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浙江三花智能控制股份有限公司

浙江三花智能控制股份有限公司

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

(统一社会信用代码: 2050)

浙江三花智能控制股份有限公司

In order to further improve the corporate governance structure of Zhejiang Sanhua Intelligent Controls Co., Ltd. (the “*三花智能控制股份有限公司*”) and promote standardized operations of the Company, in accordance with the relevant provisions of the Company Law of the People's Republic of China (the “*公司法*”), the Securities Law of the People's Republic of China, the Guidelines for the Articles of Association of Listed Companies, the Rules Governing the Listing of Securities on the Shenzhen Stock Exchange, and other laws, administrative regulations and regulatory documents, and taking into account the actual situation of the Company, it is proposed to adjust the Company's governance structure. The audit committee of the board of directors shall exercise the powers and functions of the board of supervisors as stipulated in the Company Law, and relevant provisions in the Articles of Association and its appendices, namely the Rules of Procedure for the General Meeting and the Rules of Procedure for the Board of Directors, will be amended (the “*三花智能控制股份有限公司章程修正案*”), while the Chinese name of the Rules of Procedure for the General Meeting will be changed from 《*股東大會議事規則*》 to 《*股東會議事規則*》. At the same time, it is proposed to request the general meeting to authorize the Company's management and its authorized representatives to handle matters related to industrial and commercial registration changes, and the filing of the Articles of Association. The final amended versions shall be subject to the content approved by the market supervision and administration authority. Details of the Proposed Amendments are set forth in the Appendix I to Appendix III to this announcement.

The Proposed Amendments to the Articles of Association and its appendices are subject to the consideration and approval by the shareholders at the general meeting of the Company. The amended Articles of Association and its appendices will take effect on the date of approval at the general meeting. The current Articles of Association and its appendices shall remain in full force and effect until then.

A circular containing, among other things, the details of the above proposal, together with the notice of the general meeting, will be published on the website of HKEXnews (www.hkexnews.hk) and the website of the Company (www.zjshc.com) in due course and will be dispatched to shareholders who have indicated their wish to receive a printed copy in due course.

By order of the Board

 Chairman of the Board and Executive Director

Hong Kong, October 31, 2025

As at the date of this announcement, the Board comprises: (i) Mr. ZHANG Yabo, Mr. WANG Dayong, Mr. NI Xiaoming and Mr. CHEN Yuzhong as executive Directors; (ii) Mr. ZHANG Shaobo and Mr. REN Jintu as non-executive Directors; and (iii) Mr. BAO Ensi, Mr. SHI Jianhui, Ms. PAN Yalan and Mr. GE Jun as independent non-executive Directors.

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<p>A 2 The Company is a joint stock limited company established in accordance with the Company Law and other relevant requirements.</p> <p>On December 19, 2001, as</p>	

B i l l A s s e m b l y	A i t A s s e m b l y
<p>Article 9</p>	<p>Article 9 The total capital of the Company shall be divided into shares of equal nominal value. Shareholders shall be liable to the Company to the extent of the shares held by them, and the Company shall be liable for its liabilities to the extent of all of its assets.</p> <p><input checked="" type="checkbox"/> Article 10 From the date upon which the Articles of Association of the Company come into effect, it shall be a legally binding document regulating the organization and activities of the Company, the rights and obligations between the Company and its shareholders and among shareholders, and shall be a legally binding document upon the Company, its shareholders, directors, supervisors, and senior management. In accordance with the Articles, shareholders may sue shareholders, shareholders may sue directors, supervisors, chief executive officer and other senior management of the Company, shareholders may sue the Company, and the Company may sue its shareholders, directors, supervisors, chief executive officer and other senior management.</p>
<p>Article 9 The total capital of the Company are divided into shares of equal nominal value. Shareholders shall be liable to the Company to the extent of the shares held by them, and the Company shall be liable for its liabilities to the extent of all of its assets.</p>	<p>Article 10 Shareholders shall be liable to the Company to the extent of the shares held by them, and the Company shall be liable for its liabilities to the extent of all of its assets.</p>
<p>Article 10 From the date upon which the Articles of Association of the Company come into effect, it shall be a legally binding document regulating the organization and activities of the Company, the rights and obligations between the Company and its shareholders and among shareholders, and shall be a legally binding document upon the Company, its shareholders, directors, supervisors, and senior management. In accordance with the Articles, shareholders may sue shareholders, shareholders may sue directors, supervisors, chief executive officer and other senior management of the Company, shareholders may sue the Company, and the Company may sue its shareholders, directors, supervisors, chief executive officer and other senior management.</p>	<p>Article 11 From the date upon which the Articles of Association of the Company come into effect, it shall be a legally binding document regulating the organization and activities of the Company, the rights and obligations between the Company and its shareholders and among shareholders, and shall be legally binding upon the Company, its shareholders, directors, and senior management. In accordance with the Articles, shareholders may sue shareholders, shareholders may sue directors, senior management of the Company, shareholders may sue the Company, and the Company may sue its shareholders, directors and senior management.</p>

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<p>Article 11 The other senior management mentioned in the Articles refer to the president, the board secretary and the other senior management mentioned in the Articles.</p>	<p>Article 12 The senior management mentioned in the Articles refer to the senior management mentioned in the Articles, president, the senior management mentioned in the Articles, board secretary, the senior management mentioned in the Articles.</p>
<p>Article 15 The shares of the Company shall be issued on the principles of transparency, fairness and equality, and each share of the same class shall rank <i>pari passu</i>.</p> <p>For the same class of shares issued in the same tranche, each share of the same class shall be issued under the same conditions and at the same price; each subscriber, whether an entity or individual, shall be pay the same price for each share for which he/she subscribes for.</p>	<p>Article 16 The shares of the Company shall be issued on the principles of transparency, fairness and equality, and each share of the same class shall rank <i>pari passu</i>.</p> <p>For the same class of shares issued in the same tranche, each share of the same class shall be issued under the same conditions and at the same price; each subscriber shall pay the same price for each share for which he/she subscribes for.</p>
<p>Article 16 The nominal value of the shares issued by the Company is denominated in RMB. The shares issued and listed on the Shenzhen Stock Exchange are referred to as “A Shares”; the shares issued and listed on the Hong Kong Stock Exchange are referred to as “H Shares”.</p>	<p>Article 17 The nominal value of the shares issued by the Company is denominated in RMB. The shares issued and listed on the Shenzhen Stock Exchange are referred to as “A Shares”; the shares issued and listed on the Hong Kong Stock Exchange are referred to as “H Shares”.</p>

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<p>A 20 The Company or its subsidiaries (including the affiliates of the Company) shall not provide any assistance to a person who is acquiring or is proposing to acquire shares in the Company by way of gift, advance, guarantee, indemnity or loans or other means.</p>	<p>A 21 The Company or its subsidiaries (including the affiliates of the Company) shall not provide any assistance to a person who is acquiring or is proposing to acquire shares in the Company by way of gift, advance, guarantee, indemnity or loans or other means.</p>

B i. A	A i. A
<p>A 23 The Company shall not purchase its own shares, save as under one of the following circumstances:</p> <p>.....</p> <p>(III) For the purpose of employee stock ownership plans or share incentive schemes;</p> <p>(IV) Repurchase its shares held by the shareholders who vote against any resolution proposed at any general meeting on the merger or division of the Company upon their request;</p> <p>(V) Use shares for the conversion of the convertible corporate bonds issued by a listed company;</p> <p>(VI) Necessary for the Company to maintain its value and safeguard the interests of shareholders.</p> <p>Other than the above circumstances, the Company shall not engage in any activities involving the sales or purchase of its own shares.</p>	<p>A 24 The Company shall not purchase its own shares, save as under one of the following circumstances:</p> <p>.....</p> <p>(III) for the purpose of employee stock ownership plans or share incentive schemes;</p> <p>(IV) Repurchase its shares held by the shareholders who vote against any resolution proposed at any general meeting on the merger or division of the Company upon their request;</p> <p>(V) Use shares for the conversion of the convertible corporate bonds issued by a company;</p> <p>(VI) Necessary for the Company to maintain its value and safeguard the interests of shareholders.</p>
<p>A 24 The Company may purchase its own shares by centralized bidding transactions or other means approved by laws, administrative regulations and the securities regulatory authorities, provided that it complies with the applicable securities regulatory rules of the places where the Company's shares are listed.</p> <p>If a share repurchase shall be made under the circumstances stipulated in (III), (V) or (VI) A 23 hereof, it shall be conducted by way of public centralized bidding transactions.</p>	<p>A 25 The Company may purchase its own shares by centralized bidding transactions or other means approved by laws, administrative regulations and the securities regulatory authorities, provided that it complies with the applicable securities regulatory rules of the places where the Company's shares are listed.</p> <p>If a share repurchase shall be made under the circumstances stipulated in (III), (V) or (VI) A 24 hereof, it shall be conducted by way of public centralized bidding transactions.</p>

