ARTICLES OF ASSOCIATION
OF

Beijing Jingneng Clean Energy Co., Limited
北京京能清潔能源電力股份有限公司

(Incorporated in the People's Republic of China with limited liability)

(Applicable after the issue of H shares)

(As adopted pursuant to a written resolution passed at the first extraordinary general meeting of the Company in 2010 held on 16 November 2010, and as revised pursuant to written resolutions passed at the first extraordinary general meeting of the Company in 2013 held on 17 December 2013, the first extraordinary general meeting of the Company in 2014 held on 28 October 2014 and the first extraordinary general meeting of the Company in 2018 held on 13 February 2018)

* T. d o e. . . a , e a ed C. e e a d . E . e . . . f a ad , ed . e , a e. de ' e e a ee. . f . e C , a a d f efe e ce . I ca e f a . c . . . e c be ee . e C. e e e . . . a d . e E . e . , . e C. e e e . . . a , e a .

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Article 4

Add e f e C a : R 118, N .1 Z G a Ea R ad, Bada Ec c
De e e Z e, Ya C , Be
P a c de: 100028
Te e e N .: 010-64469988
Fa N .: 010-64469736

Article 5

T e c a a f e b a d f d ec e C a ' e a e e a e.

Article 6

T e C a a e e a c ed c a .

Article 7

A e C a ' a e a e d ded e a a e. Eac a e de e b e e C a
b c bed a e. T e C a e b e f deb a e.

Article 8

A ed a e a e e a ee a d b e e a a e f e a e, A c e
f A c a a e effec e da e e ea ed f e a e ed b e C a a e
ed a d c e ce dea T e S c E c a e f H K L ed. F e effec e da e f
A c e f A c a , A c e f A c a a e ace e a c e f a c a f e
C a c a bee f ed e d a d c e ce ad a .

Article 9

F e effec e da e f A c e f A c a , A c e f A c a a bec e a e a
b d d o e c e a e e C a ' a a a d ac , e a d b a be ee
e C a a d a e de , a d a e a e de .

T A c e f A c a a be e a b d e C a ' a e de , e C a , e be
f e C ee f e C Pa f C a (C f D c e I ec), d ec ,
e , e ff ce , c e e be e ed c a f a e e a e C
a , a d de a e c e d b a acc da ce A c e f A c a .

W e d ce e f A c e 243, a d acc d A c e f A c a , e
a e de ca e e e a e de , e a e de ca e e C a ' d ec , e
a d e ff ce . T e a e de ca e e C a . T e C a ca e e a e de , d ec ,
e a d e ff ce .

F e e f e ab e a a , e e e– a c de e a f ceed a c
a ca a b a a a f a b a .

T e e ff ce – A c e f A c a efe e e a a a e, de e a a a e, ec e a e b a d f d ec , c ef acc a a d e e e e a ed b e b a d f d ec a e C a ' e ff ce . T e e e a a a e –, de e a a a e – a efe e e a a a e – a d de e a a a e – e C a a , a d e e c ef acc a – a efe c ef f a c a ff ce – e C a La .

Article 10

I acc da ce e f e C f e C Pa f C a, e c a a e ab a a f e C Pa f C a; e a a f e Pa (e Pa O a a) a a e c e eade , e, d c ec d ec , a a e a a a de e e a f e e e ' a . T e f e Pa a be e ab ed ca e ac e f e Pa .

T e c a a de ece a c d f e ac e ca ed b e Pa O a a . T e a d aff f e Pa O a a a be c ded e C a ' a a e e a a a d aff . T e fi d f e Pa O a a a be c ded e C a ' b d e a d a be d b ed f e a a e e fee .

Article 11

I c a ce e C f PRC a d e e a , e C a a ad de c a c a a e e e , e a e a e ab , c d c ab ' ac e a d ec e a fi a d e e f e e ee . T e c a a de ece a c d f e ac e f ab .

Article 12

T e C a a e e e e . H e e , a bec ea ca a c b a a bea ab e f e deb f e e e e ed, e e e e ded f b a .

Chapter 2 Operational Objectives and Scope

Article 13

T e ea a b ec e f e C a a e: e d a c ea d ee e eff c e c a ad a ced ec a d a a e e e e ce, ac e e d e e e f e a e de f e C a , a d e e de e e fc ea e e a d e e a ec e ca a .

Article 14

T e C a ' c e f b e a be acc da ce e e a ed b e c a e a a .

T e C a ' ea e ee ed c e f ea a be: e ea a a ed ea e , ea e ce, e e c a c a d e a ea e .

Chapter 3 Shares, Registered Capital and Transfer of Shares

Article 15

The Company's shares shall be denominated in RMB. If shares are issued to investors outside the People's Republic of China and Hong Kong, Macau or Taiwan (the "foreign investors"), such shares may be denominated in foreign currency.

Article 16

The Company's shares may be issued in certificated form.

All shares issued by the Company shall have a par value of RMB1 for each share.

The RMB denominated shares issued to foreign investors may be subscribed in foreign currency.

Article 17

Company shares may be issued based on the principles of openness, fairness and justice. Shares of the same class shall be issued at the same price.

For each share of the same class issued at the same time, each share shall be issued at the same price. Any individual or entity subscribing for shares shall pay the price per share.

Article 18

The Company may issue its shares to domestic investors and foreign investors, and may issue its shares to the public or to specific investors.

For the purpose of the preceding paragraph, foreign investors refer to the investors from countries or regions outside the People's Republic of China who subscribe for the shares issued by the Company. The countries or regions outside the People's Republic of China, as mentioned above, refer to countries or regions other than Hong Kong, Macau and Taiwan. Domestic investors refer to investors from the People's Republic of China (other than the countries or regions mentioned above) who subscribe for the shares issued by the Company.

Article 19

The shares issued by the Company to domestic investors and foreign investors for subscription shall be referred to as Renminbi ordinary shares. Renminbi ordinary shares subscribed for by domestic investors shall be referred to as A shares. Renminbi ordinary shares subscribed for by foreign investors shall be referred to as H shares.

The above mentioned foreign investors who subscribe for and hold the Company's issued shares may remit their lawful currencies into the People's Republic of China for payment of the

A ed b eq e e a a f e S.a.e C c , a e de f e C a ' d e c e e a a fe a e a e de e PRC f a d ad . T e a d ad f c a e e ea c e c a e a c e a ced e, e a a d e e e f e f e eq a e a d a e a c a ee ece a c c a a ce .

Article 20

F a a f ea e f e C a , e a be f d a a e a e C a a e 5 b , f e 5 b d a a e ed e e a e e fe ab e :

Be E e I e e H d C ., L.d., b c be a d d 4,287,400,000 a e , e e e 85.748% f e a ed d a a e f e C a ;

Be S.a.e A e Ma a e e a d Ad a Ce e b c be a d d 230,150,000 a e , e e e 4.603% f e a ed d a a e f e C a ;

Be I e a a E ec c E ee C ., L.d., b c be a d d 27,600,000 a e , e e e 0.552% f e a ed d a a e f e C a ;

Be D c Hea (G) C ., L.d. b c be a d d 16,450,000 a e , e e e 0.329% f e a ed d a a e f e C a ;

Be S e Sc e ce a d Tec De e e C ., L.d., b c be a d d 65,750,000 a e , e e e 1.315% f e a ed d a a e f e C a ;

Be E e e E e Tec I e e C . L ed b c be a d d 219,200,000 a e , e e e 4.384% f e a ed d a a e f e C a ;

BARCLAYS BANK PLC b c be a d d 153, 450, 000 a e , e e e 3.069% f e a ed d a a e f e C a .A c e 20

Af[illegible] ab[illegible] e- [illegible] ed [illegible] a ce a d ffe [illegible], [illegible] e ca[illegible] [illegible] c[illegible] e f [illegible] e C [illegible] a c [illegible] e f 6,870,423,454 [illegible] ed d a [illegible] a e [illegible] [illegible] a[illegible], f[illegible] c[illegible]:

Be E e I e[illegible] e H d C., L.d., [illegible] d 4,179,321,592 d e[illegible] c e[illegible] e[illegible] [illegible] a e, e[illegible] e e[illegible] 60.831% [illegible] e C [illegible] a [illegible] [illegible] a[illegible] [illegible] a e ca[illegible] a[illegible];

