.</p> <p>The Company shall not exercise any of its rights to freeze or otherwise impair any of the rights attaching to any shares of the Company by reason that person or persons who are interested directly or indirectly therein have failed to disclose their interests to the Company.</p> <p><u>In the event that the Company decides to convene a shareholders' general meeting, distribute dividends, liquidate or engage in activities which require determining shareholder identity, the Board or the convener of the general meeting shall determine the record date. Shareholders registered after the close of trading on the record date shall be entitled to the relevant rights and interests.</u></p>
<p>Article 7.2</p> <p>Where two or more than two persons are registered as joint holders of any shares, they should be deemed as joint owners of such shares but shall be subject to the following restrictions:</p> <p>.....</p>	<p>(Delete the article in its entirety)</p>

Existing Articles	Amended Articles
<p>Article 7.3</p> <p>Holders of ordinary shares of the Company shall have the following rights:</p> <p>(I) the right to receive dividends and other distributions in proportion to the number of shares held;</p> <p>(II) the right to attend or appoint a proxy to attend shareholders' general meetings and to exercise the voting right and the right to speak thereat;</p> <p>(III) the right to supervise and manage the Company's business operations, and to put forward proposals or raise inquiries;</p> <p>(IV) the right to transfer shares in accordance with the laws, administrative regulations and provisions of the Articles of Association;</p> <p>(V) 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 upon payment of the costs thereof; 2. the right to inspect and copy, subject to payment of reasonable charge: <ol style="list-style-type: none"> (1) all parts of the register of shareholders; (2) personal particulars of directors, supervisors, general manager, deputy general managers and other senior management officers of the Company, including: <ol style="list-style-type: none"> (A) present and former name and alias; (B) principal address (place of residence); (C) nationality; (D) full-time positions and all other part-time occupations and duties; (E) identification documents and the numbers thereof; 	<p>Article 6.2</p> <p>Holders of ordinary shares of the Company shall have the following rights:</p> <p>(I) the right to receive dividends and other distributions in proportion to the number of shares held;</p> <p>(II) the right to attend or appoint a proxy to attend shareholders' general meetings and to exercise the voting right and the right to speak thereat; <u>to request, convene and preside over, attend in person or by proxy the shareholders' general meetings in accordance with law, and to exercise the corresponding speaking and voting rights in proportion to its shareholding;</u></p> <p>(III) the right to supervise and manage the Company's business operations, and to put forward proposals or raise inquiries;</p> <p>(IV) the right to transfer, <u>donate, or pledge</u> shares <u>they hold</u> in accordance with the laws, administrative regulations and provisions of the Articles of Association;</p> <p>(V) the right to obtain relevant information in accordance with the provisions of the Articles of Association, including: <u>to inspect and copy the Articles of Association, register of Shareholders, minutes of the shareholders' general meeting, resolutions of meetings of the Board of Directors, financial accounting reports, and Shareholders in compliance with the regulations may inspect the accounting books and accounting vouchers of the Company;</u></p> <ol style="list-style-type: none"> 1. a copy of the Articles of Association upon payment of the costs thereof; 2. the right to inspect and copy, subject to payment of reasonable charge: <ol style="list-style-type: none"> (1) all parts of the register of shareholders; (2) personal particulars of directors, supervisors, general manager, deputy general managers and other senior management officers of the Company, including: <ol style="list-style-type: none"> (A) present and former name and alias; (B) principal address (place of residence); (C) nationality; (D) full time positions and all other part time occupations and duties; (E) identification documents and the numbers thereof;

Existing Articles	Amended Articles
(3) reports on the state of issued share capital of the Company;	(3) reports on the state of issued share capital of the Company;
(4) the latest audited financial statements of the Company, and the reports of the board of directors, auditors and board of supervisors;	(4) the latest audited financial statements of the Company, and the reports of the board of directors, auditors and board of supervisors;
(5) special resolutions of the shareholders' general meeting of the Company;	(5) special resolutions of the shareholders' general meeting of the Company;
(6) reports stating the aggregate par value, quantity, highest and lowest price paid in respect of each class of shares repurchased by the Company since the end of the last accounting year and the aggregate amount incurred by the Company for this purpose;	(6) reports stating the aggregate par value, quantity, highest and lowest price paid in respect of each class of shares repurchased by the Company since the end of the last accounting year and the aggregate amount incurred by the Company for this purpose;
(7) copy of the latest annual examination report filed with the Administration for Industry and Commerce or other competent authorities of the PRC;	(7) copy of the latest annual examination report filed with the Administration for Industry and Commerce or other competent authorities of the PRC;
(8) minutes of shareholders' general meetings, resolutions of the meetings of board of directors and the board of supervisors; and	(8) minutes of shareholders' general meetings, resolutions of the meetings of board of directors and the board of supervisors; and
(9) counterfoils of the debentures of the Company.	(9) counterfoils of the debentures of the Company.
(VI) in the event of the termination or liquidation of the Company, the right to participate in the distribution of the surplus assets of the Company according to the number of shares held;	(VI) in the event of the termination or liquidation of the Company, the right to participate in the distribution of the surplus assets of the Company according to the number of shares held;
(VII) other rights conferred by laws, administrative regulations and the Articles of Association.	<u>(VII) the shareholders voting against the merger or division resolution passed at the shareholders' general meeting are entitled to request the Company to purchase their shares;</u>
	(VIII) other rights conferred by laws, administrative regulations and the Articles of Association.
	<u>Shareholders who request to inspect and copy relevant materials of the Company shall abide by the Company Law, the Securities Law and other laws and administrative regulations.</u>

Existing Articles	Amended Articles
<p>Article 7.4</p> <p>Holders of ordinary shares of the Company shall assume the following obligations:</p> <p>(I) to abide by the laws, administrative regulations and the Articles of Association;</p> <p>.....</p> <p>Shareholders are not liable to make any further contribution to the share capital other than as agreed by the subscriber of the relevant shares on subscription.</p>	<p>Article 6.3</p> <p>Holders of ordinary shares of the Company shall assume the following obligations:</p> <p>(I) to abide by the laws, administrative regulations and the Articles of Association;</p> <p>.....</p> <p>Shareholders are not liable to make any further contribution to the share capital other than as agreed by the subscriber of the relevant shares on subscription.</p>
<p>Article 7.5</p> <p>In addition to obligations imposed by laws, administrative regulations or required by the stock exchange on which shares of the Company are listed, a controlling shareholder shall not exercise his voting rights in respect of the following matters in a manner prejudicial to the interests of all or some of the shareholders of the Company:</p> <p>.....</p>	<p>(Delete the article in its entirety)</p>
<p>Article 7.6</p> <p>For the purpose of the preceding Article, a controlling shareholder means a person who satisfies any one of the following conditions:</p> <p>(I) any person(s) acting on his own or in concert with other parties has the power to elect not less than half of the directors;</p> <p>(II) any person(s) acting on his own or in concert with other parties has the power to exercise or control the exercise of 30% or more of the voting rights of the Company;</p> <p>(III) any person(s) acting on his own or in concert with other parties holds 30% or more of the outstanding shares of the Company;</p> <p>(IV) any person(s) acting on his own or in concert with other parties has actual control over the Company in any other manner.</p>	<p>(Delete the article in its entirety)</p>