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<p>25 A resolution at a general meeting is required when the Company repurchases its shares under the circumstances set out in (I) or (II) 23 hereof. Where the Company repurchases its shares under the circumstances set out in (III), (V) or (VI) 23 hereof, a board resolution shall be passed by more than two-thirds of the directors attending the board meeting, provided that it complies with the applicable securities regulatory rules of the places where the Company's shares are listed.</p> <p>After the Company has repurchased its shares in accordance with 23 hereof, the shares repurchased under the circumstance set out in (I) above shall be canceled within 10 days from the date of repurchase, the shares repurchased under the circumstances set out in (II) or (IV) above shall be transferred or canceled within six months, and for the shares repurchased under the circumstances set out in (III), (V) or (VI) above, the total number of the Company's shares held by the Company shall not exceed 10% of the issued shares of the Company, and the shares so repurchased shall be transferred or canceled within three years. Any repurchase of the Company's shares by the Company should perform the information disclosure obligations as stipulated in the Securities Law and the securities regulatory rules of the places where the Company's shares are listed.</p>	<p>26 A resolution at a general meeting is required when the Company repurchases its shares 24 hereof. Where the Company repurchases its shares under the circumstances set out in (III), (V) or (VI) 24 hereof, a board resolution shall be passed by more than two-thirds of the directors attending the board meeting, provided that it complies with the applicable securities regulatory rules of the places where the Company's shares are listed.</p> <p>After the Company has repurchased its shares in accordance with 24 hereof, the shares repurchased under the circumstance set out in (I) above shall be canceled within 10 days from the date of repurchase, the shares repurchased under the circumstances set out in (II) or (IV) above shall be transferred or canceled within six months, and for the shares repurchased under the circumstances set out in (III), (V) or (VI) above, the total number of the Company's shares held by the Company shall not exceed 10% of the issued shares of the Company, and the shares so repurchased shall be transferred or canceled within three years. Any repurchase of the Company's shares by the Company should perform the information disclosure obligations as stipulated in the Securities Law and the securities regulatory rules of the places where the Company's shares are listed.</p>

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<p data-bbox="167 223 790 404">28 The shares of the Company issued prior to a public offering shall not be transferred within one year from the date on which the shares of the Company are listed and traded on a stock exchange.</p> <p data-bbox="167 436 790 478">The directors, supervisors, and senior</p>	

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B A	A A
<p>30 A shareholder of the Company is a person who lawfully holds shares of the Company.</p> <p>Shareholders shall enjoy rights and assume obligations according to the class of shares they hold; shareholders holding the same class of shares shall enjoy the same rights and assume the same obligations.</p>	<p>A</p>
<p>31 The register of members shall be the sufficient evidence to prove that the shareholders hold the shares of the Company.</p>	<p>A</p>
<p>32 The Company shall establish a register of members based on the certificates provided by the securities registration authorities. The original H Share register shall be kept in Hong Kong for inspection by shareholders. The Company may close the register of members in accordance with applicable laws and regulations and the securities regulatory rules of the places where the Company's shares are listed. Where a shareholder listed in the register of members or a person requesting to have his/her name entered in the register of members lose his/her share certificates, the said shareholder or person may apply to the Company for the replacement of share certificates in respect of the said shares. The domestic unlisted shareholders whose share certificates have been lost shall apply for replacement of the share certificates pursuant to the relevant provisions of the Company Law. The shareholders of overseas listed foreign shares shall apply for replacement of the share certificates pursuant to the laws, rules of the stock exchange or other relevant requirements of the place where the original register of the holders of overseas listed foreign shares is maintained. The shareholders shall enjoy rights and assume obligations according to the class of shares they hold; shareholders holding the same class of shares shall enjoy the same rights and assume the same obligations.</p>	<p>31 The Company shall establish a register of members based on the certificates provided by the securities registration authorities. The original H Share register shall be kept in Hong Kong for inspection by shareholders. The Company may close the register of members in accordance with applicable laws and regulations and the securities regulatory rules of the places where the Company's shares are listed. Where a shareholder listed in the register of members or a person requesting to have his/her name entered in the register of members lose his/her share certificates, the said shareholder or person may apply to the Company for the replacement of share certificates in respect of the said shares. The shareholders of overseas listed foreign shares shall apply for replacement of the share certificates pursuant to the laws, rules of the stock exchange or other relevant requirements of the place where the original register of the holders of overseas listed foreign shares is maintained. The shareholders shall enjoy rights and assume obligations according to the class of shares they hold; shareholders holding the same class of shares shall enjoy the same rights and assume the same obligations.</p>

B i, A , ' , A ,	A i , A , ' , A ,
<p data-bbox="165 229 785 300">A , 34 Shareholders of the Company shall be entitled to:</p> <p data-bbox="165 342 785 453">(I) receiving dividends and benefit distributions in other forms pro rata to the number of shares held;</p> <p data-bbox="165 495 785 640">(II) requesting, convening, presiding over, attending or appointing proxies to attend general meeting in accordance with laws;</p> <p data-bbox="165 683 785 753">(III) exercising voting rights pro rata to their shareholding;</p> <p data-bbox="165 795 785 906">(IV) supervising, ' - , A , A , or making inquiries about the business operations of the Company;</p> <p data-bbox="165 949 785 1204">(V) transferring, granting or pledging their shares in accordance with the provisions of the laws, administrative regulations, the securities regulatory rules of the places where the Company's shares are listed and the Articles of Association;</p> <p data-bbox="165 1247 785 1470">(VI) inspecting and copying the Articles of Association, the register of members, minutes of general meetings, resolutions of the board of directors, resolutions of the board of supervisors, financial and accounting reports;</p> <p data-bbox="165 1513 225 1538">.....</p>	<p data-bbox="810 229 1430 300">A , 33 Shareholders of the Company shall be entitled to:</p> <p data-bbox="810 342 1430 453">(I) receiving dividends and benefit distributions in other forms pro rata to the number of shares held;</p> <p data-bbox="810 495 1430 683">(II) requesting , convening, presiding over, attending or appointing proxies to attend general meeting in accordance with laws, ' / ,</p> <p data-bbox="810 725 1430 870">(III) supervising, p W , or making inquiries about the business operations of the Company;</p> <p data-bbox="810 912 1430 1168">(IV) transferring, granting or pledging their shares in accordance with the provisions of the laws, administrative regulations, the securities regulatory rules of the places where the Company's shares are listed and the Articles of Association;</p> <p data-bbox="810 1210 1430 1398">(V) inspecting and copying the Articles of Association, the register of members, minutes of general meetings, resolutions of the board of directors, financial and accounting reports.</p> <p data-bbox="810 1440 1430 1513">, W , ' , A , ' , A , W , A ,</p> <p data-bbox="810 1555 869 1581">.....</p>

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<p data-bbox="164 229 785 449">A 36 If any resolution of a general meeting or a board meeting is in violation of the laws and administrative regulations, shareholders shall have the right to petition a people's court for invalidating the said resolution.</p> <p data-bbox="164 491 785 825">Where the procedures for convening or the method of voting at a general meeting or a board meeting are in violation of the laws, administrative regulations or the Articles, or the contents of any resolution are in breach of the Articles, shareholders shall have the right to petition the people's court for revocation of such resolution within 60 days from the date of the resolution.</p>	<p data-bbox="810 229 1431 449">A 35 If any resolution of a general meeting or a board meeting is in violation of the laws and administrative regulations, shareholders shall have the right to petition a people's court for invalidating the said resolution.</p> <p data-bbox="810 491 1431 825">Where the procedures for convening or the method of voting at a general meeting or a board meeting are in violation of the laws, administrative regulations or the Articles, or the contents of any resolution are in breach of the Articles, shareholders shall have the right to petition the people's court for revocation of such resolution within 60 days from the date of the resolution,</p>

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<p>Article 37 In the event of any loss caused to the Company as a result of violation of laws, administrative regulations or the Articles by the directors or senior management when performing their duties, a shareholder who holds 1% or more of the shares individually or jointly for no less than 180 consecutive days shall have the right to request the board of directors in writing to initiate litigation in the people's court; in the event of any loss caused to the Company as a result of violation of laws, administrative regulations or the Articles by the directors or senior management when performing their duties, a shareholder may request the board of directors in writing to initiate litigation in the people's court.</p> <p>If the board of directors or the board of directors refuses to institute legal proceedings after receiving the written request from shareholders specified in the preceding paragraph, or fails to institute legal proceedings within 30 days from the date of receiving such request, or that the failure to institute litigation immediately may otherwise cause irreparable damage to the interest of the Company in an urgent circumstance, the shareholders specified in the preceding paragraph shall have the right to directly institute legal proceedings in the people's court in their own name for the benefit of the Company.</p>	<p>Article 37 In the event of any loss caused to the Company as a result of violation of laws, administrative regulations or the Articles by the directors or senior management when performing their duties, a shareholder who holds 1% or more of the shares individually or jointly for no less than 180 consecutive days shall have the right to request the board of directors in writing to initiate litigation in the people's court.</p>

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<p>If others infringe upon the legitimate rights and interests of the Company and cause losses to the Company, the shareholders specified in the first paragraph of this Article may institute legal proceedings in the people's court in accordance with the provisions of the preceding two paragraphs.</p>	<p>If others infringe upon the legitimate rights and interests of the Company and cause losses to the Company, the shareholders specified in the first paragraph of this Article may institute legal proceedings in the people's court in accordance with the provisions of the preceding two paragraphs.</p> <p>1%, 180</p> <p>189</p>