Be I e a[illegible] a[illegible] E ec[illegible] c E ee C., L.d., [illegible] d 92,654,249 d e[illegible] c e[illegible] e[illegible] [illegible] a e, e[illegible] e e[illegible] 1.349% [illegible] e C [illegible] a [illegible] [illegible] a[illegible] [illegible] a e ca[illegible] a[illegible];

Be S a e- [illegible] ed Ca[illegible] a[illegible] O e a[illegible] a d Ma a e e[illegible] Ce[illegible] e [illegible] d 224,348,291 d e[illegible] c e[illegible] e[illegible] [illegible] a e, e[illegible] e e[illegible] 3.265% [illegible] e C [illegible] a [illegible] [illegible] a[illegible] [illegible] a e ca[illegible] a[illegible];

Be D[illegible] c Hea[illegible] (G[illegible] [illegible]) C., L.d. [illegible] d 16,035,322 d e[illegible] c e[illegible] e[illegible] [illegible] a e, e[illegible] e e[illegible] 0.233% [illegible] e C [illegible] a [illegible] [illegible] a[illegible] [illegible] a e ca[illegible] a[illegible];

S a e[illegible] de[illegible] f[illegible] e ea[illegible] [illegible] ed [illegible] a e (H [illegible] a e) [illegible] d 2,358,064,000 [illegible] a e, e[illegible] e e[illegible] 34.322% [illegible] e C [illegible] a [illegible] [illegible] a[illegible] [illegible] a e ca[illegible] a[illegible].

Article 22

T e d e[illegible] c e[illegible] e[illegible] [illegible] a e [illegible] ed b [illegible] e C [illegible] a a e ce[illegible] a[illegible] de[illegible] [illegible] ed a[illegible] [illegible] e C[illegible] a Seo[illegible] e De[illegible] [illegible] a d C ea C [illegible] a L [illegible] ed. T e H [illegible] a e f [illegible] e C [illegible] a a e a [illegible] de[illegible] e ce[illegible] a de[illegible] [illegible] ' o[illegible] d [illegible], [illegible] c be[illegible] [illegible] H K Seo[illegible] e C ea C [illegible] a L [illegible] ed a d a a[illegible] be [illegible] e d b [illegible] a e[illegible] de [illegible] d di a[illegible] a e.

Article 23

Af[illegible] e [illegible] e[illegible] a f [illegible] [illegible] e ea[illegible] [illegible] ed [illegible] a e a d d e[illegible] c e[illegible] e[illegible] [illegible] a e [illegible] a e bee[illegible] a[illegible] [illegible] ed b [illegible] e S a e C[illegible] c [illegible] a[illegible] [illegible] e c[illegible] a e f eo[illegible] e, [illegible] e C [illegible] a ' b a d f d ec[illegible] a a a e f [illegible] e e a[illegible] f c[illegible] [illegible] a b ea[illegible] f e a a e [illegible] a ce.

T e C [illegible] a ' [illegible] a f [illegible] a ce f e ea[illegible] [illegible] ed [illegible] a e acc da ce [illegible] [illegible] e[illegible] eced [illegible] a a a[illegible] [illegible] a be [illegible] e e [illegible] ed [illegible] [illegible] 15 [illegible] [illegible] [illegible] a[illegible] [illegible] a[illegible] b [illegible] e S a e C[illegible] c [illegible] a[illegible] [illegible] e c[illegible] a e f eo[illegible] e.

Article 24

W[illegible] e e[illegible] e C [illegible] a [illegible] e e[illegible] e ea[illegible] [illegible] ed [illegible] a e a d d e[illegible] c e[illegible] e[illegible] [illegible] a e e[illegible] a a e[illegible] a[illegible] [illegible] e[illegible] [illegible] a[illegible] [illegible] be f[illegible] a e[illegible] [illegible] ec f ed [illegible] e [illegible] a ce[illegible] a[illegible], [illegible] c[illegible] [illegible] a e[illegible] [illegible] a[illegible] be fi[illegible] [illegible] b c bed [illegible] e[illegible] [illegible] e [illegible] a ce. W[illegible] e e [illegible] ec a c o[illegible] [illegible] a ce a e[illegible] [illegible] [illegible] b e f e e [illegible] c[illegible] [illegible] e [illegible] a ce[illegible] be fi[illegible] [illegible] b c bed, [illegible] e[illegible] [illegible] a e a be [illegible] ed [illegible] e e a[illegible] [illegible] a e[illegible], [illegible] b ec[illegible] [illegible] e a[illegible] [illegible] a[illegible] f [illegible] e S a e C[illegible] c [illegible] a[illegible] [illegible] e c[illegible] a e f eo[illegible] e.

Article 25

T e e [illegible] e ed ca[illegible] a[illegible] f [illegible] e C [illegible] a [illegible] RMB6,870,423,454.

Article 26

U e e ded e a d ad a e e a , e f e ' ace, A c e f A c a , e a e f e C a a be a fe ed acc d a a e . T e a fe ed a e a be e e ed e a a e c a ed b e C a .

Article 27

T e C a a acce a e a e b ec fa ed e.

Article 28

T e a e f e C a ed b e e a be a fe ed e ea f e da e f e ab e f e C a . T e a e ed bef e e C a b c e a a e a be a fe ed e ea f e da e e e a e f e C a a e ed a d aded a c e c a e.

T ed ec , e a d e ff ce f e C a a e C a e a e ed b e a d e c a e e e f. D e e f e ff ce, e a e a fe ed b a f e eac ea a e ceed 25% f e a a e f e C a a a e d. T e a e f e C a ed b e af e a d e a be a fe ed e ea f e da e e a e f e C a a e ed a d aded a c e c a e. If a f e af e a d e ea e f , e a fe e a e f e C a a a e d f c de a e. If e e f e e f e a e f e C a de e e e c a fe f H a e , c e a e a .

Article 29

If a d ec , e e ff ce f e C a , a a e de d 5% e f e a e f e C a e e a e f e C a e b e a e , b e a e af e e , a e a a e e f a be e C a . Sc a a be c ec ed b e b a d f d ec f e C a . B fa eo e c a de e d a e , e eb d e a 5% f e a e , e a e f e e a e a be b ec e a d e c .

If e b a d f d ec f e C a d e c e f e a a a , e a e de ca e e e b a d d 30 da . If e b a d d e e f ce c e a d e d, e a e de a ee ed c e ce a c e e a e f e e e f e C a .

If e b a d f d ec f e C a d e c e f a a a , e e b ed ec a be a d e e a e b e acc da ce e a .

Chapter 4 Increase, Reduction and Repurchase of Shares

Article 30

Acc d , e a a add de e , e eed , e C a a , acc d , e a a d e a . a d e f e e a ee , c ea e e ca a , a a e e a , f A c e f A c a .

T e C a a c ea e ca a b e f ll e d :

(1) P b c a ce f a e ;

(2) N - b c a ce f a e ;

(3) D b f b a e e a e de ;

(4) C e f c e e e ca a ;

(5) O e e d e c bed b e a a d e a a ed b e e a e a a e .

I c ea ca a b e a e a ll ca ed acc da ce e ced e ec f ed e e a S a e a a d ad a e e a af e a bee a ed acc da ce A c e f A c a .

Article 31

T e C a a ed ce e eed ca a . If e C a ed ce e eed ca a , c ed c a be acc da ce e e f e C a La , e e a ed e a a d A c e f A c a .

Article 32

If e C a ed ce e eed ca a , a ba a ce ee a d a e f a e d be e a ed.

W e e e C a ed ce e eed ca a , e C a a f e c ed a d a ea b c a ce e acc da ce f e C a La , e a deb de c e d a a ee a e ed b e c ed .

T e ed ced e eed ca a f e C a a be e a e a .

Article 33

T e C a a , e f ll c o ace , e c a e ed a d a e acc d e a ced e f ll e ad f a e e e acc da ce e ced e ded f A c e f A c a , a d b a d a , a b e e a S a e a e :

(1) Ca ce a f a e de ed ce e eed ca a ;

(2) Me e a e c a d a e e C a ;

(3) A a e f e a d, d b f a e aff f e C a ;

(4) Ac f a e ed b a e de (e e) e a a a e ed a e e a ee e e d f e C a ;

(5) O e c a ce e e a ad ad a e a e .

Article 34

W a a f e e a a e a e e c a e e a e, e C a a ceed a e f e f e a e :

(1) Ma f a e c a e ffe e a e de ;

(2) Re c a e e ac a ea e e c a e;

(3) Re c a e b a a ee e de a ea e e c a e;

(4) O e e d ec ed b e e a e a .