Existing Articles	Amended Articles
Chapter 8: Shareholders' General Meetings	Chapter 7: Shareholders' General Meetings
<p>Article 8.2</p> <p>The shareholders' general meeting shall have the following functions and powers:</p> <p>(I) to decide the Company's operational guidelines and investment schemes;</p> <p>(II) to elect and remove directors and to determine matters relating to the directors' remunerations;</p> <p>(III) to elect and remove supervisors being shareholder representatives and to determine matters relating to the supervisors' remunerations;</p> <p>(IV) to consider and approve the reports of the board of directors;</p> <p>(V) to consider and approve the reports of the board of supervisors;</p> <p>(VI) to consider and approve the Company's annual financial budgets and final accounts;</p> <p>(VII) to consider and approve the Company's profit distribution plan and plan for making up for losses;</p> <p>(VIII) to resolve the increase or reduction in the Company's registered capital;</p> <p>(IX) to resolve merger, division, dissolution and liquidation of the Company;</p> <p>(X) to resolve on the issuance of debentures of the Company;</p> <p>(XI) to resolve on the appointment, dismissal or non-reappointment and the remuneration of the accounting firms;</p> <p>(XII) to amend the Articles of Association;</p> <p>(XIII) to consider the motions put forward by shareholder(s) representing 3% or more of the Company's shares with voting rights; and</p> <p>(XIV) to resolve any other matters to be resolved thereby as required by the laws, administrative regulations and the Articles of Association.</p>	<p>Article 7.2</p> <p>The shareholders' general meeting shall have the following functions and powers:</p> <p>(I) to decide the Company's operational guidelines and investment schemes;</p> <p>(II)<u>(I)</u> to elect and remove directors and supervisors and to determine matters relating to the directors' <u>and supervisors'</u> remunerations;</p> <p>(III) to elect and remove supervisors being shareholder representatives and to determine matters relating to the supervisors' remunerations;</p> <p>(IV)<u>(II)</u> to consider and approve the reports of the board of directors;</p> <p>(V)<u>(III)</u> to consider and approve the reports of the board of supervisors;</p> <p>(VI) to consider and approve the Company's annual financial budgets and final accounts;</p> <p>(VII)<u>(IV)</u> to consider and approve the Company's profit distribution plan and plan for making up for losses;</p> <p>(VIII)<u>(V)</u> to resolve the increase or reduction in the Company's registered capital;</p> <p>(IX)<u>(VI)</u> to resolve merger, division, dissolution and liquidation of the Company or change of the Company's form;</p> <p>(X)<u>(VII)</u> to resolve on the issuance of debentures of the Company;</p> <p>(XI)<u>(VIII)</u> to resolve on the appointment, dismissal or non-reappointment and the remuneration of the accounting firms;</p> <p>(XII)<u>(IX)</u> to amend the Articles of Association;</p> <p>(XIII) to consider the motions put forward by shareholder(s) representing 3% or more of the Company's shares with voting rights; and</p> <p><u>(X)</u> to consider and approve the provisions of guarantee which are required in these Articles of Association;</p> <p>(XIV)<u>(XI)</u> to resolve any other matters to be resolved thereby as required by the laws, administrative regulations and the Articles of Association.</p> <p><u>(XII)</u> the shareholders' general meeting may authorize the board of directors to make resolutions on the issuance of corporate bonds.</p>

Existing Articles	Amended Articles
<p>Article 8.3</p> <p>Unless in a crisis or under other special circumstances, the Company shall not, without the prior approval of shareholders' general meeting, enter into any contract with any party (other than the directors, supervisors, general manager, deputy general managers and other senior management officers) pursuant to which such party shall be in charge of the management of the whole or any substantial part of the Company's business.</p>	<p>(Delete the article in its entirety)</p>
<p>Article 8.4</p> <p>General meetings shall either be annual general meetings or extraordinary general meetings. The shareholders' general meetings shall be convened by the board of directors.</p> <p>Annual general meetings are held once every accounting year and within 6 months from the close of the preceding financial year.</p> <p>The board of directors shall convene an extraordinary general meeting within two months of the occurrence of any one of the following circumstances:</p> <p>(I) where the number of directors is less than the number stipulated in the Company Law or two-thirds of the number specified in the Articles of Association;</p> <p>(II) when the unrecovered losses of the Company amount to one-third of the total amount of its share capital;</p> <p>(III) where requested by any shareholder holding severally or jointly 10% or more of the shares of the Company;</p> <p>(IV) when deemed necessary by the board of directors;</p> <p>(V) when requested by the board of supervisors;</p> <p>(VI) other circumstances set out in the laws, administrative regulations, departmental rules, relevant provision of the securities regulatory authority in the place where the Company's shares are listed or the Articles of Association.</p>	<p>Article 7.3</p> <p>General meetings shall either be annual general meetings or extraordinary general meetings. The shareholders' general meetings shall be convened by the board of directors.</p> <p>Annual general meetings are held once every accounting year and within 6 months from the close of the preceding financial year.</p> <p>The board of directors <u>Company</u> shall convene an extraordinary general meeting within two months <u>from the date</u> of the occurrence of any one of the following circumstances:</p> <p>(I) where the number of directors is less than the number stipulated in the Company Law or two-thirds of the number specified in the Articles of Association;</p> <p>(II) when the unrecovered losses of the Company amount to one-third of the total amount of its <u>paid-in</u> capital;</p> <p>(III) where requested by any shareholder holding severally or jointly 10% or more of the shares <u>(excluding treasury shares)</u> of the Company;</p> <p>(IV) when deemed necessary by the board of directors;</p> <p>(V) when requested by the board of supervisors;</p> <p>(VI) other circumstances set out in the laws, administrative regulations, departmental rules, relevant provision of the securities regulatory authority in the place where the Company's shares are listed or the Articles of Association.</p>

Existing Articles	Amended Articles
<p>Article 8.5</p> <p>The independent directors shall be entitled to propose the convention of an extraordinary general meeting to the board of directors. With regard to the proposal by the independent directors on convention of an extraordinary general meeting, the board of directors shall, in accordance with the provisions of the laws, administrative regulations and the Articles of Association, make feedback in written form concerning approval or disapproval of the convention within 10 days after its receipt of the request.</p> <p>.....</p>	<p>Article 7.4</p> <p><u>The board of directors shall convene the general meeting on time within the specified period.</u></p> <p><u>Subject to the consent of more than half of all the independent directors,</u> the independent directors shall be entitled to propose the convention of an extraordinary general meeting to the board of directors. With regard to the proposal by the independent directors on convention of an extraordinary general meeting, the board of directors shall, in accordance with the provisions of the laws, administrative regulations and the Articles of Association, make feedback in written form concerning approval or disapproval of the convention within 10 days after its receipt of the request.</p> <p>.....</p>