B i, A i, A i, A i	A i, A i, A i, A i
<p data-bbox="165 229 785 342">A i, A i 39 The shareholders of the Company shall assume the following obligations:</p> <p data-bbox="165 378 785 453">(I) to comply with the laws, administrative regulations and the Articles;</p> <p data-bbox="165 491 785 604">(II) to pay subscription monies based on the shares subscribed and the method of subscription;</p> <p data-bbox="165 642 785 755">(III) no share capital shall be withdrawn except in circumstances stipulated by laws and regulations;</p> <p data-bbox="165 793 785 1091">(IV) not to abuse shareholders' rights to the detriment of the interests of the Company or other shareholders; not to abuse the Company's status as an independent legal person or abuse of the limited liability of a shareholder to jeopardize the interests of the Company's creditors;</p> <p data-bbox="165 1129 785 1315">In the event of any loss caused to the Company or other shareholders arising from any abuse of the shareholder's right, such shareholder shall be liable for compensation in accordance with laws.</p> <p data-bbox="165 1353 785 1651">In the event of any material damage caused to the interests of the creditors of the Company arising from any abuse of the Company's independent legal person status and the limited liability of the shareholders by any shareholder to evade from debts, such shareholder shall be jointly and severally liable for the Company's debts.</p> <p data-bbox="165 1689 785 1802">(V) other obligations stipulated by laws, administrative regulations and the Articles.</p>	<p data-bbox="810 229 1430 342">A i, A i 39 The shareholders of the Company shall assume the following obligations:</p> <p data-bbox="810 378 1430 453">(I) to comply with the laws, administrative regulations and the Articles;</p> <p data-bbox="810 491 1430 604">(II) to pay subscription monies based on the shares subscribed and the method of subscription;</p> <p data-bbox="810 642 1430 755">(III) no share capital shall be withdrawn except in circumstances stipulated by laws and regulations;</p> <p data-bbox="810 793 1430 1091">(IV) not to abuse shareholders' rights to the detriment of the interests of the Company or other shareholders; not to abuse the Company's status as an independent legal person or abuse of the limited liability of a shareholder to jeopardize the interests of the Company's creditors;</p> <p data-bbox="810 1129 1430 1242">(V) other obligations stipulated by laws, administrative regulations and the Articles.</p>

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<p><i>W</i>A_i</p>	<p>A_i 42 T <i>de facto</i> <i>W</i> <i>W</i> ρ ρ : ;</p> <p>() <i>W</i> <i>W</i> <i>M</i> <i>M</i> ρ ρ ; ;</p> <p>() ρ ρ <i>M</i> <i>W</i> <i>M</i> <i>M</i> ; ;</p> <p>() <i>M</i> <i>M</i> <i>M</i> <i>M</i> <i>W</i> <i>M</i> <i>W</i> ρ ρ ρ ρ <i>M</i> <i>M</i> ; ;</p> <p>() <i>M</i> <i>M</i> <i>M</i> <i>M</i> <i>W</i> ; ρ ρ</p> <p>() <i>M</i> <i>M</i> <i>M</i> <i>M</i> ρ ρ ρ ρ <i>W</i> <i>M</i> <i>M</i> ; ;</p>

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	<p>(1) ...</p> <p>(2) ...</p> <p>(3) ...</p>

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	<p>W</p> <p><i>de facto</i></p>
<p>W A i</p>	<p>A i 43 W</p> <p><i>de facto</i></p>
<p>W A i</p>	<p>A i 44 W</p> <p><i>de facto</i></p>

B i , A , ' , A ,	A i , A , ' , A ,
<p>A 42 General meeting is the organ of authority of the Company, which exercises the following powers in accordance with the law:</p> <p>(I) decide on the Company's operational policies and investment plans;</p> <p>(II) elect and replace directors and supervisors who are not employee representatives, and determine on matters concerning their remuneration;</p> <p>(III) consider and approve reports of the board;</p> <p>(IV) consider and approve reports of the board of supervisors;</p> <p>(V) consider and approve the Company's annual financial budget and final accounting proposals;</p> <p>(VI) consider and approve the Company's profit distribution and loss recovery proposals;</p> <p>(VII) resolve on the increase or reduction of the Company's registered capital;</p> <p>(VIII) resolve on the issuance of corporate bonds;</p> <p>(IX) resolve on matters concerning the merger, division, dissolution, liquidation or change of corporate form of the Company;</p> <p>(X) amend the Articles of Association;</p> <p>(XI) resolve on the engagement or dismissal of accounting firms;</p> <p>.....</p>	<p>A 45 General meeting is the organ of authority of the Company, which exercises the following powers in accordance with the law:</p> <p>(I) elect and replace directors, and determine on matters concerning ' ' ' remuneration;</p> <p>(II) consider and approve reports of the board;</p> <p>(III) consider and approve the Company's profit distribution and loss recovery proposals;</p> <p>(IV) resolve on the increase or reduction of the Company's registered capital;</p> <p>(V) resolve on the issuance of corporate bonds;</p> <p>(VI) resolve on matters concerning the merger, division, dissolution, liquidation or change of corporate form of the Company;</p> <p>(VII) amend the Articles of Association;</p> <p>(VIII) resolve on the engagement or dismissal of accounting firms ' ' ' ;</p> <p>.....</p>

B i, A	A i, A
<p>(XVI) consider other matters required to be resolved at a general meeting pursuant to laws, regulations, securities regulatory rules of the places where the shares of the Company are listed and the Articles of Association.</p>	<p>(XIII) consider other matters required to be resolved at a general meeting pursuant to laws, regulations, securities regulatory rules of the places where the shares of the Company are listed and the Articles of Association.</p>
<p>A 43 The following external guarantees of the Company shall be subject to the consideration and approval at the general meeting.</p> <p>.....</p> <p>(III) any guarantee to be provided to a party whose asset-liability ratio exceeds 70% according to its latest financial statements;</p> <p>(IV) any guarantee whose exceeds 30% of the Company's latest audited total assets;</p> <p>(V) any guarantee to be provided after the total amount of external guarantees provided by Company and its holding subsidiaries exceeds 30% of the Company's latest audited total assets;</p> <p>.....</p>	<p>A 46 The following external guarantees of the Company shall be subject to the consideration and approval at the general meeting:</p> <p>.....</p> <p>(III) any guarantee to be provided to a party whose asset-liability ratio exceeds 70%;</p> <p>(IV) any guarantee whose exceeds 30% of the Company's latest audited total assets;</p> <p>(V) any guarantee to be provided after the total amount of external guarantees provided by Company exceeds 30% of the Company's latest audited total assets;</p> <p>.....</p>

B i. A	A i. A
<p>44 General meetings shall be categorized as annual general meetings and extraordinary general meetings. Annual general meeting shall be convened once a year and shall be held within six months from the end of the preceding financial year.</p>	<p>47 General meetings shall be categorized as annual general meetings and extraordinary general meetings. Annual general meeting shall be convened once a year and shall be held within six months from the end of the preceding financial year.</p>
<p>45 The Company shall convene an extraordinary general meeting within two months upon the occurrence of any of the following circumstances:</p> <ul style="list-style-type: none"> (I) when the number of directors is less than the quorum required by the Company Law or less than two-thirds of the number stipulated in the Articles; (II) when the Company's unrecovered losses amount to one-third of the total share capital; (III) when shareholders who individually or collectively hold more than 10% of total number of the Company's voting shares make a written request; (IV) when the board of directors deems it necessary; (V) when the board of directors proposes to convene; (VI) other circumstances stipulated by laws, administrative regulations, departmental rules, the securities regulatory rules of the places where the Company's shares are listed or the Articles of Association. 	<p>48 The Company shall convene an extraordinary general meeting within two months upon the occurrence of any of the following circumstances:</p> <ul style="list-style-type: none"> (I) when the number of directors is less than the quorum required by the Company Law or two-thirds of the number stipulated in the Articles; (II) when the Company's unrecovered losses amount to one-third of the total share capital; (III) when shareholders who individually or collectively hold more than 10% of total number of the Company's voting shares make a request; (IV) when the board of directors deems it necessary; (V) when the board of directors proposes to convene; (VI) other circumstances stipulated by laws, administrative regulations, departmental rules, the securities regulatory rules of the places where the Company's shares are listed or the Articles of Association.

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<p>A 46 In general, the venue for the Company's general meeting shall be the Company's domicile or the location of its office premises, with the detailed location to be specified in the notice of the general meeting. A meeting venue shall be set up and the general meeting shall be convened by way of physical meeting. The Company shall also provide online voting to facilitate shareholders in participating the general meeting. Any shareholders who participate in the meeting in the aforesaid manner shall be deemed as present.</p>	<p>A 49 In general, the venue for the Company's general meeting shall be the Company's domicile or the location of its office premises, with the detailed location to be specified in the notice of the general meeting. A meeting venue shall be set up and the general meeting shall be convened by way of physical meeting, . The Company shall also provide online voting to facilitate shareholders.</p>
<p>A 47 When convening a general meeting, the Company shall engage lawyers to give legal opinions and make announcements on the following matters:</p> <p>(I) whether the procedures for convening and holding the meeting comply with laws, administrative regulations and the Articles;</p> <p>.....</p>	<p>A 50 When convening a general meeting, the Company shall engage lawyers to give legal opinions and make announcements on the following matters:</p> <p>(I) whether the procedures for convening and holding the meeting comply with laws, administrative regulations and the Articles;</p> <p>.....</p>
<p>A 48 after being agreed by the simple majority of all independent directors.</p>	<p>A 51 after being agreed by the simple majority of all independent directors.</p>

