

## SHARE CAPITAL

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#### Immediately before the [REDACTED]

As of the Latest Practicable Date, our registered capital was RMB229,066,666, divided into 229,066,666 [REDACTED] Shares with a nominal value of RMB1.00 each.

#### Upon the Completion of the [REDACTED]

Immediately following the completion of the [REDACTED] assuming the [REDACTED] is not exercised, the share capital of our Company will be as follows:

<u>Description of Shares</u>	<u>Number of Shares</u>	<u>Approximate % of the share capital</u>
[REDACTED] Shares in issue <sup>(1)</sup> . . . . .	[REDACTED]	[REDACTED]
[REDACTED] converted from [REDACTED] Shares <sup>(2)</sup> . .	[REDACTED]	[REDACTED]
[REDACTED] to be issued pursuant to the [REDACTED] . . . . .	<u>[REDACTED]</u>	<u>[REDACTED]</u>
Total . . . . .	<u>[REDACTED]</u>	<u>100.00%</u>

Assuming the [REDACTED] is exercised in full, the share capital of our Company upon completion of the [REDACTED] will be as follows:

<u>Description of Shares</u>	<u>Number of Shares</u>	<u>Approximate % of the share capital</u>
[REDACTED] Shares in issue <sup>(1)</sup> . . . . .	[REDACTED]	[REDACTED]
[REDACTED] converted from [REDACTED] Shares <sup>(2)</sup> . .	[REDACTED]	[REDACTED]
[REDACTED] to be issued pursuant to the [REDACTED] . . . . .	<u>[REDACTED]</u>	<u>[REDACTED]</u>
Total . . . . .	<u>[REDACTED]</u>	<u>100.00%</u>

*Notes:*

- (1) The [REDACTED] Shares in issue refer to 64,760,000 [REDACTED] Shares held by Mr. Wang Zhongshan, [REDACTED] [REDACTED] Shares held by Ms. Zhang Xiuqin, [REDACTED] [REDACTED] Shares held by Tianjin Yuanjinmeng, [REDACTED] [REDACTED] Shares by Jinmeng Partnership, [REDACTED] [REDACTED] Shares held by Jinyuan Partnership, and [REDACTED] [REDACTED] Shares held by Jinlong Partnership.
- (2) Following the completion of the [REDACTED] and subject to the approvals of the CSRC, [REDACTED] [REDACTED] Shares held by Mr. Zhao Duxue (趙篤學), [REDACTED] [REDACTED] Shares held by Ms. Huang Yi (黃怡), [REDACTED] [REDACTED] Shares held by Ms. Zhang Yizhen (張義貞), [REDACTED] [REDACTED] Shares held by Mr. Zhang Jianjun (張建軍), [REDACTED] [REDACTED] Shares held by Tianjin Haikai Xinchuang and [REDACTED] [REDACTED] Shares by CITIC Securities Investment will be converted into [REDACTED] on a one-for-one basis and [REDACTED] on the Stock Exchange for trading.

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### SHARES OF OUR COMPANY

The [REDACTED], to be issued following the completion of the [REDACTED] and converted from the [REDACTED] Shares, and the [REDACTED] Shares are ordinary Shares in the share capital of our Company, all of which are considered as one class of Shares. Apart from certain qualified domestic institutional [REDACTED] in the PRC, qualified PRC [REDACTED] under the Shanghai-Hong Kong Stock Connect and the Shenzhen-Hong Kong Stock Connect and other persons entitled to hold [REDACTED] pursuant to the relevant PRC laws and regulations or upon approval by any competent authorities, [REDACTED] generally may not be subscribed for by, or traded between, [REDACTED] of the PRC. [REDACTED] may only be subscribed for and traded in Hong Kong dollars.

[REDACTED] Shares and [REDACTED] are regarded as one class of Shares under our Articles of Association and will rank *pari passu* with each other in all other respects and, in particular, will rank equally for all dividends or distributions declared, paid or made after the date of this document. Dividends in respect of our Shares may be paid by us in Hong Kong dollars or Renminbi, as the case may be. In addition to cash, dividends may be distributed in the form of Shares.