Existing Articles	Amended Articles
<p>Article 8.7</p> <p>Shareholder(s) singly or jointly holding share capital of the Company carrying 10% or more of the voting rights on a one share, one vote basis shall have the right to request in writing the board of directors to convene an extraordinary general meeting. The board of directors shall, in accordance with the relevant provisions of the laws, administrative regulations and the Articles of Association, respond in writing concerning the approval or disapproval of the convention of the extraordinary general meeting within 10 days upon its receipt of the request.</p> <p>Where the board of directors approves the convention of extraordinary general meeting, it shall issue the notice thereof within 5 days after the decision has been made by the board of director. where the alteration to the original request shall obtain the approval from the relevant shareholder(s).</p> <p>Where the board of directors disapproves the convention of extraordinary general meeting or fails to respond in writing within 10 days after its receipt of the request, such shareholders singly or jointly holding 10% or more of the shares of the Company have the right to propose in written form the convention of extraordinary general meeting to the board of supervisors.</p> <p>Where the board of supervisors approves the convention of extraordinary general meeting, it shall, within 5 days after its receipt of the proposal, issue a notice of the shareholders' general meeting. where the alteration to the original proposal shall obtain the approval from the relevant shareholder(s).</p> <p>Where the board of supervisors fails to issue the notice of shareholders' general meeting within the required time limit, it shall be deemed to fail to convene and chair the shareholders' general meeting, such shareholder(s) singly or jointly holding 10% or more of the shares of the Company for 90 consecutive days shall have the right to convene and chair the meeting.</p>	<p>Article 7.6</p> <p>Shareholder(s) singly or jointly holding share capital of the Company carrying 10% or more of the voting rights <u>(excluding the voting rights attached treasury shares)</u> on a one share, one vote basis shall have the right to request in writing the board of directors to convene an extraordinary general meeting. The board of directors shall, in accordance with the relevant provisions of the laws, administrative regulations and the Articles of Association, respond in writing concerning the approval or disapproval of the convention of the extraordinary general meeting within 10 days upon its receipt of the request.</p> <p>Where the board of directors approves the convention of extraordinary general meeting, it shall issue the notice thereof within 5 days after the decision has been made by the board of director directors. where the alteration to the original request shall obtain the approval Approval from the relevant shareholder(s) shall be obtained for any alteration to the original request.</p> <p>Where the board of directors disapproves the convention of extraordinary general meeting or fails to respond in writing within 10 days after its receipt of the request, such shareholders singly or jointly holding 10% or more of the shares <u>(excluding treasury shares)</u> of the Company have the right to propose in written form the convention of extraordinary general meeting to the board of supervisors.</p> <p>Where the board of supervisors approves the convention of extraordinary general meeting, it shall, within 5 days after its receipt of the proposal, issue a notice of the shareholders' general meeting. where the alteration to the original proposal request shall obtain the approval from the relevant shareholder(s).</p> <p>Where the board of supervisors fails to issue the notice of shareholders' general meeting within the required time limit, it shall be deemed to fail to convene and chair the shareholders' general meeting, such shareholder(s) singly or jointly holding 10% or more of the shares <u>(excluding treasury shares)</u> of the Company for 90 consecutive days shall have the right to convene and chair the meeting.</p>
<p>Article 8.8</p> <p>A 45-days written notice for convening the shareholders' general meeting shall be served on the shareholders whose names appear in the register of shareholders with the matters proposed to be considered and the date and place of the meeting. Shareholders who intend to attend the meeting shall send the written reply slip to the Company 20 days prior to the date of the meeting.</p>	<p>Article 7.7</p> <p><u>For convening an annual general meeting, the Company shall notify each shareholder in the way of public announcement in writing at least 21 days prior to the date of the meeting. For convening an extraordinary general meeting, the Company shall notify each shareholder in the way of public announcement in writing at least 15 days prior to the date of the meeting.</u></p>

Existing Articles	Amended Articles
<p>Article 8.9</p> <p>When the Company convenes an annual general meeting, shareholders holding 3% or more of the Company’s shares with voting rights have the right to put forward new proposal(s) in writing to the Company, and the Company shall include such proposal(s) into the agenda for such general meeting if they are matters falls within the functions and powers of general meeting.</p>	<p>(Delete the article in its entirety)</p>
<p>Article 8.10</p> <p>The Company shall, based on the written replies received 20 days prior to the date of the shareholders’ general meeting, calculate the number of shares with voting right represented by the shareholders who intend to attend the meeting. If the number of shares with voting rights represented by the shareholders who intend to attend the meeting reaches one half or more of the Company’s total shares with voting rights, the Company may hold the shareholders’ general meeting. Otherwise, the Company shall within 5 days notify the shareholders, again by way of a public announcement, of the matters to be considered, and the place and date of the meeting. The Company may then proceed to convene the meeting.</p> <p>An extraordinary general meeting shall not transact matters not stated in the notice of meeting.</p>	<p>(Delete the article in its entirety)</p>

Existing Articles	Amended Articles
<p>Article 8.11</p> <p>Notice of a general meeting shall:</p> <p>(I) be in writing;</p> <p>(II) specify the place, date and time of the meeting;</p> <p>(III) set out the matters to be considered at the meeting;</p> <p>(IV) provide shareholders with such information and explanation as necessary for them to make informed decisions on the matters to be considered. This principle includes (but is not limited to), where a proposal is made to amalgamate the Company with another, to repurchase shares, to reorganize the share capital, or to restructure the Company in any other ways, the terms of the proposed transaction must be provided in detail together with a copy of the proposed contract (if any), and the cause and effect of such proposal shall be properly described;</p> <p>(V) disclose the nature and extent of the material conflict of interest, if any, of any director, supervisor, general manager, deputy general manager and other senior management officer in the matters to be considered; and provide an explanation of the differences, if any, between the way in which the matter to be considered would affect such director, supervisor, general manager, deputy general manager and other senior management officer in his/her capacity as a shareholder and the way in which such matter would affect other shareholders of the same class;</p> <p>(VI) set out the full text of any special resolution proposed to be passed at the meeting;</p> <p>(VII) contain an express statement that a shareholder entitled to attend and vote shall have the right to appoint one or more proxies to attend and vote on his behalf and that such proxy need not be a shareholder;</p> <p>(VIII) specify the time and place for lodging proxy forms for the relevant meeting;</p> <p>(IX) set out the record date for shareholders who are entitled to attend the shareholders' general meeting;</p> <p>(X) specify the name and telephone number of the contact person fixed for routine activities.</p>	<p>Article 7.8</p> <p>Notice of a general meeting shall <u>include the following content:</u></p> <p>(I) be in writing;</p> <p>(II)<u>(I)</u> specify the place, date and time of the meeting;</p> <p>(III)<u>(II)</u> set out the matters <u>and proposals</u> to be considered at the meeting;</p> <p>(IV) provide shareholders with such information and explanation as necessary for them to make informed decisions on the matters to be considered. This principle includes (but is not limited to), where a proposal is made to amalgamate the Company with another, to repurchase shares, to reorganize the share capital, or to restructure the Company in any other ways, the terms of the proposed transaction must be provided in detail together with a copy of the proposed contract (if any), and the cause and effect of such proposal shall be properly described;</p> <p>(V) disclose the nature and extent of the material conflict of interest, if any, of any director, supervisor, general manager, deputy general manager and other senior management officer in the matters to be considered; and provide an explanation of the differences, if any, between the way in which the matter to be considered would affect such director, supervisor, general manager, deputy general manager and other senior management officer in his/her capacity as a shareholder and the way in which such matter would affect other shareholders of the same class;</p> <p>(VI) set out the full text of any special resolution proposed to be passed at the meeting;</p> <p>(VII)<u>(III)</u> contain an express statement that a shareholder entitled to attend and vote shall have the right to appoint one or more proxies to attend and vote on his behalf and that such proxy need not be a shareholder;</p> <p>(VIII) specify the time and place for lodging proxy forms for the relevant meeting;</p> <p>(IX)<u>(IV)</u> set out the record date for shareholders who are entitled to attend the shareholders' general meeting;</p> <p>(X)<u>(V)</u> specify the name and telephone number of the contact person fixed for routine activities.</p> <p><u>(VI)</u> <u>the time and procedures for attending meetings through the Internet or other virtual means and the voting methods for electronic voting.</u></p>