B i. A	A i. A
<p data-bbox="164 229 785 640">A 49 The shall be entitled to propose to the board of directors to convene an extraordinary general meeting, and such proposal shall be made in writing. The board of directors shall, in accordance with the laws, administrative regulations and the Articles, furnish a written reply stating whether it agrees or disagrees with the convening of an extraordinary general meeting within ten days after receiving such proposal.</p> <p data-bbox="164 683 785 938">In the event that the board of directors agrees to convene an extraordinary general meeting, the notice of the meeting shall be issued within five days after the board passes the relevant resolution. Any changes to the original proposal made in the notice shall be approved by the .</p> <p data-bbox="164 981 785 1349">In the event that the board of directors disagrees to convene an extraordinary general meeting or does not furnish any reply within ten days after receiving such proposal, the board of directors shall be deemed as unable to perform or failed to perform its duty of convening a general meeting, in which case the may convene and preside over a general meeting by itself.</p>	<p data-bbox="809 229 1430 640">A 52 The shall propose to the board of directors to convene an extraordinary general meeting, and such proposal shall be made in writing. The board of directors shall, in accordance with the laws, administrative regulations and the Articles, furnish a written reply stating whether it agrees or disagrees with the convening of an extraordinary general meeting within ten days after receiving such proposal.</p> <p data-bbox="809 683 1430 938">In the event that the board of directors agrees to convene an extraordinary general meeting, the notice of the meeting shall be issued within five days after the board passes the relevant resolution. Any changes to the original proposal made in the notice shall be approved by the .</p> <p data-bbox="809 981 1430 1349">In the event that the board of directors disagrees to convene an extraordinary general meeting or does not furnish any reply within ten days after receiving such proposal, the board of directors shall be deemed as unable to perform or failed to perform its duty of convening a general meeting, in which case the may convene and preside over a general meeting by itself.</p>

B i. A	A i. A
<p data-bbox="164 229 783 715">A 50 Shareholders individually or jointly holding more than 10% of the shares of the Company shall be entitled to request the board of directors to convene an extraordinary general meeting, and such request shall be made in writing. The board of directors shall, in accordance with the laws, administrative regulations and the Articles, furnish a written reply stating whether it agrees or disagrees with the convening of the extraordinary general meeting within ten days after receiving such request.</p> <p data-bbox="164 753 783 1017">In the event that the board of directors agrees to convene an extraordinary general meeting, the notice of the meeting shall be issued within five days after the board passes the relevant resolution. Any changes to the original request made in the notice shall be agreed by the relevant shareholders.</p> <p data-bbox="164 1055 783 1421">In the event that the board of directors disagrees to convene an extraordinary general meeting or does not furnish any reply within ten days after receiving such request, shareholders individually or jointly holding more than 10% of the shares of the Company shall be entitled to propose to the board of directors to convene an extraordinary general meeting, and such proposal shall be made in writing.</p>	<p data-bbox="809 229 1428 715">A 53 Shareholders individually or jointly holding more than 10% of the shares of the Company shall request the board of directors to convene an extraordinary general meeting, and such request shall be made in writing. The board of directors shall, in accordance with the laws, administrative regulations and the Articles, furnish a written reply stating whether it agrees or disagrees with the convening of the extraordinary general meeting within ten days after receiving such request.</p> <p data-bbox="809 753 1428 1017">In the event that the board of directors agrees to convene an extraordinary general meeting, the notice of the meeting shall be issued within five days after the board passes the relevant resolution. Any changes to the original request made in the notice shall be agreed by the relevant shareholders.</p> <p data-bbox="809 1055 1428 1391">In the event that the board of directors disagrees to convene an extraordinary general meeting or does not furnish any reply within ten days after receiving such request, shareholders individually or jointly holding more than 10% of the shares of the Company shall propose to the board of directors to convene an extraordinary general meeting, and such proposal shall be made in writing.</p>

B 4. A 4.4	A 4. A 4.4
<p>In the event that the 4.4.4 agrees to convene an extraordinary general meeting, the notice of the meeting shall be issued within five days after receiving such request. Any changes to the original request made in the notice shall be agreed by the relevant shareholders.</p> <p>Failure of the 4.4.4 to issue the notice of general meeting within the prescribed time limit shall be deemed as failure of the 4.4.4 to convene and preside over a general meeting, and shareholders individually or jointly holding more than 10% of the Company's shares for more than 90 consecutive days are entitled to convene and preside over a general meeting on their own accord.</p>	<p>In the event that the 4.4.4 agrees to convene an extraordinary general meeting, the notice of the meeting shall be issued within five days after receiving such request. Any changes to the original request made in the notice shall be agreed by the relevant shareholders.</p> <p>Failure of the 4.4.4 to issue the notice of general meeting within the prescribed time limit shall be deemed as failure of the 4.4.4 to convene and preside over a general meeting, and shareholders individually or jointly holding more than 10% of the Company's shares for more than 90 consecutive days are entitled to convene and preside over a general meeting on their own accord.</p>
<p>A 51 Where the 4.4.4 or shareholders decide(s) to convene a general meeting on their own accord, the board of directors shall be notified in writing, and records shall be filed with the CSRC branch at the location of the Company and the 4.4.4.</p> <p>Prior to announcement on the resolutions passed at the general meeting, the shareholding of the shareholders convening such meeting shall not be less than 10%.</p> <p>The shareholders convening the meeting shall submit the relevant materials as a proof to the CSRC branch at the location of the Company and the 4.4.4 at the time of issuance of notice of the meeting and announcement on the resolutions passed at the meeting.</p>	<p>A 54 Where the 4.4.4 or shareholders decide(s) to convene a general meeting on their own accord, the board of directors shall be notified in writing, and records shall be filed with the 4.4.4.</p> <p>Prior to announcement on the resolutions passed at the general meeting, the shareholding of the shareholders convening such meeting shall not be less than 10%.</p> <p>The 4.4.4 shareholders convening the meeting shall submit the relevant materials as a proof to the 4.4.4 at the time of issuance of notice of the meeting and announcement on the resolutions passed at the meeting.</p>

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<p>52 For the general meetings convened by the</p>	<p>1,431,870</p>

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B i. A	A i. A
<p>A 59 After the notice of general meeting is issued, the general meeting shall not be postponed or canceled without a sound reason, and the proposals stated in the notice of general meeting shall not be canceled. In the event of any postponement or cancellation, the convener shall issue a notice and state the reasons at least two days before the original date of the general meeting. If there are special provisions under the securities regulatory rules of the places where the Company's shares are listed regarding the procedures for postponing or canceling general meetings, the provisions shall prevail to the extent that they do not violate the domestic regulatory requirements.</p>	<p>A 62 After the notice of general meeting is issued, the general meeting shall not be postponed or canceled without a sound reason, and the proposals stated in the notice of general meeting shall not be canceled. In the event of any postponement or cancellation, the convener shall issue a notice and state the reasons at least two ^w days before the original date of the general meeting. If there are special provisions under the securities regulatory rules of the places where the Company's shares are listed regarding the procedures for postponing or canceling general meetings, the provisions shall prevail to the extent that they do not violate the domestic regulatory requirements.</p>
<p>A 62 Individual shareholders attending meeting in person shall produce their identity cards or other valid documents or proof and stock account cards to prove their identity. In the case of attending by proxies, the proxies shall produce valid documents and the proxy forms from the shareholders to prove their identity. Any shareholder entitled to attend and vote at a general meeting shall have the right to appoint one or more persons (whether or not such persons are shareholders) as his/her proxy(ies) to attend and vote on his/her behalf.</p>	<p>A 65 Individual shareholders attending meeting in person shall produce their identity cards or other valid documents or proof to prove their identity. In the case of attending by proxies, the proxies shall produce valid documents and the proxy forms from the shareholders to prove their identity. Any shareholder entitled to attend and vote at a general meeting shall have the right to appoint one or more persons (whether or not such persons are shareholders) as his/her proxy(ies) to attend and vote on his/her behalf.</p>

B A	A A
<p>Where a shareholder is a legal entity, its legal representative or a proxy entrusted by such legal representative shall attend the meeting. If the meeting is attended by the legal representatives, they shall produce their identity cards and valid proof of their status as legal representatives; if the meeting is attended by agents of such legal representatives, such agents shall produce their identity cards and the written authorization letter legally issued by the legal representative of the legal entity shareholder (except for shareholders who are recognized clearing houses as defined by the relevant regulations in force from time to time under the Hong Kong laws or the securities regulatory rules of the places where the Company's shares are listed (the "Recognized Clearing Houses") and their agents).</p>	<p>Where a shareholder is a legal entity, its legal representative or a proxy entrusted by such legal representative shall attend the meeting. If the meeting is attended by the legal representatives, they shall produce their identity cards and valid proof of their status as legal representatives; if the meeting is attended by agents of such legal representatives, such agents shall produce their identity cards and the written authorization letter legally issued by the legal representative of the legal entity shareholder (except for shareholders who are recognized clearing houses as defined by the relevant regulations in force from time to time under the Hong Kong laws or the securities regulatory rules of the places where the Company's shares are listed (the "Recognized Clearing Houses") and their agents).</p>
<p>A 63 The proxy form for appointing a proxy to attend the general meeting issued by a shareholder shall include the following:</p> <ul style="list-style-type: none"> (I) the name of the proxy; (II) whether the proxy has the right to vote; (III) the instructions on voting for, against or abstaining from voting on each item on the agenda to be considered at the general meeting; (IV) the date of the proxy form and its validity period; (V) signature (or seal) of the principal. Where the principal is a corporate shareholder, the corporate seal shall be affixed or the proxy form shall be signed by the legal authorized person. 	<p>A 66 The proxy form for appointing a proxy to attend the general meeting issued by a shareholder shall include the following:</p> <ul style="list-style-type: none"> (I) whether the proxy has the right to vote; (II) the name of the proxy; (III) the instructions on voting for, against or abstaining from voting on each item on the agenda to be considered at the general meeting, .; (IV) the date of the proxy form and its validity period; (V) signature (or seal) of the principal. Where the principal is a corporate shareholder, the corporate seal shall be affixed or the proxy form shall be signed by the legal authorized person.