Article 35

I e e e f a e c a e f a e b e C a b a a ee e de a ea e e c a e, a a a be b a ed f e a e de a a e e a ee acc da ce e e ced e ec f ed e C a ' A c e f A c a . U b a fi e a a f e a e de a e e e a ee e a e, e C a a e a e a e d c ac c c ded e a e e f ab e a e a f de c c ac .

T e c ac f e e c a e f a e efe ed e ab e a a a c de (b ed) a ee e e eb e c a e b a a e de a e a d e c a e a e ac ed.

T e C a a a a c ac f e e c a e f a e a f e a ea de.

T e ce e a e f e c a e C a ' edee ab e a e ed be ade e a b e de e a e a be e a a a ce; e e e c a ed be ade b a f e de, e de a be ade a a ab e a de f c a e e a e e .

Article 36

Af e b bac a e acc d e f a c e 31 (1) (2) (4) f e A c e f A c a , e C a a ca ce a fe c a e acc d e a a , e a a d e e e f e e e e e S a e c a ed acc d a c e 31 (3) f e A c e f A c a a e ceed e a e c bed b e a a d e a , a d c c a e a be fi ded b af e a f f e C a , a d c a e a be a fe ed aff a d e ee e e ec f ed e .

Article 37

U ca ce a f e f a e b bac , e C a a a e a a f e a f e c a e e ed ca a .

T e a f e C a ' e ed ca a a be ed ced b e a a e f e a e ca ce ed.

Article 38

U e e C a a a ead e ed da a e, c f e b bac ed a d a e :

(1) W e e e C a b bac a e a e a e, e a e f a be ded c ed f e b ba a ce f d b ab e f a d/ f e ceed f a e a e a ce ade b bac e d a e ;

(2) W e e e C a b bac a e a a ce e a e a e, e c e d e a a e a be ded c ed f e b ba a ce f d b ab e f a d/ f e ceed f a e a e a ce ade b bac e d a e ; a d e ce f e a a e a be a d ed acc d e f e :

1. W e e e a e b bac e e ed a e a e, e a a be ded c ed f e b ba a ce f d b ab e f a ;

2. W e e e a e b bac e e ed a a ce e a e a e, e a a be ded c ed f e b ba a ce f d b ab e f a d/ f e ceed f a e a e a ce ade b bac e d a e ; e e, e a ded c ed f e ceed f e e a e a ce a e ceed e a e b a ed a e e f a ce f e d a e e, c a ed e ceed e a e C a ' e acc ca a c e e acc (c d e e f e e a e a ce) a e e f e, c a e;

(3) T e a d b e C a f e e e f be a be a d f e C a ' d b ab e f :

1. Ac f e b bac a e ;

2. A e d e a c ac f e, c a e f a e ;

3. Re ea e f a f b a de a e, c a e c ac.

(4) Af e e a a e f e a ed a e a bee ded c ed f e e ed ca a f e C a acc da ce e e a e a , a , f e a ded c ed f e d b ab e f a d ed b bac a e a e a a e f e b bac a e a be c ded e

Chapter 5 Financial Assistance for Purchase of Company Shares

Article 39

The Company and its subsidiaries (collectively, the "affiliates") shall not provide financial assistance of any form to any person who purchases or proposes to purchase shares of the Company. Financial assistance referred to in the preceding paragraph includes, but is not limited to, the following:

The Company and its subsidiaries (collectively, the "affiliates") shall not provide financial assistance of any form to any person who purchases or proposes to purchase shares of the Company.

The provisions of Article 39 do not apply to circumstances described in Article 29 of the Act.

Article 40

For the purposes of Chapter 5, the term financial assistance means any of the following activities:

(1) Gifts;

(2) Guarantees (including the undertaking of liabilities for future performance under contracts), loans (including subordinated loans), and other (including accounts receivable) advances of funds;

(3) Provision of funds or assets, entering into contracts, or providing guarantees for the benefit of the Company's or its affiliates' directors, supervisors, managerial officers, employees, or spouses, parents, children, or nominees thereof;

(4) Financial assistance provided by the Company or its affiliates in violation of applicable laws or regulations.

For the purposes of Chapter 5, the term business relationship means any contract or transaction between the Company or its affiliates and another person, or any equity investment, that may enable the Company or its affiliates directly or indirectly to obtain preferential terms not available to ordinary counterparties.

Article 41

The aforementioned prohibitions do not apply to circumstances described in Article 37 of the Act:

(1) Where the Company or any of its affiliates provides financial assistance in connection with employee stock options granted by the Company or its affiliates, or with trust beneficiary certificates issued by the Company or its affiliates;

(2) Lawfully distributed bonuses of the Company's profits as stock dividends;

(3) Distributions of dividends or bonuses or capital reserves;

(4) Redemption of redeemable shares, repurchase of shares, and acquisition of shares in accordance with the Articles of Association of the Company;

(5) Payment of any bonus to the Company's officers and employees (including the grant of restricted shares or equity incentives to the Company's officers and employees, and the implementation of any employee stock ownership plan or other incentive arrangement established by the Company for its officers and employees);

(6) The conversion of bonds issued by the Company into shares (including the grant of restricted shares or equity incentives to the Company's officers and employees, and the implementation of any employee stock ownership plan or other incentive arrangement established by the Company for its officers and employees).

Chapter 6 Share Certificates and Register of Shareholders

Article 42

The Company's shares shall be entered in the register of shareholders.

In addition to the requirements of applicable laws, the register of shareholders of the Company shall contain the following particulars: (1) the name and address of each shareholder; (2) the number of shares held by each shareholder; (3) the amount paid or payable for the shares held by each shareholder; (4) the number of shares held by each shareholder; (5) the date on which each shareholder was entered in the register of shareholders.

The Company shall not close the register of shareholders for the purpose of effecting any transfer of shares. Where the register of shareholders is closed, the period and date for the closure shall be determined by the board of directors of the Company.

Article 43

The register of shareholders shall be kept by the registrar appointed by the Company. The original register of shareholders of the Company appointed by the overseas listing regulator shall be kept at the place of the office. The register of shareholders shall be open for inspection by shareholders. Unless otherwise required by the relevant laws and regulations, the Company may close the register of shareholders. The period and date for the closure of the register of shareholders shall be determined by the board of directors. The register of shareholders of the Company appointed by the overseas listing regulator shall be kept in accordance with the agreement entered into between the Company and the overseas listing regulator.

Article 44

The Company shall be entitled to collect from the relevant shareholders the fees payable in respect of the following matters:

(1) The issue, addition (due to change), registration, transfer and other matters relating to each share certificate;

(2) The cancellation of share certificates due to loss of share certificates by each shareholder;

(3) The splitting, consolidation or exchange of share certificates of each shareholder;

(4) The e a be f e a e ed b eac a e de ;

(5) The da e c eac a e de e ed a a e de ; a d

(6) The da e c eac a e de cea e be a a e de .

The e e f a e de e c c e e de ce f a e de ' d f e C a a e , e e e e e e de ce.

Article 45

The C a a , a a de ad a ee e eac ed be ee e S a e C c a e c a e f ea e a d a ea e e a a de e PRC, ee de e PRC e e f de f e ea ed a e , a d e ead a e f a a e de e PRC. The a e e f a e de f e H a e a be e H K .

The C a a ee a d c e a d ca e f e e e f de f e ea ed a e. The a ed a e de e PRC a e e a e e e f de f e ea ed a e a d d ca e a e c e a a e .

W e e e a a d d ca e f e e e f de f e ea ed a e a e c e e a a e a .

Article 46

The C a a ee ac e e e f a e de .

The e e f a e de a c de e f a :

(1)

Article 48

A ll a d H a e a e f ee l a fe ab e acc d . A c e f A c a . U l e ee e f ll c d , e B a d a dec l e ec e a e f a fe a ea :

(1) A a fe e e e be e e ed, a d HK$2.50 (eac a fe e) c e e fee de e ed b e b a d f d ec (b c fee a e ceed e a l e c bed e l e f e H K S c E c a e f e e) a ll be a d f c e a ;

(2) T e a fe e l e a e H a e l ed H K ;

(3) T e d e a d f a fe e a a l ead bee a d;

(4) Re e a a e ce f ca e a d c e e de ce a e d ec a ea ab l e e e a fe ' a fe a e l d ed;

(5) T a fe f a a e e a f de ;

(6) T e a e c ce ed a e f ee f a e fa f e C a ;

(7) A a e a a ll be a fe ed a fa a e f d d de e e a l d ab l .