Existing Articles	Amended Articles
<p>Article 8.12</p> <p>Unless otherwise provided by the relevant laws, regulations and Listing Rules and the Articles of Association, notice of a general meeting shall be served on the shareholders (whether or not entitled to vote at the meeting) by personal delivery or prepaid mail to the addresses of the shareholders as shown in the register of shareholders. For holders of domestic shares, notice of a general meeting can be given by way of public announcement. For holders of overseas-listed foreign invested shares, notice of a general meeting can be served by ways prescribed in relevant rules of the overseas place where the shares are listed.</p> <p>.....</p>	<p>(Delete the article in its entirety)</p>
<p>Article 8.13</p> <p>The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the meeting and the resolutions passed at the meeting.</p>	<p>(Delete the article in its entirety)</p>
<p>Article 8.16</p> <p>The proxy form shall be deposited at the address of the Company or any other place specified in the notice of the meeting not less than 24 hours prior to the time appointed for the holding of the meeting or 24 hours prior to the time appointed for voting. Where the proxy form is signed by a person authorized by the appointer, the power of attorney or other authorization instruments shall be notarized. The notarized power of attorney or other authorization instruments, together with the proxy form, shall be lodged at the address of the Company or such other place as specified in the notice of the meeting.</p> <p>.....</p> <p>Where a shareholder is a recognized clearing house as defined by relevant rules formulated in Hong Kong from time to time (hereinafter referred to as the “Recognized Clearing House”) (or its nominees), it may authorize one or more persons as it thinks fit to act as its representative(s) at any shareholders’ general meeting or any class meeting provided that, if more than one persons are so authorized, the power of attorney shall specify the number and class of shares in respect of which each such person is so authorized. The person(s) so authorized shall be entitled to exercise the same power to speak and to vote on behalf of the Recognized Clearing House (or its nominees) as if such person(s) was an individual shareholder of the Company.</p>	<p>Article 7.11</p> <p>The proxy form shall be deposited at the address of the Company or any other place specified in the notice of the meeting not less than 24 hours prior to the time appointed for the holding of the meeting or 24 hours prior to the time appointed for voting. Where the proxy form for voting is signed by a person authorized by the appointer, the power of attorney or other authorization instruments shall be notarized. The notarized power of attorney or other authorization instruments, together with the proxy form, shall be lodged at the address of the Company or such other place as specified in the notice of the meeting.</p> <p>.....</p> <p>Where a shareholder is a recognized clearing house as defined by relevant rules formulated in Hong Kong from time to time (hereinafter referred to as the “Recognized Clearing House”) (or its nominees), it may authorize one or more persons as it thinks fit to act as its representative(s) at any shareholders’ general meeting or creditors’ any class meeting provided that, if more than one persons are so authorized, the power of attorney shall specify the number and class of shares in respect of which each such person is so authorized. The person(s) so authorized shall be entitled to exercise the same power to speak and to vote on behalf of the Recognized Clearing House (or its nominees) as if such person(s) was an individual shareholder of the Company.</p>

Existing Articles	Amended Articles
<p>Article 8.17</p> <p>Any form issued to a shareholder by the board of directors of the Company for appointing a proxy of shareholder shall allow the shareholder to freely instruct the proxy to cast vote in favor of or against each resolution and to give instructions for each matter to be voted at the meeting. Such a form shall contain a statement that the proxy may vote as he thinks fit in the absence of shareholder’s instructions.</p>	<p>(Delete the article in its entirety)</p>
<p>Article 8.18</p> <p>Notwithstanding the death or incapacity of the principal, the revocation of the appointment or the power of attorney by which the instrument of appointment is signed, or the transfer of relevant shares prior to voting, a vote by the proxy based on the power of attorney shall remain valid, as long as no written notice in respect of the aforesaid events has been received by the Company prior to the commencement of the relevant meeting.</p>	<p>(Delete the article in its entirety)</p>
<p>Article 8.25</p> <p>The following matters shall be resolved by ordinary resolutions at a general meeting:</p> <p>(I) work reports of the board of directors and the board of supervisors;</p> <p>(II) plans formulated by the board of directors for distribution of profits and for making up losses;</p> <p>(III) removal of members of the board of directors and the board of supervisors, and their remuneration and manner of payment thereof;</p> <p>(IV) the Company’s annual financial budget, and final accounts, balance sheets, income statements and other financial statements;</p> <p>(V) matters other than those required by the laws, administrative regulations, or the Articles of Association to be approved by special resolution.</p>	<p>Article 7.18</p> <p>The following matters shall be resolved by ordinary resolutions at a general meeting:</p> <p>(I) work reports of the board of directors and the board of supervisors;</p> <p>(II) plans formulated by the board of directors for distribution of profits and for making up losses;</p> <p>(III) <u>appointment</u> removal of members of the board of directors and the board of supervisors, and their remuneration and manner of payment thereof;</p> <p>(IV) the Company’s annual financial budget, and final accounts, balance sheets, income statements and other financial statements;</p> <p>(V) matters other than those required by the laws, administrative regulations, or the Articles of Association to be approved by special resolution.</p>

Existing Articles	Amended Articles
<p>Article 8.26</p> <p>The following matters shall be resolved by special resolutions at a general meetings:</p> <p>(I) increase or reduction of the Company’s share capital and issue of shares of any class, warrants and other similar securities;</p> <p>(II) issuance of debentures of the Company;</p> <p>(III) division, merger, dissolution and liquidation or change of corporate form of the Company;</p> <p>(IV) amendments to the Articles of Association;</p> <p>(V) any other matter approved by an ordinary resolution at a general meeting that may have material impact on the Company and is required to be approved by a special resolution.</p>	<p>Article 7.19</p> <p>The following matters shall be resolved by special resolutions at a general meetings:</p> <p>(I) increase or reduction of the Company’s share capital and issue of shares of any class, warrants and other similar securities; <u>the Company increases or decreases its registered capital;</u></p> <p>(II) issuance of debentures of the Company; <u>any purchase or disposal of major assets or provision of guarantees to others within one year with the aggregate transaction amount exceeding 30% of the latest audited total assets of the Company;</u></p> <p>(III) division, merger, dissolution and liquidation or change of corporate form of the Company;</p> <p>(IV) amendments to the Articles of Association;</p> <p><u>(V) Equity Incentive Scheme;</u></p> <p>(VI) any other matter <u>stipulated by laws, administrative regulations or the Articles of Association and</u> approved by an ordinary resolution at a general meeting that may have material impact on the Company and is required to be approved by a special resolution.</p>
<p>Article 8.28</p> <p>The general meeting shall be convened by the board of directors, and be chaired by the chairman of the board of directors. If the chairman of the board of directors is unable to attend the meeting for any reason, the board of directors may designate a director of the Company to convene and chair the meeting on his/her behalf. Where no chairman of the meeting is designated, shareholders attending the meeting may elect one person to chair the meeting. If, for any reason, the shareholders are unable to elect a chairman, the meeting shall be chaired by the shareholder present (or the proxy) with the largest number of shares with voting right.</p>	<p>Article 7.21</p> <p>The general meeting shall be convened by the board of directors, and be chaired by the chairman of the board of directors. If the chairman of the board of directors is unable to attend the meeting for any reason, the board of directors may designate a director of the Company to convene and <u>chair</u> the meeting on his/her behalf. Where no chairman of the meeting is designated, shareholders attending the meeting may elect one person to <u>chair</u> the meeting. If, for any reason, the shareholders are unable to elect a chairman, the meeting shall be <u>chaired</u> by the shareholder present (or the proxy) with the largest number of shares with voting right.</p>
<p>Article 8.32</p> <p>Copies of the minutes of the meeting shall, during business hours of the Company, be open for inspection by any shareholder free of charge. If a shareholder demands from the Company a copy of such minutes, the Company shall send a copy to him within 7 days upon the receipt of reasonable payment.</p>	<p>(Delete the article in its entirety)</p>

Existing Articles	Amended Articles
	<p>(Add one article)</p> <p>Article 7.25</p> <p><u>Directors of the Company may in their absolute discretion, hold a general meeting at two or more places in any part of the world, or as an electronic meeting (i.e. a meeting held entirely through virtual attendance and participation via any technological or electronic means) or a hybrid meeting (i.e. a meeting combining in-person attendance at a physical venue with electronic participation) by using any technology or electronic facilities (including but not limited to website addresses, webinars, online live streams, videos, or any other forms of teleconferencing systems) that enables the shareholders of the Company who are not together at the same place to simultaneously attend, participate, listen, speak, submit real-time questions and vote at the meeting.</u></p>
	<p>(Add one article)</p> <p>Article 7.26</p> <p><u>The board of directors and, at any general meeting, the chair of the meeting may, from time to time make arrangements for managing attendance and/or participation and/or voting at any meeting location and participation in hybrid meetings and/or voting in a meeting by means of any technology or electronic facilities (whether involving the issue of tickets or some other means of identification, passcode, seat reservation, electronic voting or otherwise) as it/he shall in its/his absolute discretion consider appropriate, and may from time to time change any such arrangements, provided that a shareholder who, pursuant to such arrangements, is not permitted to attend, in person or by proxy, at any particular meeting location shall be entitled to attend at one of the other meeting locations (where applicable) or by means of any technology or electronic facilities; and the entitlement of any shareholder to attend the meeting or adjourned meeting or rearranged meeting at such meeting location(s) shall be subject to any such arrangement as may be for the time being in force and the provisions of the notice of meeting or adjourned meeting or rearranged meeting stated to apply to the meeting.</u></p>