B A	A A
<p>64 The proxy form shall state whether the proxy may vote as he/she thinks fit in the absence of specific instructions from the shareholder.</p>	<p>A</p>
<p>65 Where a proxy form for appointing a voting proxy is signed by a person authorized by the appointing shareholder, the signed authorization letter or other authorization documents shall be notarized. The notarized authorization letter or other authorization documents and the proxy form shall, at least 24 hours prior to convening of the meeting or 24 hours prior to the designated time for the voting, be kept at the domicile of the Company or at such other places as designated in the notice of the meeting.</p>	

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<p>68 When a general meeting is convened, all the directors, supervisors and the secretary to the board of directors shall attend the meeting, and the chief executive officer and other members of the senior management shall be present at such meeting.</p>	
<p>W A</p>	<p>70 A general meeting convened by the board of directors shall be presided over by the chairman of the board of directors. If the chairman is unable to or fails to perform his/her duties, a director jointly elected by more than half of the directors shall preside over the meeting.</p>
<p>69 A general meeting shall be presided over by the chairman of the board of directors. If the chairman is unable to or fails to perform his/her duties, a director jointly elected by more than half of the directors shall preside over the meeting.</p> <p>For general meetings convened by the board of supervisors, the convener of the board of supervisors shall preside over the meeting. If the convener of the board of supervisors is unable to or fails to perform his/her duties, a supervisor jointly elected by more than half of the supervisors shall preside over the meeting.</p> <p>A general meeting convened by the shareholders shall be presided over by a representative elected by the conveners.</p> <p>Where the chairman of the general meeting violates the Articles and the rules of procedure when holding the meeting and as a result, the general meeting is unable to continue, subject to the consent of the shareholders with more than half of voting rights of all the shareholders attending the general meeting, the general meeting may nominate a person to act as the chairman of the meeting and such meeting may continue.</p>	<p>71 A general meeting shall be presided over by the chairman of the board of directors. If the chairman is unable to or fails to perform his/her duties, a director jointly elected by more than half of the directors shall preside over the meeting.</p>

B i. A	A i. A
<p>A 71 In the annual general meeting, the board of directors and the board of supervisors shall report to the general meeting their work done in the past year. Independent directors shall also submit a report on their duty performance to the annual meeting to explain their performance.</p>	<p>A 74 In the annual general meeting, the board of directors shall report to the general meeting their work done in the past year. Independent director shall also submit a report on their duty performance.</p>
<p>A 72 Directors, supervisors and senior management shall provide explanations and clarifications in relation to the enquiries and suggestions from the shareholders during the general meeting.</p>	<p>A 75 Directors and senior management shall provide explanations and clarifications in relation to the enquiries and suggestions from the shareholders during the general meeting.</p>
<p>A 74 The general meeting shall have minutes prepared by the secretary to the board of directors, which shall record the following:</p> <ul style="list-style-type: none"> (I) the time, venue, agenda of the meeting and name of the convener; (II) the name of the presiding officer of the meeting and directors, supervisors, chief executive officer and other senior management attending or present at the meeting; <p>.....</p>	<p>A 77 The general meeting shall have minutes prepared by the secretary to the board of directors, which shall record the following:</p> <ul style="list-style-type: none"> (I) the time, venue, agenda of the meeting and name of the convener; (II) the name of the presiding officer of the meeting and directors, senior management present at the meeting; <p>.....</p>
<p>A 75 The convener shall ensure that the contents of the minutes are true, accurate and complete. Directors, supervisors, secretary to the board of directors, conveners or their representatives and the chairman of the meeting shall sign on the minutes. The minutes of the meeting shall be kept together with the attendance record of the attending shareholders, authorization letters of proxies, valid information of online voting and voting by other means, for a period of not less than 10 years.</p>	<p>A 78 The convener shall ensure that the contents of the minutes are true, accurate and complete. Directors, secretary to the board of directors, conveners or their representatives and the chairman of the meeting shall sign on the minutes. The minutes of the meeting shall be kept together with the attendance record of the attending shareholders, authorization letters of proxies, valid information of online voting and voting by other means, for a period of not less than 10 years.</p>

B i. A	A i. A
<p data-bbox="164 229 783 342">A 77 Resolutions of a general meeting shall be classified as ordinary resolutions and special resolutions.</p> <p data-bbox="164 378 783 570">Ordinary resolutions of a general meeting shall be passed by votes representing more than 1/2 of the voting rights held by the shareholders (including their proxies) attending the general meeting.</p> <p data-bbox="164 606 783 793">Special resolutions of a general meeting shall be passed by votes representing more than 2/3 of the voting rights held by the shareholders (including their proxies) attending the general meeting.</p>	<p data-bbox="809 229 1428 342">A 80 Resolutions of a general meeting shall be classified as ordinary resolutions and special resolutions.</p> <p data-bbox="809 378 1428 527">Ordinary resolutions of a general meeting shall be passed by votes representing more than 1/2 of the voting rights held by the shareholders attending the general meeting.</p> <p data-bbox="809 563 1428 712">Special resolutions of a general meeting shall be passed by votes representing more than 2/3 of the voting rights held by the shareholders attending the general meeting.</p>
<p data-bbox="164 819 783 932">A 78 The following matters shall be approved by ordinary resolutions at a general meeting:</p> <ul style="list-style-type: none"> <li data-bbox="164 968 783 1044">(I) work reports of the board of directors and the board of supervisors; <li data-bbox="164 1081 783 1193">(II) profit distribution plan and loss make-up plan formulated by the board of directors; <li data-bbox="164 1229 783 1385">(III) appointment and dismissal of members of the board of directors and the board of supervisors, their remuneration and payment terms; <li data-bbox="164 1421 783 1498">(IV) annual financial budgets and final accounts of the Company; <li data-bbox="164 1534 783 1570">(V) the Company's annual report; <li data-bbox="164 1606 783 1825">(VI) matters other than those to be approved by special resolutions as stipulated in the laws, administrative regulations, securities regulatory rules of the places where the Company's shares are listed or the Articles. 	<p data-bbox="809 819 1428 932">A 81 The following matters shall be approved by ordinary resolutions at a general meeting:</p> <ul style="list-style-type: none"> <li data-bbox="809 968 1428 1004">(I) work reports of the board of directors; <li data-bbox="809 1040 1428 1153">(II) profit distribution plan and loss make-up plan formulated by the board of directors; <li data-bbox="809 1189 1428 1302">(III) appointment and dismissal of members of the board of directors, their remuneration and payment terms; <li data-bbox="809 1338 1428 1557">(IV) matters other than those to be approved by special resolutions as stipulated in the laws, administrative regulations, securities regulatory rules of the places where the Company's shares are listed or the Articles.

B 1.1. A 1.1.1	A 1.1. A 1.1.1
<p data-bbox="165 229 785 342">A 1.1. 79 The following matters shall be approved by special resolutions at a general meeting:</p> <ul style="list-style-type: none"> <li data-bbox="165 378 785 455">(I) increase or reduction of the registered capital of the Company; <li data-bbox="165 491 785 568">(II) division, merger, dissolution or change of corporate form of the Company; <li data-bbox="165 604 785 832">(III) amendments to the Articles of Association and its appendixes (including rules of procedure for the general meeting, rules of procedure for the board of directors and rules of procedure for the board of supervisors); <li data-bbox="165 868 785 1055">(IV) purchase or disposal of material assets by the Company within one year, or any guarantee with an amount exceeding 30% of the latest audited total assets of the Company; <li data-bbox="165 1091 785 1129">(V) equity incentive plans; <li data-bbox="165 1166 785 1242">(VI) spin-off of its subsidiaries for the purpose of listing; <li data-bbox="165 1278 785 1423">(VII) the issuance of shares, convertible corporate bonds, preferred shares and other classes of securities approved by the CSRC; <li data-bbox="165 1459 785 1536">(VIII) repurchase shares for the purpose of reducing registered capital; 	<p data-bbox="810 229 1430 342">A 1.1. 82 The following matters shall be approved by special resolutions at a general meeting:</p> <ul style="list-style-type: none"> <li data-bbox="810 378 1430 455">(I) increase or reduction of the registered capital of the Company; <li data-bbox="810 491 1430 568">(II) division, purchase, merger, dissolution or change of corporate form of the Company; <li data-bbox="810 604 1430 642">(III) amendments to the Articles; <li data-bbox="810 678 1430 866">(IV) purchase or disposal of material assets by the Company within one year, or any guarantee with an amount exceeding 30% of the latest audited total assets of the Company with an amount exceeding 30% of the latest audited total assets of the Company; <li data-bbox="810 902 1430 940">(V) equity incentive plans; <li data-bbox="810 976 1430 1242">(VI) other matters that need to be approved by special resolutions as stipulated by laws and regulations, securities regulatory rules of the places where the Company's shares are listed, the Articles of Association and the rules of procedure for the general meeting.