S a e de f a f e e e a e a a fe a ll a f a e a e a e f ll ace c e f a e d ec a acce . T e a fe f H a e a ad e a da d a fe f e c bed b e H K S c E c a e. T e a fe e a be de a d l f e a fe a fe ee a c ea e ee( ) def ed b H K Seo e a d Rule O d a ce, a a d e ac e ed a e a ll be acce ab e.

Article 49

N c a e e l f a e a fe a be ade e e e f a e de 30 da a a e de ' e e a ee 5 da e efe e ce da e e b e C a f e l e f d b f d de d .

Article 50

W e e C a c e e a e e a ee , d b e d de d , c e ce l da a c a e e ac e e e de f ca f a e de , e c e e f e b a d f d ec e e a ee a dec de e ec d da e. T e a e de e a e a ea e e e f a e de a e c e f ad e ec d da e, a e e e e a .

Article 51

A e a c a e e e e e f a e de a d e l e a e be e ed e ed f e e e a a l ac e e c l f c ec f e e e .

Article 52

A [illegible] de [illegible] e [illegible] ed [illegible] e e [illegible] f [illegible] a e [illegible] de [illegible] e [illegible] e [illegible] a e [illegible] be e [illegible] ed [illegible] e e [illegible] f [illegible] a e [illegible] de [illegible] a a [illegible] [illegible] e C [illegible] a f a e [illegible] ace e [illegible] ce f ca e [illegible] e [illegible] ec [illegible] f [illegible] c [illegible] a e (a e **Relevant Shares**–) f [illegible] a ce [illegible] f ca e (a e **Original Share Certificate**–) [illegible] [illegible].

A [illegible] ca [illegible] f [illegible] e e [illegible] ace e [illegible] f d e [illegible] c [illegible] e [illegible] e [illegible] a e ce [illegible] f ca e [illegible] a [illegible] be dea [illegible] [illegible] acc da ce [illegible] e e a [illegible] f e C [illegible] a La [illegible].

A [illegible] ca [illegible] f [illegible] e e [illegible] ace e [illegible] f e ea [illegible] ed [illegible] a e ce [illegible] f ca e [illegible] a [illegible] be dea [illegible] [illegible] acc da ce [illegible] e a [illegible], eq [illegible] e e c a e e [illegible] a [illegible] a d [illegible] e e a [illegible] e [illegible] a [illegible] f [illegible] e [illegible] ace [illegible] e e [illegible] a [illegible] e [illegible] f [illegible] de f [illegible] ea [illegible] ed [illegible] a e [illegible] e [illegible].

W e e [illegible] de f H [illegible] a e a [illegible] [illegible] f [illegible] e [illegible] ace e [illegible] f [illegible] ce f ca e [illegible], [illegible] c [illegible] e [illegible] ace e [illegible] [illegible] a [illegible] c [illegible] [illegible] [illegible] e f [illegible] [illegible] e [illegible] e e [illegible]:

(1) T e a [illegible] ca [illegible] a [illegible] [illegible] b [illegible] [illegible] e a [illegible] ca [illegible] [illegible] e f [illegible] e c bed b [illegible] e C [illegible] a acc [illegible] a ed b a [illegible] a [illegible] ce f ca e [illegible] a [illegible] dec a a [illegible]. T e [illegible] a [illegible] ce f ca e [illegible] a [illegible] dec a a [illegible] [illegible] a [illegible] [illegible] c [illegible] de [illegible] e a [illegible] [illegible] ca [illegible]' ea f [illegible] e a [illegible] [illegible] ca [illegible], [illegible] e c o [illegible] a ce a d [illegible] f f [illegible] e [illegible] f [illegible] e [illegible] a e ce [illegible] f ca e a d a dec a a [illegible] a [illegible] a [illegible] e [illegible] a e [illegible] e e [illegible] a [illegible] a a [illegible] a e [illegible] de [illegible] e [illegible] ec [illegible] f [illegible] e Re e a [illegible] S a e ;

(2) T e C [illegible] a [illegible] a [illegible] ece ed a dec a a [illegible] e [illegible] e [illegible] a [illegible] a a [illegible] a e [illegible] de [illegible] e [illegible] ec [illegible] f [illegible] e [illegible] a e f [illegible] a [illegible] e [illegible] [illegible] e [illegible] a [illegible] e a [illegible] [illegible] ca [illegible] bef e [illegible] dec de [illegible] a a e [illegible] ace e [illegible] [illegible] a e ce [illegible] f ca e [illegible] a [illegible] be [illegible] ed;

(3) If [illegible] e C [illegible] a dec de [illegible] [illegible] e a e [illegible] ace e [illegible] [illegible] a e ce [illegible] f ca e [illegible] [illegible] e a [illegible] [illegible] ca [illegible], [illegible] [illegible] a [illegible] [illegible] b [illegible] a [illegible] b c a [illegible] ce e [illegible] f [illegible] e [illegible] [illegible] e e [illegible], a e [illegible] ed ca [illegible] de [illegible] a ed b [illegible] e b a d f d ec [illegible] ; [illegible] e d f [illegible] e [illegible] b c a [illegible] ce e [illegible] [illegible] a [illegible] be 90 da [illegible], d [illegible] [illegible] c [illegible] c a [illegible] ce e [illegible] [illegible] a [illegible] be [illegible] b [illegible] ed e ea ed a ea [illegible] ce e e 30 da [illegible]. T e e [illegible], a e de [illegible] a ed b [illegible] e b a d f d ec [illegible] [illegible] a [illegible] be [illegible] e C [illegible] e a d E [illegible] [illegible] e [illegible], a e ec [illegible] ed b [illegible] e H [illegible] K [illegible] S [illegible] c E c a e(a [illegible] ea [illegible] e f eac [illegible]).

(4) Bef e [illegible] b [illegible] [illegible] e [illegible] b c a [illegible] ce e [illegible] f [illegible] e [illegible] [illegible] [illegible] e a e [illegible] ace e [illegible] [illegible] a e ce [illegible] f ca e, [illegible] e C [illegible] a [illegible] a [illegible] [illegible] b [illegible] a c [illegible] f [illegible] e a [illegible] ce e [illegible] [illegible] be [illegible] [illegible] b [illegible] ed [illegible] [illegible] e eq [illegible] e e c a e [illegible] e e [illegible] [illegible] ed a d a [illegible] ceed [illegible] [illegible] e [illegible] b ca [illegible] [illegible] [illegible] ece [illegible] [illegible] f a e [illegible] f [illegible] [illegible] e eq [illegible] e e c a e c f [illegible] [illegible] a [illegible] e a [illegible] ce e [illegible] [illegible] a bee d [illegible] [illegible] a ed [illegible] [illegible] e eq [illegible] e e c a e. T e [illegible] b c a [illegible] ce e [illegible] [illegible] a [illegible] be d [illegible] [illegible] a ed [illegible] [illegible] e eq [illegible] e e c a e f a [illegible] e d f 90 da [illegible].

If [illegible] e a [illegible] [illegible] ca [illegible] f [illegible] [illegible] a ce f a e [illegible] ace e [illegible] [illegible] a e ce [illegible] f ca e [illegible] a ade [illegible] [illegible] [illegible] c [illegible] e [illegible] f [illegible] e e [illegible] e ed [illegible] de f [illegible] e Re e a [illegible] S a e, [illegible] e C [illegible] a [illegible] a [illegible] [illegible] a [illegible] [illegible] c [illegible] a e [illegible] de a [illegible] [illegible] c [illegible] f [illegible] e [illegible] b c a [illegible] ce e [illegible] [illegible] a [illegible] [illegible] e d [illegible] [illegible] b [illegible].

(5) U [illegible] e [illegible] f [illegible] e 90-da [illegible] e d [illegible] ec f ed I e (3) a d (4) [illegible] e e f, f [illegible] e C [illegible] a [illegible] a [illegible] [illegible] ece ed a b ec [illegible] [illegible] e [illegible] a ce f a e [illegible] ace e [illegible] [illegible] a e ce [illegible] f ca e f [illegible] a [illegible] e [illegible], [illegible] a [illegible] e a e [illegible] ace e [illegible] [illegible] a e ce [illegible] f ca e acc d [illegible] [illegible] e a [illegible] [illegible] ca [illegible] f [illegible] e a [illegible] [illegible] ca [illegible].