Existing Articles	Amended Articles
	<p>(Add one article)</p> <p>Article 7.27</p> <p><u>If shareholders present at the meeting location(s) attend a general meeting by using any technology or electronic facilities and/or if shareholders participate in a hybrid meeting or an electronic meeting by using any technology, a failure (for whatsoever reason) of technology or electronic facilities, communication equipment or electronic facilities, or any other failure in the arrangements for enabling those shareholders at any meeting location, to participate in the matters for which the general meeting has been convened, the inability for one or more shareholders or proxies to access, or continue to access the technology, communication equipment or electronic facilities, shall not affect the validity of the meeting or the resolutions passed, or any matter conducted at the general meeting or any action taken pursuant to such matter. All persons seeking to attend and participate in a hybrid meeting or an electronic meeting shall be responsible for maintaining adequate technology, communication equipment and electronic facilities to enable them to do so. Any inability of a person or persons to attend or participate in a general meeting by way of technology, communication equipment or electronic facilities shall not affect the validity of the meeting or the resolutions passed, or any matter conducted or any action taken at that general meeting.</u></p>

Existing Articles	Amended Articles
Chapter 10: Board of Directors	Chapter 9: Board of Directors
	<p>(Add one article)</p> <p>Article 9.2</p> <p><u>Directors of the Company must be natural persons, and a person may not serve as a director, if any of the following circumstances apply:</u></p> <p>(I) <u>where the person has no or limited capacity for civil conduct;</u></p> <p>(II) <u>a person who has been sentenced for corruption, bribery, infringement of property, misappropriation of property or other crimes which disrupt the social economic order, where no more than 5 years have elapsed since the expiration of the enforcement period, or who has been deprived of his political rights due to criminal offense and no more than 5 years have elapsed since the expiration of the enforcement period;</u></p> <p>(III) <u>a person who is a former director, factory manager or manager of a company or enterprise which has been insolvent and liquidated and who was personally liable for the insolvency of such company or enterprise, where no more than 3 years have elapsed since the date of completion of the liquidation of the company or enterprise;</u></p> <p>(IV) <u>a person who was a former legal representative of a company or enterprise the business licence of which was revoked and ordered to close down due to violation of law and who is personally liable for such revocation, where no more than 3 years have elapsed since the date of the revocation of the business licence;</u></p> <p>(V) <u>a person who has been listed as a dishonest judgment defaulter by the People’s Court for not being able to settle a large amount of debt due;</u></p> <p>(VI) <u>a person who is subject to the securities market access prohibition measures imposed by the CSRC for a period which has not yet expired;</u></p> <p>(VII) <u>publicly identified by the stock exchange as unfit to serve as a director or senior executive of a listed company, etc., and the period has not expired;</u></p> <p>(VIII) <u>other circumstances specified by the laws, administrative regulations or departmental rules.</u></p> <p><u>Where any director is elected or appointed in violation of this Article, such election or appointment shall be void. Where any director encounters any of the circumstances specified in this Article during his/her term of office, the Company shall remove him/her from office.</u></p>

Existing Articles	Amended Articles
	(Add one article) Article 9.3 <u>Independent directors must maintain their independence, and the nomination of independent directors shall comply with the requirements of national laws, regulations and the Listing Rules.</u>
<p>Article 10.2</p> <p>Directors shall be elected at the shareholders' general meeting to hold office for a term of three years. Upon the expiry of the term of office, a director shall be eligible to be re-elected and reappointed. The chairman shall be elected and removed by more than one half of all directors. The term of office of the chairman is three years, renewable upon re-election.</p> <p>Written notice specifying the intention to nominate candidates to be directors and the acceptance of nomination by the candidates concerned shall be given to the Company after the notice of the shareholders' general meeting in relation to the election of such director is dispatched and no later than seven days prior to convening of the meeting. Such notice period should not be less than seven days.</p> <p>Subject to the requirements of relevant laws and administrative regulations, the shareholders' general meeting may by an ordinary resolution remove any director before the expiration of his term of office (but without prejudice to such director's rights to claim compensation in accordance with any contractual agreements).</p> <p>A director is not required to hold shares of the Company.</p>	<p>Article 9.4</p> <p>Directors shall be elected at the shareholders' general meeting to hold office for a term of three years. Upon the expiry of the term of office, a director shall be eligible to be re-elected and reappointed. The chairman shall be elected and removed by more than one half of all directors. The term of office of the chairman is three years, renewable upon re-election.</p> <p>Written notice specifying the intention to nominate candidates to be directors and the acceptance of nomination by the candidates concerned shall be given to the Company after the notice of the shareholders' general meeting in relation to the election of such director is dispatched and no later than seven days prior to convening of the meeting. Such notice period should not be less than seven days.</p> <p>Subject to the requirements of relevant laws and administrative regulations, the shareholders' general meeting may by an ordinary resolution remove any director before the expiration of his term of office (but without prejudice to such director's rights to claim compensation in accordance with any contractual agreements).</p> <p>A director is not required to hold shares of the Company.</p>

Existing Articles	Amended Articles
<p>Article 10.3</p> <p>The term of office of each director shall commence as of his assumption of office until the expiration of the term of office of the current board of directors. Where the directors fail to be promptly re-elected upon the expiration of their term of office, then before the newly elected directors assume office, the original directors shall retain their directorship in accordance with the laws, administrative rules, departmental regulations, and provisions of the Articles of Association.</p> <p>In the event that any person is elected as a director to fill a casual vacancy of, or as an additional director to, the board of directors, such newly elected director or any person so appointed shall hold office until the next annual general meeting after the effective date of his election, and shall be eligible for re-election at the meeting.</p>	<p>Article 9.5</p> <p>The term of office of each director shall commence as of his assumption of office until the expiration of the term of office of the current board of directors. Where the directors fail to be promptly re-elected upon the expiration of their term of office, then before the newly elected directors assume office, the original directors shall retain their directorship in accordance with the laws, administrative rules, departmental regulations, and provisions of the Articles of Association.</p> <p><u>Managers and other senior officers may hold a concurrent post as a director. However, the total number of directors who are serving concurrently as managers or other senior officers and employee representative directors cannot exceed half of the total number of the Company's directors.</u></p> <p>In the event that any person is elected as a director to fill a casual vacancy of, or as an additional director to, the board of directors, such newly elected director or any person so appointed shall hold office until the next annual general meeting after the effective date of his election, and shall be eligible for re-election at the meeting.</p>
<p>Article 10.7</p> <p>The board of directors shall report to the shareholders' general meeting and exercise the following functions and powers:</p> <p>(I) to convene the shareholders' general meetings and report its work to the shareholders' general meeting;</p> <p>.....</p> <p>(VII) to formulate proposals for major acquisition, acquisition of the shares of the Company, or merger, division, dissolution and change of corporate form of the Company;</p> <p>(VIII) to decide on the establishment of the Company's internal management structure;</p> <p>(IX) to appoint or dismiss the Company's general manager or secretary to the board of directors; pursuant to the general manager's nominations to appoint or dismiss senior management officers such as the deputy general managers and financial controller of the Company and determine their remuneration;</p> <p>.....</p>	<p>Article 9.9</p> <p>The board of directors shall report to the shareholders' general meeting and exercise the following functions and powers:</p> <p>(I) to convene the shareholders' general meetings and report its work to the shareholders' general meeting;</p> <p>.....</p> <p>(VII) to formulate proposals for major acquisition, acquisition of the shares of the Company, or merger, division, dissolution and change of corporate form of the Company;</p> <p>(VIII) to decide on the establishment of the Company's internal management structure;</p> <p>(IX) <u>to decide</u> to appoint or dismiss the Company's general manager or secretary to the board of directors; pursuant to the general manager's nominations, <u>to decide</u> to appoint or dismiss senior management officers such as the deputy general managers and financial controller of the Company <u>and</u> determine their remuneration;</p> <p>.....</p>