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<p>(IX) material asset restructuring;</p> <p>(X) a resolution of a general meeting of the listed company to voluntarily withdraw the listing and trading of its shares on the Shenzhen Stock Exchange and/or the Hong Kong Stock Exchange, and its decision to cease trading on stock exchanges or application for trading or transferring on another stock exchange;</p> <p>(XI) other matters that would have a material impact on the Company and therefore need to be approved by a special resolution as determined by a general meeting with an ordinary resolution;</p> <p>(XII) other matters that need to be approved by special resolutions as stipulated by laws and regulations, securities regulatory rules of the places where the Company's shares are listed, the Articles of Association and the rules of procedure for the general meeting.</p> <p>With respect to the proposals referred to in item (VI) and (X), in addition to the approval by votes representing more than two-thirds of the voting rights held by shareholders attending the general meeting, it shall be passed by votes representing more than two-thirds of the voting rights of other shareholders attending the general meeting other than the directors, supervisors, senior management and shareholders who individually or collectively hold more than 5% of the shares of the listed Company.</p>	

B 1 , A 1 , 1	A 1 , A 1 , 1
<p data-bbox="164 229 785 566">A 1 80 Shareholders (including their proxies) shall exercise their voting rights in respect of the number of voting shares they represent, and each share shall have one vote. When a poll is held, shareholders (including their proxies) having the right to cast two or more votes need not use all of their voting rights in the same way as “for”, “against” or “abstain”.</p> <p data-bbox="164 619 220 640">.....</p> <p data-bbox="164 678 785 1204">The board of directors, independent directors and shareholders holding more than 1% of the voting shares or the investor protection institutions established in accordance with laws, administrative regulations or the requirements of the W may act as solicitors, and publicly solicit the shareholders of the listed company, either by themselves or through an entrusted securities firm or securities service provider, to engage them as proxies to attend the general meeting and exercise shareholder’s rights such as rights to propose or vote on their behalf.</p>	<p data-bbox="809 229 1430 527">A 1 83 Shareholders shall exercise their voting rights in respect of the number of voting shares they represent, and each share shall have one vote. When a poll is held, shareholders (including their proxies) having the right to cast two or more votes need not use all of their voting rights in the same way as “for”, “against” or “abstain”.</p> <p data-bbox="809 580 865 602">.....</p> <p data-bbox="809 640 1430 863">The board of directors, independent directors and shareholders holding more than 1% of the voting shares or the investor protection institutions established in accordance with laws, administrative regulations or the requirements of the W</p>

B 1 , A 1 , 1	A 1 , A 1 , 1
<p>Any public solicitation of shareholders' rights shall comply with laws, administrative regulations, relevant requirements of the CSRC and relevant provisions of the Articles, make sufficient disclosure of solicitation documents containing information on specific proposals and voting preference to the shareholders from whom the voting rights are being solicited, and shall be prohibited if it is for the purpose of any compensation or disguised compensation. The Company shall not impose any inappropriate obstacles that impair the legitimate rights and interests of the shareholders, such as limitation in respect of the minimum shareholding proportion, on the solicitation of voting rights.</p> <p>Any public solicitation of shareholders' rights in violation of the laws, administrative regulations or relevant requirements of the securities regulatory authorities of the State Council, which causes the Company or its shareholders to suffer losses, shall be liable for compensation in accordance with the laws.</p>	
<p>A 1 82 While ensuring the lawfulness and validity of the general meetings, the Company shall facilitate the shareholders to attend the general meetings.</p>	<p>A 1</p>
<p>A 1 83 Save for any special circumstance such as a crisis, the Company shall not enter into any contracts with any person other than the directors, the chief executive officer and other senior management pursuant to which the management of all or a substantial part of the business of the Company will be given to such person, unless otherwise approved at the general meeting by a special resolution.</p>	<p>A 1 85 Save for any special circumstance such as a crisis, the Company shall not enter into any contracts with any person other than the directors and senior management pursuant to which the management of all or a substantial part of the business of the Company will be given to such person, unless otherwise approved at the general meeting by a special resolution.</p>

B i. A	A i. A
<p>A 85 When a voting is carried out on the election of directors or supervisors at a general meeting, the cumulative voting system may be adopted in accordance with the provisions under the Articles or the resolutions of the general meeting. Among them, the cumulative voting system may be adopted if two or more independent directors are elected at the general meeting or two or more directors or supervisors are elected by the Company in which a single shareholder and parties acting in concert with him or her are interested in 30% or more of the shares. The Company encourages shareholders to actively propose candidates for directors and supervisors in accordance with the Articles and to procure the election of directors and supervisors to be conducted by way of competitive election.</p> <p>The cumulative voting system referred to in the preceding paragraph means that when directors or supervisors are being elected at a general meeting, each share shall carry the same number of voting rights as the number of directors or supervisors to be elected, and the voting rights held by shareholders may be used collectively. Details for the implementation of the cumulative voting system shall be as follows:</p> <p>(I) Calculation of the number of votes in the cumulative voting:</p> <p>.....</p> <p>3. The secretary to the board of directors of the Company shall announce the cumulative votes of each shareholder before each round of cumulative voting. Any shareholders, independent directors of the Company, supervisors of the Company, scrutineers of the current general meeting, witness lawyers or notaries who have any objection to the announced results shall check the results immediately.</p> <p>.....</p>	<p>A 87 When a voting is carried out on the election of directors at a general meeting, the cumulative voting system may be adopted in accordance with the provisions under the Articles or the resolutions of the general meeting. Among them, the cumulative voting system may be adopted if two or more independent directors are elected at the general meeting or by a single shareholder with the cumulative voting system entitled to the cumulative voting:</p> <p>.....</p> <p>3. The secretary to the board of directors</p>

B i. A	A i. A
<p data-bbox="164 229 785 491">90 Before the proposal is voted on at a general meeting, two shareholder representatives shall be elected for vote counting and scrutinizing. Shareholders who the the matter under consideration and their proxies shall not count the votes and scrutinize the poll.</p> <p data-bbox="164 534 785 832">When a proposal is voted on at the general meeting, the lawyers, the representatives of the shareholders and supervisors shall be jointly responsible for vote counting and scrutinizing, and the voting results shall be announced promptly at the meeting. The voting results of such resolution shall be recorded in the minutes of the meeting.</p> <p data-bbox="164 868 785 1017">Shareholders of a listed company or their proxies who vote online or by other means shall be entitled to verify their voting results in the corresponding voting system.</p>	<p data-bbox="810 229 1431 491">92 Before the proposal is voted on at a general meeting, two shareholder representatives shall be elected for vote counting and scrutinizing. Shareholders who the the matter under consideration and their proxies shall not count the votes and scrutinize the poll.</p> <p data-bbox="810 534 1431 906">When a proposal is voted on at the general meeting, the lawyers, the representatives of the shareholders (and supervisors) shall be jointly responsible for vote counting and scrutinizing, and the voting results shall be announced promptly at the meeting. The voting results of such resolution shall be recorded in the minutes of the meeting.</p> <p data-bbox="810 942 1431 1091">Shareholders of a listed company or their proxies who vote online or by other means shall be entitled to verify their voting results in the corresponding voting system.</p>

B 1. A 1.1	A 1. A 1.1
<p data-bbox="164 229 783 491">A 91 The onsite general meeting shall not be concluded earlier than the online meeting or that held by other means, and the presider of the meeting shall announce the voting and results of each proposal and whether the proposal is passed according to the voting results.</p> <p data-bbox="164 527 783 863">Before the voting results are officially announced, the listed company, vote counters, scrutineers, substantial shareholders, Internet services providers and other relevant parties involved in the onsite general meeting, online meeting or that held by other means shall be under an obligation to keep the voting results strictly confidential.</p>	<p data-bbox="809 229 1428 491">A 93 The onsite general meeting shall not be concluded earlier than the online meeting or that held by other means, and the presider of the meeting shall announce the voting and results of each proposal and whether the proposal is passed according to the voting results.</p> <p data-bbox="809 527 1428 832">Before the voting results are officially announced, the listed company, vote counters, scrutineers, shareholders, Internet services providers and other relevant parties involved in the onsite general meeting, online meeting or that held by other means shall be under an obligation to keep the voting results strictly confidential.</p>
<p data-bbox="164 889 783 1115">A 96 Where a proposal in relation to the election of directors or supervisors is passed at a general meeting, the term of office of the new directors or supervisors shall commence on the date on which the proposal is passed.</p>	<p data-bbox="809 889 1428 1081">A 98 Where a proposal in relation to the election of directors is passed at a general meeting, the term of office of the new directors shall commence on the date on which the proposal is passed.</p>

<p style="text-align: center;">B</p>	<p style="text-align: center;">A</p>
<p style="text-align: center;">ARTICLE 5 BOARD OF DIRECTORS</p>	<p style="text-align: center;">ARTICLE 5 BOARD OF DIRECTORS</p>
<p style="text-align: center;">1 Directors</p>	<p style="text-align: center;">1 Directors</p>
<p>98 Directors of the Company may include executive directors, non-executive directors and independent directors. Non-executive directors refer to directors who do not hold operational management positions in the Company, and independent directors refer to persons who meet the provisions of Article 107 of the Articles (consistent with the meaning of “independent non-executive director” in the Hong Kong Listing Rules). The director of the Company shall be a natural person. A person may not serve as a director of the Company if any of the following circumstances applies:</p> <p>(I) persons who have no or restricted capacity for civil conduct;</p> <p>(II) persons who were sentenced to criminal punishment for corruption, bribery, embezzlement of property, misappropriation of property or disrupting the socialist market economic order, where less than five years have lapsed since the expiration of the execution period, or who have been deprived of political rights due to any criminal offenses, where less than five years have lapsed since the expiration of the execution period, and less than two years have lapsed since the date of the expiration of the probation period if probation is announced;</p> <p>.....</p>	<p>100 Directors of the Company may include executive directors, non-executive directors and independent directors. Non-executive directors refer to directors who do not hold operational management positions in the Company, and independent directors refer to persons who meet the provisions of Article 109 of the Articles (consistent with the meaning of “independent non-executive director” in the Hong Kong Listing Rules). The director of the Company shall be a natural person. A person may not serve as a director of the Company if any of the following circumstances applies:</p> <p>(I) persons who have no or restricted capacity for civil conduct;</p> <p>(II) persons who were sentenced to criminal punishment for corruption, bribery, embezzlement of property, misappropriation of property or disrupting the socialist market economic order or who have been deprived of political rights due to any criminal offenses, where less than five years have lapsed since the expiration of the execution period, and less than two years have lapsed since the date of the expiration of the probation period if probation is announced;</p> <p>.....</p>