(6) W e e C a e a ace e a ce f ca e de A c e, a ed a e ca ce e a ce f ca e a d ec d c ca ce a d e ace f e ace e a ce f ca e e e f a e de .

(7) A e e f e ca ce a f e a ce f ca e a d ace f a e ace e a ce f ca e a be e b e a ca . T e C a a be e ed e a ac ea ab e a a ee b a ed f e a ca .

Article 53

Af e e C a a ed a e ace e a ce f ca e acc da ce e A c e f A ca , a de e f e e e f a e de e a e fab af de c a e f e e ace e a ce f ca e e ed ab e f a a e de a b e e e ed a e e f e a e (ded a a e ab af de c a e).

Article 54

T e C a a be ab e f a da a e ffe ed b a e f e ca ce a f e a a ce f ca e e ace e a ce f ca e, e ec a a ca efa d e ac e a f e C a .

Chapter 7 Rights and Obligations of Shareholders

Article 55

T e C a ' a e de a e e a fi d a e f e C a a d e a e a e bee e ed e e e f a e de .

S a e de a e b a acc d e ec a a d be f a e ed. H de f a e f e a ec a a e a b a .

S a e de fe e c a a e a b ed d b f d de d d b a e f .

W e e e a e e ed a a e de f a a e, e a be dee ed a a de f e e a a e, a d a be e c ed b e f e :

(1) T e C a eed e e e a f e a a e de f a a e ;

(2) A a e de f a a e a bea e a d e a ab e f e a ab e a f e e a a e.

I ec o a ace f a e de :

(1) I ca e f dea f e f e a e de , e e a e de ( ) a be dee ed a e f e a e, b f e e f e a e de , e b a d f d ec e ed de a d e a e de ( ) de a dea ce f ca e a e b a d f .

(2) F [illegible] be [illegible] ece [illegible] ce f [illegible] C [illegible] be dee ed a [illegible] ce f [illegible] ce [illegible] de .

W [illegible] f [illegible] de de [illegible] ece [illegible] C [illegible] a [illegible] d [illegible] de d , b [illegible] f ca [illegible] c [illegible] be d [illegible] c [illegible] de , [illegible] ece [illegible] be dee ed a [illegible] d ece [illegible] f [illegible] c [illegible] de [illegible] C [illegible] a .

Article 56

H [illegible] f d a [illegible] f C [illegible] a [illegible] e [illegible] f [illegible] :

(1) T ece [illegible] de d a d [illegible] f d [illegible] ba [illegible] f [illegible] be f [illegible] d b [illegible] ;

(2)

(...) e... f...ea e a.e a a.e, be f...a e a d ...e a d e... ce f eac c a f...a e b ... bac b ...eC a ce...e a f ca ea a e a ...ee e e a d b ...eC a ...ef ;

(...) b d ...b, ...e f e e a ee... , e ... f b a d ee... , e ... f ...eb a d f ...e ... ee... , f a c a e ... ;

(...) ...eC a '... ece ...a d ...ed f a c a ...a e e... , a d e ... f ...eb a d f d ec... , a d ... a d ...eb a d f ...e ... ;

(...) c ... f ...e a.e ...a ...a e e e e ... c ...a bee f ed ...e I d ... a d C e ce Ad ... a... B ea f ...e PRC ...e c ...e.e ...a ... e.

(6) W...e ...eC a ...e a.e ...da.e, ece e ...a e f e a a.e. f ...eC a acc d ... ...e ...a e ...ed;

(7) If a ...a e ...de ... e ...e e e d ... f ...eC a a...a e e a ee... , ...e a e ...e ...eC a ... b bac ... ...a e ;

(8) O...e ... de ...e a..., ad ... a...e e ...a... , de a ...e a ...a... a d ... A ...ce f A ... c a... .

W...e e a ...e d ec... d ec... ...a ... a d ...e e... fa... d c ...e i c ... a d ...e e... , ...eC a ...a ...e e c e ... ... a a ... f i c ...e a...ac ed ...e ...a e .

Article 57

W...e a ...a e ...de e ...e ... ...a e acce ... ...e f a... e ... ed ...e eced A ...ce ...e ...a e e... e de ce ... e ...e c a a d a ... f ...a e ...d ... T...eC a ...a c ... ...e ...a e ...de ' e ...e af...e e f ... de ... , a d a c a e ea ab e fee f ... d c ...e f ...e f e ... a...e a ... .

Article 58

If a e ... f ...eC a ' e e a ee... b a d ee... c ...a e e ...e a... ad ... a...e e ...a... , ...e ...a e ...de ca e ...e ...ec i ... a ...e dec ... .

If ...e c e ... ced e ... e ...d f a e e a ee... b a d ee... c ...a e e ...e a..., ad ... a...e e ...a... ...e A ...ce f A ... c a... , f ...ec ...e ... f ...e e ... f i c ee... c ...a e e ...e A ...ce f A ... c a... , ...e ...a e ...de ca e ...e ...ec i ... ca ce ...e e ... ...e 60 da ... f ...e e ... .

Article 59

If a d ec e ff ce c a e e e a , ad a e e a A c e f A c a e ca d e e e C a , a e de d da e d 1% e f e a e f 180 da c a e e b a d f e c e ce a e c . If a b a d f e c a e e e a , ad a e e a A c e f A c a e ca d e e e C a , a e de a e e b a d f d ec c e ce a e c .

If e b a d f e b a d f d ec ef e c e ce a e ece f e a e de ' e e e de e eced a a a , d e c e ce a 30 da ece f e e e , e a a e a ed a e a ca e e a ab e e e C a , a e de e ed de e e a a a a c e ce a d ec a e c de e a e f e e e f e C a .

If a e e e a fi e e f e C a a d e e ffe ed b e C a , a e de e ed de e f a a a a c e ce a a e c acc da ce e eced a a a .

Article 60

If a d ec e ff ce c a e e e a , ad a e e a A c e f A c a , e eb da a a e de ' e e , e a e de ca c e ce a e c .

Article 61

H de f d a a e f e C a a a e f b a :

(1) C a , ad a e e a a d A c e f A c a ;

(2) Pa f e a e ba ed e a e b c bed a d e e d f b c ,

(3) Ca a e C a edee e a e ce a e c bed b e a ad a e e a ,

(4) Ca ab e a a a e de a e C a ' e a e de ' e e ; ca ab e e e a e a f e C a a d e ed ab f e a e de a e e e f c ed ;

A a e de ab e a e de ' e e e e C a a d e a e de a c e a e acc d e a .

S a e de ab e e e a e a f e C a a d ed ab f a e de de e ca e f ab , e eb e da a e e e e f c ed f e C a , a a d e e a be e b e f e C a ' deb .

(5) O e e b e e ed b e a ad a e e a a d A c e f A c a .

S a e de a bea a ab f fi e c b a e ca a e a e c d a eed a a b c be f e e e a a e b c .

Article 62

T e c a e de ac a c e f eC a a e a ca ed e a da a e eC a ' e e . I ca e f a b eac c e da a e eC a , e a be ab e c e a e.

T e c a e de a d ac a c e a e a d f e a d eC a a d b c a e de f eC a . T e c a e de a c e e c e a a ca a c b . T e c a e de ca a e e f e d c a ed b f f , e c a f a e , e e a e e , a a f a e , b a a a ee da a e e a fi e e f eC a a d b c a e de . He a a e e f c da a e e a fi e e f eC a a d b c a e de .

I add e b a de e a , ad a e e a e f eed e c a e( ) c e a e f eC a a e ed, c a e de a , e e e c e f e a e de ' e , a e dec e d c a e e e fa a f e a e de a a e f e e e c e f e e e e f be :

(1) Re e a d ec e f e e b ac e e be e e f eC a ;

(2) A a d ec e (f a e e ' be ef) de e eC a f e a a , c d (b ed) a e a a e fa ab e e C a ;

(3) A a d ec e (f a e e ' be ef) de e e a e de f e e e , c d (b ed) e d b a d , b c d e c f eC a b ed a d ad ed a e a e de e e a ee acc da ce e A c e f A c a f eC a .