Existing Articles	Amended Articles
<p>Article 10.8</p> <p>In the disposal of fixed assets, where the expected value of the fixed assets to be disposed of combined with the value derived from the fixed assets already disposed of in the period of four months immediately preceding the disposal proposal exceed 33% of the value of the Company's fixed assets as shown in the latest balance sheet that has been deliberated considered at the most recent general meeting, the board of directors may not, without the prior approval of the general meeting, dispose of or agree to the disposal of such fixed assets.</p> <p>For the purposes of this Article, disposal of fixed assets shall include the acts of transferring certain assets-related rights and interests, but excluding the acts of using fixed assets for provision of security.</p> <p>The validity of the transactions whereby the Company disposes of its fixed assets shall not be affected by a breach of Paragraph 1 of this Article.</p>	<p>Article 9.10</p> <p>In the disposal of fixed assets, where the expected value of the fixed assets to be disposed of combined with the value derived from the fixed assets already disposed of in the period of four months immediately preceding the disposal proposal exceed 33% of the value of the Company's fixed assets as shown in the latest balance sheet that has been deliberated considered at the most recent general meeting, the board of directors may not, without the prior approval of the general meeting, dispose of or agree to the disposal of such fixed assets.</p> <p>For the purposes of this Article, disposal of fixed assets shall include the acts of transferring certain assets related rights and interests, but excluding the acts of using fixed assets for provision of security.</p> <p>The validity of the transactions whereby the Company disposes of its fixed assets shall not be affected by a breach of Paragraph 1 of this Article.</p> <p><u>The board of directors shall lay down strict procedures to inspect and decide on the approval limit for external investment, purchase or sale of assets, pledge of assets, provision of external guarantees, entrusted assets management and connected transactions.</u></p>
<p>Article 10.9</p> <p>The chairman of the board of directors is entitled to exercise the following functions and powers:</p> <p>(I) to preside over general meetings and to convene and preside over the board meetings;</p> <p>(II) to supervise and inspect the implementation of the resolutions of the board of directors;</p> <p>(III) to sign the securities issued by the Company;</p> <p>(IV) to exercise any other powers conferred by the board of directors.</p> <p>If the chairman is unable or fails to perform his duties, a director jointly elected by not less than half of the directors shall perform such duties.</p>	<p>Article 9.11</p> <p>The chairman of the board of directors is entitled to exercise the following functions and powers:</p> <p>(I) to preside over general meetings and to convene and preside over the board meetings;</p> <p>(II) to supervise and inspect the implementation of the resolutions of the board of directors;</p> <p>(III) to sign the securities issued by the Company;</p> <p>(IV)<u>(III)</u> to exercise any other powers conferred by the board of directors.</p> <p>If the chairman is unable or fails to perform his duties, a director jointly elected by not less than half of the directors shall perform such duties.</p>

Existing Articles	Amended Articles
<p>Article 10.15</p> <p>The board of directors may adopt a written resolution in lieu of the convention of the board meeting, but the draft of such resolution shall be delivered to each director by hand, post or facsimile transmission. If the written resolution has been delivered to all directors, the number of directors signing on one or several copies of the draft in the same form and contents to indicate their consent has reached the quorum required for such decision, and these drafts have been delivered to the secretary to the board of directors by the aforesaid means, such resolution shall constitute a resolution of the board of directors without the necessity of convening the board meeting.</p>	<p>(Delete the article in its entirety)</p>
<p>Article 10.16</p> <p>Except for the exceptional circumstances permitted by Note 1 of Appendix III to the Listing Rules or other rules, a director shall abstain from voting and is not entitled to vote and exercise the voting right on behalf of other directors on any resolutions of any matters of the board of directors in which he or any of his connected persons (as defined by the Listing Rules of the HK Stock Exchange) has interest. Also, he shall not be counted in the quorum present at the meeting. Such board meeting shall be convened by a majority of the non-connected directors present thereat. Resolutions made at the board meetings shall be passed by more than half of the non-connected directors. If the number of non-connected directors attending the board meeting is less than 3, such matters shall be submitted to the shareholders' general meeting for approval.</p>	<p>(Delete the article in its entirety)</p>
<p>Article 10.17</p> <p>If a substantial shareholder (as defined in the Listing Rules) or a director has a conflict of interest in a matter to be considered by the board which the board has determined to be material, the matter shall not be dealt with by way of a written resolution or by a board committee (except an board committee set up for the particular purpose for the matter pursuant to a resolution passed in a board meeting) but a board meeting shall be held to consider the matter. Independent non-executive directors who, and whose connected persons (as defined in the Listing Rules), have no material interest in the transaction shall be present at such board meeting.</p>	<p>(Delete the article in its entirety)</p>
<p>Chapter 11: Secretary to the Board of Directors</p>	<p>(Delete the chapter in its entirety)</p>

Existing Articles	Amended Articles
<p>Chapter 12: General Manager and Deputy General Managers of the Company</p>	<p>Chapter 10: General Manager and Deputy General Managers <u>Other Senior Management Officers</u> of the Company</p>
<p>Article 12.1</p> <p>The Company shall have one general manager and certain number of deputy general managers, who shall be appointed or dismissed by the board of directors. The deputy general managers shall assist the general manager in his work.</p>	<p>Article 10.1</p> <p>The Company shall have one general manager and certain number of deputy general managers and one chief financial controller (chief financial officer), who shall be appointed or dismissed by the board of directors. The deputy general managers <u>and shall</u> assist the general manager in his work.</p>
	<p>(Add one article)</p> <p>Article 10.5</p> <p><u>The Company shall have a secretary to the board of directors, who shall be a senior management officer of the Company and responsible for matters such as the preparation of general meetings and board meetings of the Company, keeping of documents and management of shareholders' information of the Company and handling information disclosure matters.</u></p>
<p>Chapter 13: the Board of Supervisors</p>	<p>Chapter 11: the Board of Supervisors</p>
	<p>(Add one article)</p> <p>Article 11.3</p> <p><u>The circumstances set forth in Article 9.2 hereof whereby a person is prohibited from acting as a director shall also apply to supervisors.</u></p>