### CONVERSION OF OUR [REDACTED] SHARES INTO [REDACTED]

According to the regulations issued by the CSRC and our Articles of Association, the holders of our [REDACTED] Shares may, at their own option, authorize the Company to apply to the CSRC for conversion of their respective [REDACTED] Shares to [REDACTED], and such converted Shares may be [REDACTED] and traded on an overseas stock exchange provided that the conversion, [REDACTED] and trading of such converted Shares have been approved by the securities regulatory authorities of the State Council. Additionally, such conversion, trading and [REDACTED] shall meet any requirement of internal approval process and in all respects comply with the regulations prescribed by the securities regulatory authorities of the State Council and the regulations, requirements and procedures prescribed by the relevant overseas stock exchange. Save as disclosed in this document and to the best knowledge of our Directors, we are not aware of the intention of such existing Shareholders to convert their [REDACTED] Shares.

If any of the [REDACTED] Shares are to be converted, [REDACTED] and traded as [REDACTED] on the Stock Exchange, the approvals of the relevant PRC regulatory authorities, including the CSRC, and the approval of the Stock Exchange are necessary for such conversion. Based on the procedures for the conversion of [REDACTED] Shares into [REDACTED] as set forth below, before any proposed conversion after the [REDACTED], we will apply for the [REDACTED] of all or any portion of the [REDACTED] Shares on the Stock Exchange as [REDACTED] to ensure that the conversion process can be completed promptly upon notice to the Stock Exchange and delivery of Shares for entry on the [REDACTED] register. As the [REDACTED] of additional Shares after the [REDACTED] on the Stock Exchange is ordinarily considered by the Stock Exchange to be a purely administrative matter, it does not require such prior application for [REDACTED] at the time of our [REDACTED] in Hong Kong. No Shareholder voting is required for the conversion of such Shares or the [REDACTED] and trading of such converted Shares on an overseas stock exchange. Any application for [REDACTED] of the

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converted shares on the Stock Exchange after our initial [REDACTED] is subject to prior notification by way of announcement to inform our Shareholders and the public of any proposed conversion.

After all the requisite approvals have been obtained, the relevant [REDACTED] Shares will be withdrawn from the [REDACTED] Share register, and our Company will re-register such Shares on the [REDACTED] register maintained in Hong Kong and instruct the [REDACTED] to issue [REDACTED] certificates. Registration on the [REDACTED] register of our Company will be on the conditions that (i) the [REDACTED] lodges with the Stock Exchange a letter confirming the entry of the relevant [REDACTED] on the [REDACTED] register and the due dispatch of [REDACTED] certificates; and (ii) the admission of the [REDACTED] to be traded on the Stock Exchange complies with the Listing Rules and the [REDACTED] and the [REDACTED] in force from time to time. Until the converted Shares are re-registered on the [REDACTED] register of our Company, such Shares would not be [REDACTED] as [REDACTED].

### RESTRICTIONS OF SHARE TRANSFER

The PRC Company Law provides that in relation to the public share offering of a company, the shares of the company which have been issued prior to the offering shall not be transferred within one year from the date of the [REDACTED]. Accordingly, Shares issued by our Company prior to the [REDACTED] shall be subject to this statutory restriction and shall not be transferred for a period of one year from the [REDACTED].

Our Directors, Supervisors and members of the senior management of our Company shall declare their shareholdings in our Company and any changes in their shareholdings. Shares transferred by our Directors, Supervisors and members of the senior management each year during their term of office shall not exceed 25% of their total respective shareholdings in our Company. The Shares that the aforementioned persons held in our Company cannot be transferred within one year from the date on which the Shares are [REDACTED] and traded, nor within half a year after they leave their positions in our Company. The Articles of Association may contain other restrictions on the transfer of the Shares held by our Directors, Supervisors and members of senior management of our Company.

For details of the lock-up undertaking given by our Controlling Shareholders pursuant to Rule 10.07 of the Listing Rules, see “[REDACTED].

### SHAREHOLDERS’ GENERAL MEETINGS

For details of circumstances under which our general Shareholders’ meeting is required, see “Appendix VI — Summary of Articles of Association”.