Article 63

T e e c a e de – e ed e eced A c e efe a e a a f e a e f e f c d :

(1) He, ac a e c ce e e , a e e ec e a a f f e d ec ;

(2) He, ac a e c ce e e , a e e e c e c e e e c e f 30% e f eC a ' , ;

(3) He, ac a e c ce e e , d 30% e f e ed a d a d a e f eC a ;

(4) He, ac a e c ce e , ac a c eC a a e a e .

Chapter 8 General Meeting

Section 1 General Provisions on General Meeting

Article 64

The general meeting shall be the authority of the Company and shall exercise the following functions and powers according to law.

Article 65

The general meeting shall exercise the following functions and powers:

(1) Decide on the operation policies and investment plans of the Company;

(2) Elect and replace directors and decide on matters relating to the remuneration of directors;

(3) Review and approve reports of the board of directors;

(4) Review and approve reports of the board of supervisors;

(5) Review and approve the annual financial budget plan and final accounts of the Company;

(6) Review and approve profit distribution plans and loss recovery plans of the Company;

(7) Decide on the increase or reduction of the registered capital of the Company;

(8) Decide on the issuance of debentures of the Company;

(9) Decide on the merger, division, dissolution, liquidation or change of corporate form of the Company;

(10) Decide on the acquisition or disposal of material assets by the Company;

(11) Amend the Articles of Association;

(12) Review matters relating to guarantees as set out in Article 66 of the Articles of Association that shall be reviewed at the general meeting;

(13) Review the annual guarantee amount of the Company which exceeds 30% of the latest audited total assets of the Company;

(14) Review changes in the use of proceeds;

(15) Review share incentive schemes;

(16) Review and approve the repurchase of more than 3% of the Company's issued shares;

(17) Re [illegible] a [illegible] be a [illegible] ed a [illegible] e e e a [illegible] ee [illegible] a [illegible] e c bed b [illegible] e a [illegible], ad [illegible] a e e [illegible] a [illegible], de a e [illegible] e [illegible] a [illegible], [illegible] [illegible] e f [illegible] e ca [illegible] c e c a e [illegible] e e [illegible] e C [illegible] a ' [illegible] a e a e [illegible] ed [illegible] A c e f A c a [illegible].

Article 66

T [illegible] e f [illegible] e [illegible] e a [illegible] a a [illegible] ee f [illegible] e C [illegible] a [illegible] [illegible] be e e [illegible] ed a d [illegible] a ed a [illegible] e e e a [illegible] ee [illegible]:

(1) A e [illegible] e a [illegible] a a [illegible] ee b [illegible] e C [illegible] a [illegible] [illegible] b d a a d a [illegible] b [illegible] e [illegible] a a [illegible] ee, [illegible] e [illegible] a [illegible] a [illegible] [illegible] e [illegible] a [illegible] [illegible] e [illegible] a 50% f [illegible] e C [illegible] a ' a d [illegible] ed e a e [illegible];

(2) A e [illegible] e a [illegible] a a [illegible] ee b [illegible] e C [illegible] a a d a [illegible] b [illegible] e [illegible] a a [illegible] ee, [illegible] e [illegible] a [illegible] a [illegible] [illegible] [illegible] e [illegible] a [illegible] [illegible] e [illegible] a 30% f [illegible] e C [illegible] a ' [illegible] a e [illegible] a d [illegible] ed [illegible] a [illegible] a e [illegible];

(3) T [illegible] de [illegible] a a [illegible] ee [illegible] e [illegible] [illegible] e [illegible] [illegible] e [illegible] a 70% deb [illegible] e [illegible] [illegible] a [illegible];

(4) A [illegible] e [illegible] a a [illegible] ee [illegible], e a [illegible] [illegible] e ceed 10% f [illegible] e [illegible] a e [illegible] a d [illegible] ed e a e [illegible];

(5) T [illegible] de [illegible] a a [illegible] ee f [illegible] [illegible] a e [illegible] de [illegible], ac [illegible] a c [illegible] [illegible] [illegible] e a d [illegible] a c a e;

(6) O [illegible] e [illegible] a a [illegible] ee [illegible], c [illegible] [illegible] a [illegible] be [illegible] a ed a [illegible] e e e a [illegible] ee [illegible] a [illegible] e c bed b [illegible] e [illegible] ca [illegible] c e c a e [illegible] e e [illegible] e C [illegible] a ' [illegible] a e a e [illegible] ed a d [illegible] A c e f A c a [illegible].

Article 67

E ce [illegible] e [illegible] e C [illegible] a [illegible] [illegible] de a [illegible] ec a c o [illegible] a ce [illegible] c a a c [illegible], [illegible] e C [illegible] a [illegible] [illegible] a [illegible] a [illegible] [illegible] a b a [illegible] ec a [illegible] e [illegible] [illegible] a a e e a [illegible] ee [illegible], e e [illegible] a c [illegible] ac [illegible] [illegible] a d e a [illegible] [illegible] a [illegible] f [illegible] e a a e e [illegible] f [illegible] [illegible] a [illegible] a e f [illegible] e C [illegible] a [illegible] a e [illegible] e [illegible] a [illegible] a d ec [illegible], [illegible] e [illegible] e [illegible] e ff ce.

Article 68

T e e e a [illegible] ee [illegible] [illegible] a [illegible] c [illegible] de a [illegible] a [illegible] e e a [illegible] ee [illegible] a d e [illegible] a d a e e a [illegible] ee [illegible]. A [illegible] a [illegible] ee [illegible] [illegible] a [illegible] be c [illegible] e ed ce a ea a d [illegible] a [illegible] be [illegible] e d [illegible] [illegible] [illegible] f [illegible] e e d f [illegible] e [illegible] eced f ca [illegible] ea.

Article 69

T e b a d f d ec [illegible] [illegible] a [illegible] c [illegible] e e a e [illegible] a d a e e a [illegible] ee [illegible] [illegible] [illegible] [illegible] [illegible] [illegible] [illegible] [illegible] [illegible] [illegible] e co [illegible] e ce f a f [illegible] e f [illegible] [illegible] c o [illegible] a ce:

(1) T e [illegible] be f d ec [illegible] [illegible] e [illegible] a [illegible] e [illegible] be [illegible] [illegible] ded f [illegible] e C [illegible] a La [illegible] [illegible] e [illegible] a [illegible] - [illegible] d [illegible] e c bed [illegible] e A c e f A c a [illegible] f [illegible] e C [illegible] a ;

(2) T e [illegible] [illegible] e f [illegible] e C [illegible] a [illegible] a [illegible] a e [illegible] bee ade [illegible] eac [illegible] e- [illegible] d f [illegible] e [illegible] a [illegible] a e ca [illegible] a f [illegible] e C [illegible] a ;

(3) S a e [illegible] de [illegible] d d a [illegible] [illegible] e [illegible] e [illegible] d e [illegible] a 10% f [illegible] e [illegible] a e f [illegible] e C [illegible] a e [illegible] ed [illegible] a e [illegible] a d a [illegible] a e [illegible] de ' e e a [illegible] ee [illegible] [illegible] be c [illegible] e ed;

(4) W/ e e e ,/ e b a d f d ec, c de ece a ;

(5) W/ e ,/ e b a d f , e , e a ee, ;

(6) O/ e c o a ,a ce , e c bed b ,/ e | a , ad , a e e | a , de, a , e ,a | e | a , ,/ A , c e f A c a , .

Article 70

T/ e e e ,/ | d a e e a | ee, f ,/ e C , a ,/ a || be ,/ e d c | e f ,/ e C , a , ,/ e , ec f c | ca, f ed b ,/ e c e e f ,/ e e e a | ee, .

T/ e e e a | ee, ,/ a || ,/ a e a e | e a d be ,/ e d - ,e. T/ e C , a ,/ a || a | , de ,/ e e, ,/ e ea e | ed b e | e a , eo , e e | a , a ,/ , e f ,/ e c e e ce f ,/ a e/ | de a , e da ce. A ,/ a e/ | de , a , c a ed a e e a | ee, ,/ e af e a d a e ,/ a || be dee ed , / a e bee , e e , a ,/ e ee, .

Section 2 Proposing and Convening of General Meeting

Article 71

I de, e de , d ec, a e e , | ed , , , e a e , a d a e e a | ee, , ,/ e b a d f d ec, . C ce ,/ e ab e e, | e , ,/ e b a d f d ec, ,/ a || , acc da ce ,/ ,/ e | a , ad , a e e | a , a d ,/ A , c e f A c a , , e , | , a , ,e , e a e, e ,/ e , a ee d a ee , c e e a e / a d a e e a | ee, , 10 da , ece , f ,/ e , , , a | .