Existing Articles	Amended Articles
<p>Article 13.6</p> <p>The board of supervisors shall be accountable to the shareholders' general meeting and exercise the following functions and powers in accordance with laws:</p> <p>(I) to review the Company's financial affairs;</p> <p>(II) to monitor any acts of directors, general manager, deputy general managers and other senior management officers of the Company during their performance of duties which violate laws, administrative regulations or the Articles of Association;</p> <p>(III) to require directors, general managers or other senior management officers of the Company to rectify their actions that are detrimental to the interests of the Company;</p> <p>(IV) to verify the financial information such as the financial report, business report and plans for distribution of profits to be submitted by the board of directors to the shareholders' general meetings and, should any queries arise, to authorize, in the name of the Company, a re-examination by the certified public accountants and practicing auditors;</p> <p>(V) to propose the convening of an extraordinary general meeting and to convene and preside over the shareholders' general meeting when the board of directors fails to perform such duties as provided in the Company Law;</p> <p>(VI) to submit proposals to the shareholders' general meeting;</p> <p>(VII) to represent the Company in negotiating with a director and senior management officer or bring legal action against them in accordance with the Article 151 of the Company Law;</p> <p>(VIII) to investigate when an unusual operation situation of the Company is discovered. If necessary, it may engage professional institutions such as accounting firms and law firms to assist in the work. Any expenses incurred thereby shall be borne by the Company;</p> <p>(IX) to exercise other powers specified in the Articles of Association.</p> <p>Supervisors shall attend the board meetings as non-voting participants.</p>	<p>Article 11.7</p> <p>The board of supervisors shall be accountable to the shareholders' general meeting and exercise the following functions and powers in accordance with laws:</p> <p>(I) to review the Company's financial affairs;</p> <p>(II) to monitor any acts of directors, general manager, deputy general managers and other senior management officers of the Company during their performance of duties which violate laws, administrative regulations or the Articles of Association;</p> <p>(III) to require directors, general managers or other senior management officers of the Company to rectify their actions that are detrimental to the interests of the Company;</p> <p>(IV) to verify the financial information such as the financial report, business report and plans for distribution of profits to be submitted by the board of directors to the shareholders' general meetings and, should any queries arise, to authorize, in the name of the Company, a re-examination by the certified public accountants and practicing auditors;</p> <p>(V) to propose the convening of an extraordinary general meeting and to convene and preside over the shareholders' general meeting when the board of directors fails to perform such duties as provided in the Company Law;</p> <p>(VI) to submit proposals to the shareholders' general meeting;</p> <p>(VII) to represent the Company in negotiating with a director and senior management officer or bring legal action against them in accordance with the Article 151 of the Company Law;</p> <p>(VIII) to investigate when an unusual operation situation of the Company is discovered. If necessary, it may engage professional institutions such as accounting firms and law firms to assist in the work. Any expenses incurred thereby shall be borne by the Company;</p> <p>(IX) to exercise other powers specified in the Articles of Association.</p> <p>Supervisors shall attend the board meetings as non-voting participants.</p>

Existing Articles	Amended Articles
<p>Article 13.7</p> <p>The meeting of the board of supervisors may not be held unless two-thirds or more of supervisors are present. Resolutions of the meeting of the board of supervisors shall be passed by two-thirds or more of the members of the board of supervisors.</p> <p>.....</p>	<p>Article 11.8</p> <p>The meeting of the board of supervisors may not be held unless two-thirds or more of supervisors are present. Resolutions of the meeting of the board of supervisors shall be passed by two-thirds or more of the members of the board of supervisors <u>no less than half of the supervisors.</u></p> <p>.....</p>
<p>Article 13.8</p> <p>In order to exercise its powers, the board of supervisors may engage experts such as lawyer, certified public accountants and practicing auditors. The reasonable expenses arising therefrom shall be borne by the Company.</p>	<p>(Delete the article in its entirety)</p>
<p>Chapter 14: Qualifications and Obligations of Directors, Supervisors, General Manager, Deputy General Manager and Other Senior Management Officers</p>	<p>(Delete the chapter in its entirety)</p>
<p>Chapter 16: Appointment of Accounting Firms</p>	<p>Chapter 13: Appointment of Accounting Firms</p>
<p>Article 16.1</p> <p>The Company shall engage an independent accounting firm that meets relevant state provisions to audit annual financial reports and verify other financial reports of the Company.</p> <p>The first accounting firm of the Company may be appointed by the inaugural meeting prior to the first annual general meeting; the term of office of the accounting firm shall expire upon the conclusion of the first annual general meeting.</p> <p>The board of directors shall exercise the power specified under the preceding paragraph if the inaugural meeting fails to do so.</p>	<p>Article 13.1</p> <p>The Company shall engage an independent accounting firm that meets relevant state provisions to audit annual financial reports and verify other financial reports of the Company.</p> <p>The first accounting firm of the Company may be appointed by the inaugural meeting prior to the first annual general meeting; the term of office of the accounting firm shall expire upon the conclusion of the first annual general meeting.</p> <p>The board of directors shall exercise the power specified under the preceding paragraph if the inaugural meeting fails to do so.</p>
<p>Article 16.3</p> <p>The accounting firm appointed by the Company shall have the following rights:</p> <p>.....</p>	<p>(Delete the article in its entirety)</p>
<p>Article 16.6</p> <p>The shareholders in a general meeting may by ordinary resolution remove an accounting firm before the expiration of its term of office, irrespective of the provisions in the contract between the firm and the Company. However, the accounting firm's right to claim for damages which arise from its removal shall not be affected thereby.</p>	<p>(Delete the article in its entirety)</p>

Existing Articles	Amended Articles
<p>Article 16.8</p> <p>The Company’s appointment, removal and non-reappointment of an accounting firm shall be resolved by the shareholder’ general meeting. Such resolution shall be filed with the securities regulatory authority of the State Council.</p>	<p>Article 13.6</p> <p>The Company’s appointment, removal and non-reappointment of an accounting firm shall be resolved by the shareholder’ general meeting. Such resolution shall be filed with the securities regulatory authority of the State Council.</p>
<p>Article 16.9</p> <p>Where a resolution at a shareholders’ general meeting is passed to appoint an accounting firm other than the incumbent accounting firm to fill a casual vacancy in the office of accounting firm, to reappoint an accounting firm that was appointed by the board of directors to fill a casual vacancy, or to dismiss an accounting firm before the expiration of its term of office, the following provisions shall be satisfied:</p> <p>.....</p>	<p>(Delete the article in its entirety)</p>
<p>Article 16.11</p> <p>The accounting firm may resign its office by depositing the written notice of resignation at the address of the Company. The notice shall become effective on the date of such deposit or on such later date as may be stated in the notice. The notice shall contain the following statements:</p> <p>.....</p>	<p>(Delete the article in its entirety)</p>
<p>Chapter 18: Merger and Division</p>	<p>Chapter 15: Merger and Division</p>
<p>Article 18.2</p> <p>The merger of the Company may take the form of either merger by absorption or merger by establishment of a new entity.</p> <p>.....</p>	<p>Article 15.2</p> <p>The merger of the Company may be take the form of either <u>a</u> merger by absorption or <u>a</u> merger by establishment of a new entity.</p> <p>.....</p>