B i l l A r t i c l e	A r t i c l e
<p>(V) persons who are listed as defaulters by a people’s court since he/she has a substantial amount of personal debts due and unsettled;</p> <p>(VI) persons who are penalized by CSRC to be prohibited from participating in the securities markets by serving as directors, supervisors or senior management of a listed company with a period yet to be expired;</p> <p>(VII) persons who are publicly determined by a stock exchange as unsuitable to serve as directors, supervisors or senior management of a listed company with a period yet to be expired;</p> <p>(VIII) other circumstances stipulated in laws, administrative regulations, departmental rules or the listing rules of the places where the Company’s shares are listed.</p> <p>If the election or appointment of a director is in violation of this article, such election, appointment or employment shall be invalid. If any of the circumstances under this article occurs during the period of employment of a director, the Company shall dismiss the director from his/her duties and re-elect a director in accordance with the provisions of the Articles.</p>	<p>(V) persons who are listed as defaulters by a people’s court since he/she has a substantial amount of personal debts due and unsettled;</p> <p>(VI) persons who are penalized by CSRC to be prohibited from participating in the securities markets with a period yet to be expired;</p> <p>(VII) persons who are publicly determined by a stock exchange as unsuitable to serve as directors or senior management of a listed company, . with a period yet to be expired;</p> <p>(VIII) other circumstances stipulated in laws, administrative regulations, departmental rules or the listing rules of the places where the Company’s shares are listed.</p> <p>If the election or appointment of a director is in violation of this article, such election, appointment or employment shall be invalid. If any of the circumstances under this article occurs during the period of employment of a director, the Company shall dismiss the director from his/her duties, . and re-elect a director in accordance with the provisions of the Articles.</p>

B i, A	A i, A
<p>A 99 Directors shall be elected or replaced at a general meeting, and the specific election and appointment procedures are set out in Articles 84, 85 and 86 of the Articles. Each term of office of a director shall be three years. Upon the expiry of a director's term of office, the director may be re-elected and re-appointed in accordance with the provisions of the securities regulatory rules of the places where the Company's shares are listed. Any director may be removed from office prior to the expiry of his/her term of office by an ordinary resolution passed at a general meeting, provided that such removal shall not prejudice the director's claim for damages under any contract.</p> <p>The term of office of a director who is re-elected or appointed to fill a casual vacancy shall commence from the date of taking office, until the current term of office of the board of directors ends.</p> <p>A director shall continue to perform his/her duties as a director in accordance with the laws, administrative regulations, departmental rules and the Articles until a re-elected director takes office, if re-election is not conducted in a timely manner upon the expiry of his/her term of office.</p>	<p>A 101 Directors shall be elected or replaced at a general meeting, and the specific election and appointment procedures are set out in Articles 84, 85 and 86 of the Articles. Each term of office of a director shall be three years. Upon the expiry of a director's term of office, the director may be re-elected and re-appointed in accordance with the provisions of the securities regulatory rules of the places where the Company's shares are listed.</p> <p>The term of office of a director shall commence from the date of taking office, until the current term of office of the board of directors ends.</p> <p>A director shall continue to perform his/her duties as a director in accordance with the laws, administrative regulations, departmental rules and the Articles until a re-elected director takes office, if re-election is not conducted in a timely manner upon the expiry of his/her term of office.</p> <p>The senior management may concurrently serve as a director, provided that the aggregate number of the directors who concurrently serve as the senior management and directors who are employee representatives, shall not exceed 1/2 of all the directors of the Company.</p>

B i. A	A i. A
<p>A director appointed by the board of directors to fill a casual vacancy or as an addition to the board of directors shall hold office for a term commencing from the date of his/her appointment until the first annual general meeting after his/her appointment, and shall then be eligible for re-election and re-appointment.</p> <p>The chief executive officer or other senior management may concurrently serve as a director, provided that the aggregate number of the directors who concurrently serve as the chief executive officer or senior management and directors who are employee representatives, shall not exceed 1/2 of all the directors of the Company.</p> <p>After consideration and approval at a general meeting through a separate resolution, the board of directors of the Company may have a certain percentage of employee representatives as directors. The employee representatives of the board of directors shall be elected at the employee representatives' meeting, employee meeting or otherwise democratically, and shall directly sit on the board of directors.</p>	<p>The board of directors shall have the authority to elect and remove directors. The employee representatives of the board of directors shall be elected at the employee representatives' meeting, employee meeting or otherwise democratically, and shall directly sit on the board of directors.</p>

B i l l A r t i c l e	A r t i c l e
<p>Article 100 The directors shall comply with laws, administrative regulations and the Articles, and shall bear the following fiduciary obligations towards the Company:</p> <p>(I) shall not accept any bribery or other illegal income by using his/her powers and position, or embezzle the properties of the Company in any manner;</p> <p>(II) shall not misappropriate the Company's funds;</p> <p>(III) shall not deposit the Company's assets or funds in an account under his/her own name or the name of other individuals;</p> <p>(IV) shall not, in violation of the Articles, provide loans to others using the Company's funds or provide guarantee for others with properties of the Company without the consent of the general meeting or the board of directors;</p>	<p>Article 102 The directors shall comply with laws, administrative regulations and the Articles, and shall bear the following fiduciary obligations towards the Company:</p> <p>(I) shall not embezzle the properties of the Company;</p> <p>(II) shall not deposit the Company's funds in an account under his/her own name or the name of other individuals;</p> <p>(III) shall not provide loans to others using the Company's funds or provide guarantee for others with properties of the Company without the consent of the general meeting or the board of directors;</p> <p>(IV) shall not, in violation of the Articles, provide loans to others using the Company's funds or provide guarantee for others with properties of the Company without the consent of the general meeting or the board of directors;</p>

B i l l A r t i c l e	A r t i c l e
<p>(V) shall not enter into any contract or transaction with the Company in violation of the provisions of the Articles or without the consent of the general meeting;</p> <p>(VI) shall not make use of his/her position to procure business opportunities that should otherwise belong to the Company for himself/herself or others; or to engage in the same business as the Company for his/her own account or for the benefits of any other persons without consent of the general meeting;</p> <p>(VII) shall not accept commissions from the Company's transactions for their own benefit;</p> <p>(VIII) shall not disclose confidential information of the Company without authorization;</p> <p>(IX) shall not abuse his/her connected relationship to the detriment of the interests of the Company;</p> <p>(X) other fiduciary obligations stipulated by laws, administrative regulations, departmental rules, securities regulatory rules of the places where the Company's shares are listed and the Articles.</p> <p>Income generated by a director from violation of the provisions of this Article shall belong to the Company; where the Company suffers losses thereto, the director shall be liable for compensation.</p>	<p>(V) shall not enter into any contract or transaction with the Company in violation of the provisions of the Articles or without the consent of the general meeting;</p> <p>(VI) shall not make use of his/her position to procure business opportunities that should otherwise belong to the Company for himself/herself or others; or to engage in the same business as the Company for his/her own account or for the benefits of any other persons without consent of the general meeting;</p> <p>(VII) shall not accept commissions from the Company's transactions for their own benefit;</p> <p>(VIII) shall not disclose confidential information of the Company without authorization;</p> <p>(IX) shall not abuse his/her connected relationship to the detriment of the interests of the Company;</p> <p>(X) other fiduciary obligations stipulated by laws, administrative regulations, departmental rules, securities regulatory rules of the places where the Company's shares are listed and the Articles.</p> <p>Income generated by a director from violation of the provisions of this Article shall belong to the Company; where the Company suffers losses thereto, the director shall be liable for compensation.</p>

B i l l A r t i c l e s	A r t i c l e s
	<p>2. The Board of Directors shall (v) ...</p> <p>... shall sign written confirmation on</p>
<p>Article 101 Directors shall abide by laws, administrative regulations and the Articles, and shall bear the following duty of diligence towards the Company:</p> <p>.....</p> <p>(IV) shall sign written confirmation on</p>	