If ,/ e b a d f d ec, a ee , c e e ,/ e e / a d a e e a | ee, , ,/ a || e a , ce f e e a | ee, ,/ 5 da , , a ,/ e dec . If ,/ e b a d f d ec, d e , a ee , c e e a e / a d a e e a | ee, , ,/ a || e , | a ,/ e ea a d a e a a , ce e , acc d | .

Article 72

T/ e b a d f , e e , ed , , , e a e / a d a e e a | ee, , ,/ e b a d f d ec, , ,/ c ,/ a || be ade , . C ce ,/ e ab e e, | e , ,/ e b a d f d ec, ,/ a || , acc da ce ,/ ,/ e | a , ad , a e e | a , a d ,/ A , c e f A c a , , e , | , a , ,e , e a e, e ,/ e , a ee d a ee , c e e a e / a d a e e a | ee, , 10 da , ece , f ,/ e , , , a | .

If ,/ e b a d f d ec, a ee , c e e ,/ e e / a d a e e a | ee, , ,/ a || e a , ce f e e a | ee, ,/ 5 da f ,/ e dec . A c/ a e ade , ,/ e a | e , e , ,/ e , ce ,/ a || be a eed b ,/ e b a d f , e , .

If ,/ e b a d f d ec, d a ee , c e e ,/ e e / a d a e e a | ee, , d e , e , | ,/ 10 da , ece , f ,/ e , , , a | , , ,/ a || be dee ed a fa | , d c/ a , d , e , c e e ,/ e e e a | ee, . T/ e b a d f , e , ,/ a || ,/ e be e , | ed , c e e a d / | d ,/ e ee, , e f.

Article 73

S a e de d e a 10% f a e (d d a e e) a be e ed e e f a e a d a e e a ee c a ee acc d e f ced e .

(1) U e e e a e e a ec e a df a, a d a e b ec f e ee , e af e a d a e de a e e b a d f d ec c e e a e a d a e e a ee c a ee . C ce e ab e e e b a d f d ec a , acc da ce e a ad a e e a a d A ce f A ca , e a a e a e e a e e a ee d a ee c e e a e a d a e e a ee e 10 da ece f e a . S a e ed b e ab e a e de a be ca a ed a a e da e f b e e e e e .

(2) If e b a d f d ec a ee c e e a e a d a e e a ee c a ee , a ea ce f e e a ee 5 da a e dec . A c a e ade e a e e e ce a be a eed b e e e a a e de .

(3) If e b a d f d ec d a ee c e e e e a d a e e a ee c a ee , de e e 10 da ece f e a , a e de d d a e e d a e a 10% f e a e f e C a a e e ed e e e b a d f e a d a e a d a e e a ee c a ee .

(4) If e b a d f e a ee c e e e e a d a e e a ee c a ee , a ea ce f e e a ee 5 da a e dec . A c a e ade e a e e e ce a be a eed b e e e a a e de .

(5) If e b a d f e d e e ce f e e a ee e e c bed e d, a be dee ed a e b a d f e c e a d d e e e a ee . T e e a e de d d a e e a 10% f e a e f e a 90 da c ea e a c e e a d d e ee e e e . Bef e b c a c e e ( ) f e e e a ee , e c e a e de a d e a 10% f e a e f e C a . W e e c e a e de e a ce f e e a ee a d b c a ce e e ( ) f e e e a ee , e a b e e e a f a e a e CSRC b- ff ce a e C a ' e de ce a d e c e c a e.

Article 74

W e e b a d f e a e de c e e a ee acc da ce e f e ec , a e ce a be e e b a d f d ec a d f ed e eq e e a a e e e e C a ca ed a d e e a c e c a e. T e b a d f d ec a d e b a d ec e a a c e a e. T e b a d f d ec a de e e e f a e de e a e d ec d da e. A ea ab e fee a ed f e ee a be b e b e C a , a d be ded c ed f e a e d e e d ec ( ) b eac e e d .

Section 3 Proposals and Notices of General Meeting

Article 75

The Company shall, based on the nature of proposals and the requirements for timely disclosure of information, determine the time for convening a general meeting, and shall convene the annual general meeting within six months from the end of each financial year.

Article 76

When a general meeting is convened, shareholders individually or collectively holding more than 3% of the shares of the Company shall have the right to propose new proposals in writing to the convener.

Shareholders individually or collectively holding more than 3% of the shares of the Company shall have the right to propose provisional proposals in writing to the convener 10 days before the convening of the general meeting. The convener shall issue a supplementary notice of the general meeting within 2 days after receipt of the proposals, announcing the contents of the provisional proposals.

Except for the circumstances provided for in the preceding paragraph, the convener shall not modify the proposals already announced in the notice of the general meeting after the notice of the general meeting is issued.

If the convener of the general meeting decides not to include the proposals mentioned in Article 73 hereof in the agenda, he shall explain the reasons to the shareholders at the general meeting.

Article 77

When a general meeting is convened, the convener shall announce the matters to be discussed at the meeting 45 days before the meeting. Shareholders who intend to attend the meeting shall submit their written reply to the Company 20 days before the meeting.

When calculating the starting time limit mentioned in the preceding paragraph, the day of the meeting shall not be included.

Article 78

The Company shall calculate the number of shares with voting rights held by shareholders who intend to attend the meeting based on the written reply received 20 days before the meeting. If the number of shares with voting rights held by shareholders who intend to attend the meeting reaches more than half of the total number of shares with voting rights of the Company, the Company may convene the meeting; otherwise, the Company shall notify the shareholders again within five days by means of a public announcement of the matters to be discussed at the meeting and the time and venue of the meeting. No shareholders' meeting shall be convened before the public announcement is made.

After the annual general meeting is convened, the convener shall submit the annual report, financial report and proposal for profit distribution or loss recovery to the general meeting for approval after the end of the

Article 79

T e ce f a e e a ee a ee e f :

(1) a be ade ;

(2) a ec f e ace, da e a d e f e ee ;

(3) a ec f e a e be d o ed a e ee ;

(4) S ec f e a e d ec d da e f a e de a ee ed a e d e ee ;

(5) I a de e a e de e f a a d e a a ece a f e a e dec e a e be d o ed. T c e a a (b) ed e e, e c a e f a e, e a a f a e ca a e e c , a e de e ec f c c d a d c ac (f a) f e ed a ac a d e a e ea a d effec f e a e;

(6) A d ec , e , a a e e a a e e e be a e a e a c f c f e e a a e b ec d o a a d c e e a e a d e e f c a e a c f c f e e . If e effec f ed a e c d ec , e , a a e e a a e e e be e ca ac a a e de d ffe e f a f e a e de f e a e ec a , e d ffe e ce a a be ec f ed;

(7) I a c a e fi e f a ec a e ed be ad ed a e ee ;

(8) I a c a ac ea a e e a a a e de a a e a d a d e a e ee a a a e e a e e a d a d e e be a f a d a c e eed be a a e de ;

(9) I a a e e e a d ace f e de e f e f f e ee ;

(10) I a a e e a e a d e e e be f e c ac e a de e ee affa .

Article 80

If a e e a ee a d o e ec f d ec e , e ce f e e a ee a d c e fi f a f e ca d da e f d ec a d e . I a a ea c de e f :

(1) Pe a a o a c a : edica bac d, e e ce a d e a ;

(2) W e e e/ e a a c ec ed e a e C a e c a e de a d ac a c e f e C a ;

(3) T e be f a e f e C a e/ e e d;

(4) W/e/ b ec a b CSRC a d e e a eo e e a a e a d a c b e c e c a e.

Eac ca d da e f d ec e a be d d a ed.

Article 81

N ce f e e a ee a be e ed a a e de (e e a ee) e e b a d b a e a d a , add e ed c a e de a e e ed add e a f e be , b b ca e C a ' eb e e eb e de a ed b c e c a e e e C a ' a e a e ed. F de f d e c- e ed a e , e ce f a e e a ee a be e b b ca ce e .

T e b ca ce e efe ed e eced a a a a be b ed e e e a e d ca de a ed b e eo e e a a de e S a e C c 45 a d 50 da bef e d f e ee . O ce e a ce e b ed, a de f d e c- e ed a e a be dee ed a e ece ed e ce f e e a ee .