Existing Articles	Amended Articles
<p style="text-align: center;">Chapter 19: Dissolution and Liquidation</p> <p>Article 19.1</p> <p>In any of the following circumstances, the Company shall be dissolved and liquidated in accordance with the laws:</p> <p>(I) the shareholders’ general meeting resolves to dissolve the Company;</p> <p>(II) dissolution is necessary due to a merger or division of the Company;</p> <p>(III) the business licence is revoked, the Company is ordered to close down or terminate according to the laws;</p> <p>(IV) the Company is declared insolvent according to the laws due to its failure to settle liabilities in due;</p> <p>(V) the Company has experienced material difficulties in operation and management, and the continuous operation would lead to substantial loss to the benefits of its shareholders and there are no other solutions to resolve the matters, shareholders holding 10% or more of the total voting rights of the Company may appeal to the people’s court for dissolution of the Company.</p>	<p style="text-align: center;">Chapter 16: Dissolution and Liquidation</p> <p>Article 16.1</p> <p>In any of the following circumstances, the <u>The</u> Company shall be dissolved and liquidated in accordance with the laws for the following reasons:</p> <p>(I) the shareholders’ general meeting resolves to dissolve the Company;</p> <p>(II) dissolution is necessary due to a merger or division of the Company;</p> <p>(III) the business licence is revoked, the Company is ordered to close down or terminate according to the laws;</p> <p>(IV) the Company is declared insolvent according to the laws due to its failure to settle liabilities in due;</p> <p>(V)(IV) the Company has experienced material difficulties in operation and management, and the continuous operation would lead to substantial loss to the benefits of its shareholders and there are no other solutions to resolve the matters, shareholders holding 10% or more of the total voting rights of the Company may appeal to the people’s court for dissolution of the Company.</p>
<p>Article 19.2</p> <p>Where the Company is dissolved pursuant to sub-paragraphs (I), (III) and (V) of the preceding Article, a liquidation committee shall be set up within fifteen days for conducting liquidation from the date when cause(s) of dissolution occurs. Members of liquidation committee of joint stock limited company shall be determined by its directors or at the shareholders’ general meeting. If the liquidation committee is not set up within the specified period for conducting liquidation, creditors may apply to the people’s court for appointment of relevant persons to form a liquidation committee and proceed with the liquidation. The people’s court shall accept such application and promptly organize a liquidation committee for carrying out the liquidation. Where the Company is dissolved pursuant to sub-paragraph (IV) of the preceding Article, the relevant competent authorities shall organize the shareholders, relevant authorities and relevant professionals to establish a liquidation committee to carry out the liquidation.</p>	<p>Article 16.2</p> <p>Where the Company is dissolved pursuant to sub-paragraphs (I), (III) and (V) (IV) of the preceding Article, a liquidation committee shall be set up within fifteen days for conducting liquidation from the date when cause(s) of dissolution occurs. Members of liquidationliquidation committee of joint stock limited company shall be determined by its directors or at the shareholders’ general meeting. If the liquidationliquidation committee is not set up within the specified period for conducting liquidation, creditors may apply to the people’s court for appointment of relevant persons to form a liquidationliquidation committee and proceed with the liquidation. The people’s court shall accept such application and promptly organize a liquidationliquidation committee for carrying out the liquidation. Where the Company is dissolved pursuant to sub paragraph (IV) of the preceding Article, the relevant competent authorities shall organize the shareholders, relevant authorities and relevant professionals to establish a liquidation committee to carry out the liquidation.</p>

Existing Articles	Amended Articles
<p>Article 19.3</p> <p>Where the board of directors decides to liquidate the Company for any reason (other than the Company’s declaration of its insolvency and liquidation), the board of directors 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 of directors is of the opinion that the Company will be able to pay its debts in full within 12 months from the commencement of the liquidation. Upon the passing of the resolution by the shareholders’ general meeting for the liquidation of the Company, all functions and powers of the board of directors shall cease.</p> <p>.....</p>	<p>(Delete the article in its entirety)</p>
<p>Article 19.5</p> <p>During the liquidation period, the liquidation committee shall exercise the following functions and powers:</p> <ul style="list-style-type: none">a) to sort out the Company’s assets and prepare a balance sheet and an inventory of assets respectively;b) to notify creditors by sending notice or by making announcement;c) to dispose of and liquidate any unfinished businesses of the Company;d) to pay outstanding taxes as well as taxes arising in the course of liquidation;e) to settle claims and debts;f) to dispose of the remaining assets of the Company after the repayment of debts; andg) to represent the Company in any civil proceedings.	<p>Article 16.4</p> <p>During the liquidation period, the liquidation committee shall exercise the following functions and powers:</p> <ul style="list-style-type: none">a) <u>(I)</u> to sort out the Company’s assets and prepare a balance sheet and an inventory of assets respectively;b) <u>(II)</u> to notify creditors by sending notice or by making announcement;c) <u>(III)</u> to dispose of and liquidate any unfinished businesses of the Company;d) <u>(IV)</u> to pay outstanding taxes as well as taxes arising in the course of liquidation;e) <u>(V)</u> to settle claims and debts;f) <u>(VI)</u> to dispose of the remaining assets of the Company after the repayment of debts; andg) <u>(VII)</u> to represent the Company in any civil proceedings.

Existing Articles	Amended Articles
<p>Article 19.8</p> <p>Following the completion of the liquidation, the liquidation committee shall prepare a liquidation report, a statement of the income and expenses during the liquidation period and financial accounts, which shall be verified by the PRC certified public accountants and then submitted to the shareholders' general meeting or the people's court for confirmation. The liquidation committee shall, within 30 days after such confirmation given by a shareholders' general meeting or the people's court, submit the documents referred to in the preceding paragraph to the company registration authority and apply for cancellation of registration of the Company, and publish a publish announcement relating to the termination of the Company.</p>	<p>Article 16.7</p> <p>Following the completion of the liquidation, the liquidation committee shall prepare a liquidation report, a statement of the income and expenses during the liquidation period and financial accounts, which shall be verified by the PRC certified public accountants and then submitted to the shareholders' general meeting or the people's court for confirmation.The liquidation committee shall, within 30 days after such confirmation given by a shareholders' general meeting or the people's court, submit the documents referred to in the preceding paragraph, <u>and the liquidation committee shall then submit the liquidation report</u> to the company registration authority and apply for cancellation of registration of the Company,and publish a publish announcement relating to the termination of the Company.</p>
<p>Chapter 20: Procedures for Amendments to the Articles of Association</p>	<p>Chapter 17: Procedures for Amendments to the Articles of Association</p>
<p>Article 20.1</p> <p>The Company may amend the Articles according to the provisions of laws, administrative regulations and the Articles of Association.</p>	<p>(Delete the article in its entirety)</p>
<p>Article 20.2</p> <p>The procedures to amend the Articles of Association are as follows:</p> <p>(I) a resolution proposing the shareholders' general meeting to amend the Articles of Association together with the proposed amendments shall be passed by the board of directors in accordance with the Articles of Association;</p> <p>(II) the shareholders shall be informed of the proposal of the amendments and a shareholders' general meeting shall be convened to vote on the same;</p> <p>(III) subject to the relevant requirements of the Articles of Association of the Company, the amendments proposed to the shareholders' general meeting shall be passed by way of special resolution.</p>	<p>Article 17.1</p> <p>The procedures to amend the Articles of Association are as follows: <u>The Company is required to amend its Articles of Association in any of the following circumstances:</u></p> <p>(I) a resolution proposing the shareholders' general meeting to amend the Articles of Association together with the proposed amendments shall be passed by the board of directors in accordance with the Articles of Association; <u>after amendment of the Company Law or relevant law or administrative regulations, the contents of the Articles of Association conflict with the law or administrative regulations;</u></p> <p>(II) the shareholders shall be informed of the proposal of the amendments and a shareholders' general meeting shall be convened to vote on the same; <u>the circumstances of the Company have changed so that they are different from the contents of the Articles of Association;</u></p> <p>(III) subject to the relevant requirements of the Articles of Association of the Company, the amendments proposed to the shareholders' general meeting shall be passed by way of special resolution. <u>the general meeting decides that the Article of Association should be amended.</u></p>

Existing Articles	Amended Articles
<p>Article 20.3</p> <p>Amendment to the Articles of Association which involve the contents of the Mandatory Provisions shall become effective upon approval by the approval authorities authorized by the State Council and the China Securities Regulatory Commission. Where amendments involved the registered particulars of the Company, application shall be made for registration of the changes in accordance with the laws.</p>	<p>Article 17.2</p> <p>Amendment to the Articles of Association which involve the contents of the Mandatory Provisions shall become effective upon approval by the approval authorities authorized by the State Council and the China Securities Regulatory Commission. Where amendments involved the registered particulars of the Company, application shall be made for registration of the changes in accordance with the laws.</p> <p><u>Amendments to the Articles of Association passed by resolutions at the general meeting, which require examination and approval by the competent authorities, shall be submitted to the competent authorities for approval. Any amendments requiring alteration registration shall be filed for alteration registration according to the law.</u></p>
<p>Chapter 21: Settlement of Disputes</p>	<p>(Delete the chapter in its entirety)</p>

* For identification purposes only