B i. A	A i. A
<p>A 103 A director may resign before expiry of his/her term of office. A resigning director shall submit a written resignation report to the board of directors. The board of directors shall make disclosure of relevant information within two days.</p> <p>The Company shall complete a by-election within sixty days after a director tenders his/her resignation to ensure that the composition of the board of directors and its special committees is in compliance with laws and regulations as well as securities regulatory rules of the places where the Company's shares are listed and the Articles.</p> <p>Where the number of members of the board of directors falls below the minimum requirement due to the resignation of any director, or the proportion of independent directors in the board of directors or its special committees does not meet the requirements of the laws and regulations as well as securities regulatory rules of the places where the Company's shares are listed or the Articles as a result of resignation of any independent director, or there is no accounting professional among independent directors, before a newly elected director takes office, the original director shall perform his/her duties as a director in accordance with laws, administrative regulations, departmental rules and the Articles.</p> <p>Save for the circumstances set out in the preceding paragraph, the resignation of a director shall take effect when the resignation report is delivered to the board of directors.</p>	<p>A 105 A director may resign before expiry of his/her term of office. A resigning director shall submit a written resignation report to the board of directors. The board of directors shall make disclosure of relevant information within two days.</p> <p>The Company shall complete a by-election within sixty days after a director tenders his/her resignation to ensure that the composition of the board of directors and its special committees is in compliance with laws and regulations as well as securities regulatory rules of the places where the Company's shares are listed and the Articles.</p> <p>Where the number of members of the board of directors falls below the minimum requirement due to the resignation of any director, or the proportion of independent directors in the board of directors or its special committees does not meet the requirements of the laws and regulations as well as securities regulatory rules of the places where the Company's shares are listed or the Articles as a result of resignation of any independent director, or there is no accounting professional among independent directors, before a newly elected director takes office, the original director shall perform his/her duties as a director in accordance with laws, administrative regulations, departmental rules and the Articles.</p> <p>Save for the circumstances set out in the preceding paragraph, the resignation of a director shall take effect when the resignation report is delivered to the board of directors.</p>

B	A
<p>104 When a director's resignation takes effect or his/her term of office expires, he/she shall duly complete all handover procedures with the board of directors. His/her fiduciary obligations towards the Company and shareholders shall not necessarily cease after the expiry of his/her term of office. Within three months after his/her resignation takes effect or his/her term of office expires, the director's fiduciary obligations as set forth in Article 100 of the Articles shall continue to be in effect, and the obligation of confidentiality therein shall be perpetual.</p>	<p>106 When a director's resignation takes effect or his/her term of office expires, he/she shall duly complete all handover procedures with the board of directors. His/her fiduciary obligations towards the Company and shareholders shall not necessarily cease after the expiry of his/her term of office. Within three months after his/her resignation takes effect or his/her term of office expires, the director's fiduciary obligations as set forth in the Articles shall continue to be in effect, and the obligation of confidentiality therein shall be perpetual.</p>
<p>106</p>	<p>107</p>
<p>106 If a director violates laws, administrative regulations, departmental rules or the provisions of the Articles when performing his/her duties and causes losses to the Company, he/she shall be liable for compensation.</p>	<p>109</p> <p>If a director violates laws, administrative regulations, departmental rules or the provisions of the Articles when performing his/her duties and causes losses to the Company, he/she shall be liable for compensation.</p>

B 類 公 司 章 程	A 類 公 司 章 程
<p>A 類 107 The methods of nomination and election procedures for independent directors shall be carried out in accordance with the relevant provisions of laws, administrative regulations and departmental rules. The Company may have independent directors, and the number of independent directors shall be not less than three and account for at least one-third of the board of directors. Independent directors shall be independent in accordance with the securities regulatory rules of the places where the Company's shares are listed. The specific qualifications, powers and authorities and rules of procedures of independent directors are stipulated in the Policy of Independent Non-Executive Directors (《獨立非執行董事制度》) of the Company.</p> <p>Any independent director who does not have the qualifications or capacity of independent director, or fails to perform his/her duties independently, or fails to safeguard the legitimate rights and interests of the Company and small and medium-sized investors, shareholders individually or jointly holding more than one percent of the Company's shares may submit proposals to the board of directors of the Company in relation to their queries against the independent director or his/her dismissal. The independent director concerned shall promptly provide explanation on the queries and make disclosure thereof. The board of directors of the listed company shall promptly hold a special meeting for discussions upon receipt of the relevant proposals of queries or dismissal and disclose the discussion results.</p>	<p>公 司 章 程</p>

B i . . A	A i . . A
<p>A 109 The board of directors shall consist of ten directors, comprising four executive directors, two non-executive directors and four independent non-executive directors. The Company shall have one chairman.</p>	<p>A 111 The board of directors shall consist of ten directors, comprising four executive directors, two non-executive directors and four independent non-executive directors. The Company shall have one chairman,</p>
<p>A 110 The board of directors shall exercise the following functions and authority:</p> <p>.....</p> <p>(IV) formulate the Company's annual financial budget plan and final accounts plan;</p> <p>.....</p> <p>(VIII) within the scope authorized by the general meeting or the Articles, decide on matters such as the Company's external investment, acquisition and sale of assets, asset pledges, external guarantees, entrusted financial management and related transactions; matters beyond the scope of authorization shall be submitted to the general meetings for consideration.</p> <p>.....</p> <p>(X) appoint or dismiss the Company's chief executive officer and secretary to the board of directors; appoint or dismiss the Company's president, and other senior management based on the nomination of the chief executive officer, and decide on the matters in relation to their remuneration, rewards and punishments;</p> <p>(XI) formulate the Company's basic management system;</p> <p>.....</p> <p>(XVIII) other functions and authority conferred by laws, administrative regulations, departmental rules, securities regulatory rules of the places where the Company's shares are listed or the Articles.</p>	<p>A 112 The board of directors shall exercise the following functions and authority:</p> <p>.....</p> <p>(VII) within the scope authorized by the general meeting or the Articles, decide on matters such as the Company's external investment, acquisition and sale of assets, asset pledges, external guarantees, entrusted financial management and related transactions;</p> <p>.....</p> <p>(IX) appoint or dismiss the Company's chief executive officer and secretary to the board of directors; appoint or dismiss the Company's president, and other senior management based on the nomination of the chief executive officer, and decide on the matters in relation to their remuneration, rewards and punishments;</p> <p>(X) formulate the Company's basic management system;</p> <p>.....</p> <p>(XVII) other functions and authority conferred by laws, administrative regulations, departmental rules, securities regulatory rules of the places where the Company's shares are listed or the Articles.</p>

B i, A i	A i, A i
	<p>4. τ () 10% \square B1 \cdot B_1 50% \square B5 ;</p> <p>5. τ () 10% \square B10 \cdot B_{10} 50% \square B50 ;</p>

B 115 A 115	A 117 A 117
	<p>(v) W</p> <p>(v)</p>
<p>A 115 The chairman shall exercise the following functions and authority:</p> <p>.....</p> <p>(VII) the chairman shall have the right to decide on external loans, external investments and asset acquisitions that account for less than 10% of the Company's latest total audited net assets;</p> <p>(VIII) the chairman shall have the right to decide on the leasing, entrusted operation, joint operation with others, purchase, sale, loss reporting, replacement, pledge or liquidation of assets that account for less than 10% of the Company's latest total audited net assets;</p> <p>(IX) other functions and authority conferred by the board of directors.</p> <p>.....</p>	<p>A 117 The chairman shall exercise the following functions and authority:</p> <p>.....</p> <p>(VII) other functions and authority conferred by the board of directors.</p> <p>.....</p>

B i. A	A i. A
<p>A 116 If the chairman is unable to perform his/her duties or fails to perform his/her duties, a director jointly nominated by more than half of the directors shall perform such duties.</p>	<p>A 118 If the chairman is unable to perform his/her duties or fails to perform his/her duties, a director jointly nominated by more than half of the directors shall perform such duties.</p>
<p>A 117 The board of directors shall hold at least four meetings each year, which shall be convened by the chairman and shall notify all directors and supervisors in writing 14 days prior to the meeting.</p>	<p>A 119 The board of directors shall hold at least four meetings each year, which shall be convened by the chairman and shall notify all directors in writing 14 days prior to the meeting.</p>
<p>A 118 Shareholders representing more than one-tenth of the voting rights, more than one-third of the directors and more than half of the independent directors or the board may propose to hold an extraordinary meeting of the board of directors. The chairman shall convene and preside over a board meeting within ten days after receiving the proposal.</p>	<p>A 120 Shareholders representing more than one-tenth of the voting rights, more than one-third of the directors and more than half of the independent directors or the board may propose to hold an extraordinary meeting of the board of directors. The chairman shall convene and preside over a board meeting within ten days after receiving the proposal.</p>

B i, A	A i, A
<p>A 122 If any director is related to the enterprise involved in the resolution at a board meeting, the said director shall not exercise his/her voting rights on the said resolution for himself/herself or on behalf of another director. Such board meeting may be held when more than half of the non-related directors attend the meeting. The resolution of such board meeting shall be passed by more than half of the non-related directors. If the number of non-related directors attending the board meetings is fewer than three, the matters shall be submitted to the general meeting for consideration. Where the laws and regulations and securities regulatory rules of the places where the Company's shares are listed have any additional restrictions in respect of the participation and voting by directors in board meetings, such provisions shall prevail.</p>	<p>A 124 If any director is related to the enterprise involved in the resolution at a board meeting, shall not exercise his/her voting rights on the said resolution for himself/herself or on behalf of another director. Such board meeting may be held when more than half of the non-related directors attend the meeting. The resolution of such board meeting shall be passed by more than half of the non-related directors. If the number of non-related directors attending the board meetings is fewer than three, the matters shall be submitted to the general meeting for consideration. Where the laws and regulations and securities regulatory rules of the places where the Company's shares are listed have any additional restrictions in respect of the participation and voting by directors in board meetings, such provisions shall prevail.</p>
<p>A</p>	<p>A 125</p>
<p>A</p>	<p>3</p>

B i A	A i A
	<p>(1) <i>de facto</i></p> <p>(2) <i>de facto</i></p> <p>(3) <i>de facto</i></p> <p>(4) <i>de facto</i></p>

B i A	A i A
	<p>(v₁₁)</p> <p>de facto</p> <p>(v₁₂)</p> <p>(v₁₃)</p>