Article 82

Af e a ce f e ce f e e a ee , e e a ee a be ed ca ce ed e ea a d e a ec f ed e ce a be d a . I ca e f de a ca ce a , e c e e a a ea b ca ce e ea 2 da bef e e c ed ed da e, e e e e c bed e f e e (f , e a e a ea).

Article 83

T e acc de a e ce f a ee - ece f ce f a ee b , a e e ed ece e c ce a a da e e ee a d e e a ed a e ee .

Section 4 Convening General Meeting

Article 84

A a e de e e f e be e a e d ec d da e a be e ed a e d e e a ee , a d e acc da ce e f ea a a e a d A c e f A c a .

A a e de e ed a e d a d ea a e e a ee a e e a e e e e (a be a a e de) a e a e d a d e be a f.

S c e a e e c e e f e a e ed b e a e de :

(1) T e a e de ' ea a e e e a ee ;

(2) T e de a d b e f e e , de a d a ;

(3) U e e ded ea cab e e eq e a a d e a , e e e a be e ec ede e b a f a d a , ece a fa a e de a ed e a e , c e a e ec e e a .

Article 85

A d d a a e de a ee e a e a d f c ca c f a e de ' de . If a a ed a e d e ee , add e e e ' de ca d, e a a e a e de ' de f e e a e a f e de .

If a a e de a e a a e e a ee a e d e ee , e C a a e e e e e a e e de f f e a e de a d e e a e, a e a a e a e f e b a d f d ec f e a e de a e a e a f f e c a a .

Article 86

T e e a a a be de e a d f e a S a e de a e d a ed ; e e a a e de a e a e , c e a be de ea de e a d f d ec a e d a ed.

T e e ed b e a e de a e a e e a e e a ee a f be a e f c e :

(1) Na e f e ;

(2) W e e e a ;

(3) I d ca f c e , b ec ab e c ce eac a e e a ee a e da;

(4) Da e f f e a d e f a d ;

(5) S a e (ea) f e c a . If e c a a e a e a e de , e ea f e e a e a be aff ed.

(6) S ec f e be f a e e ed b c ;

(7) If e a e a ed, e e a ec f e be f a e e ed b eac e ec e .

Article 87

T e a a be aced a ed c e f eC a a c e ace a ec f ed e ce f e ee bef e 24 e ee a c e a ed e bef e 24 e ec f ed e f e . W e e e ed b a e a ed b ee a a e e d e a a e a be aced e e e a ed a e d e a be aced e e e a ed c e f eC a a c e ace a ec f ed e ce f e ee .

W e e e c a a e a e , e a e e a e a ed b e f b a d f d ec e dec - a b d a be e ed a e d eC a ' e e a ee a e e e a e f c e a e .

Article 88

A f ed b e b a d f d ec f eC a e a e de f ea e f / e a e e a e de f ee c ce c e / e ca e fa f a a eac e a d e ab e a e de e e a a e c eac a e be ed a e ee .

T e a a e a e a f e a e de d e e ec f c c , e / a e a / e d c e .

Article 89

W e e e e a a decea ed, ca ac a ed ac, d a e ed a e e e , e e e a a e a e bee a fe ed , e , a e e acc da ce e f e f / a e a d a a eC a d d ece e a e ce f e e e bef e c e ce e f e e a ee .

Article 90

A e a ec d f a e da a e ee a be c ed b e C a . T e e a ec d a c a e a e f a e da (a e f a a), de ca d be , e de a add e e , e be f a e e d e e e e a d a e (a e f a a) f e / e .

Article 91

T e c e e a e a e f e a e de ' a f ca acc d e e e f e be ded b e eo e e a a d c ea a a . T e a e f a e de a d e be f a e d a be e e ed. T e e a a e ee a a e a e bef e e c a a f e ee a ce e be f a e de a d / e a e d e ee a d e a e e d .

Article 92

W e d a e e a ee , a ed ec , e a d ec e a e e b a d f d ec , a a e d. T e e e a a a e a d e e a a e e e be a e e a e e ce e ea f ab e ce.

Article 93

T e e e a ee , a be c e ed a d e ded e b e c a a f e b a d f d ec . W e e c a a f e b a d f d ec , abe d c a e e d , d c a e d , e ee , a be c e ed a d e ded e b e ce c a a f e b a d(f e e a e e ce c a e , e e e ec ed b e a e a f f e d ec , a e de). W e e e ce c a a f e b a d abe d c a e e d , d c a e e d , e a e a f f e d ec , a de a e a d ec e d e de e e ee . W e e e a e a f f e d ec ca de a e a d ec e d e de e e ee , e a e de a e d e e ee a e ec e e e de e e ee . If f a ea e a e de a e abe e ec a c a a , e a e da a e de d e a e be f a e (e e b) a e de e e ee .

If a e e a ee c e ed b b a d f e , e c a a f e b a d f e , a e de e e ee . If e c a a f e b a d f e abe d c a e d e , e a e a f f e e , e a a e a e de e e ee .

If a e e a ee c e ed b e a e de e e e , e c e e a e a e , e e a e c d c e e ee . If f a ea e a e de a e abe e ec a c a a , e a e da a e de d e a e be f a e (e e b) a e de e e ee .

I a e e a ee , f e c a a f e ee c a e e e e ee , ced e , a e ee , be , ceed, c e f e a e a f f e a e da a e de e a e de a a e e e e e a e c a a a d c e e ee . If f a ea e a e de a e abe e ec a c a a , e a e da a e de d e a e be f a e (e e b) a e de e e ee .

Article 94

T e C a a a a e e e f ced e f e e e a ee a d ec f de a e ced e f c e a d a e e e a ee , c d f ca , e a , e e

Article 96

D ec , e a d e a a e e e be a e a da e ee e ad e f a e de a e e a ee .

Article 97

T e c a a f e ee a , a ce e be f a e de a d e a ed e ee e a e a e a be f a e , c a be e be f a e de a d e a ed e ee e a d e a ed e ee ' e a ec d.

Article 98

T e e a ee a e e ed b e ec e a e b a d f d ec . T e e a a e e f c e :

(1) T e, e ea d a e da f e ee a d a e f e c e e ;

(2) T e a e f e ee c a a a d e a e f ed ec , e , a a e , a d e e a e e be a ed e ee a e ee ;

(3) T e be f a e de (c d d e c- e ed a e de a d e ea a e de (f a)) a d e a ed e ee , be f a e e e e a d e e ce a e f e a e e a e ca a f e C a f eac a e de ;

(4) T e ce f e e a d d o , a fa eec a d e f eac , a ;

(5) S a e de ' e , a d a e e a a ;

(6) Na e f ec e a d c e f e ;

(7) O e c e be c ded a ec f ed A c e f A c a .

Article 99

T e c e e a e e a e c e f e e a e e, aco a e a d c e. D ec , e , ec e a e e b a d f d ec , c e e a d e e e a e a d e ee c a a

Section 5 Voting and Resolutions at General Meetings

Article 101

Re [illegible] f [illegible] e e e a [illegible] ee [illegible] c [illegible] de d a e [illegible] ec a e [illegible].

O d a e [illegible] a a e e a [illegible] ee [illegible] a be a ed b e a e a f f e [illegible] a e ed b a e de (c d e) a e d e e a [illegible] ee [illegible].

S ec a e [illegible] a a e e a [illegible] ee [illegible] a be a ed b e a [illegible] d f e [illegible] ed b a e de (c d e) a e d e e a [illegible] ee [illegible].

Article 102

W e a e de (c d e) e a e e e a [illegible] ee [illegible] e a [illegible] e e c e e [illegible] acc d e be f [illegible] a e a e e e e. Eac a e a [illegible] ca e [illegible].

S a e ed b e C a d ca [illegible] a d a [illegible] be c ed e e a be f [illegible] a e e e ed b a e de e e a a e e a [illegible] ee [illegible].

S b ec [illegible] a d c d a c [illegible] ace a [illegible] cab e a , e a a d/ e e e f e [illegible] e f e ace e e e C a ' a e a e ed, e b a d f d ec , de e de d ec a d e a e de f a f e e a ec f ed c d a c f e [illegible] a e f a e de.

W e e e e a [illegible] ee [illegible] c de e a ed a a ac [illegible] e a ed a a e de a [illegible] a c a e e f ec f ed e a [illegible] cab e a , e a [illegible] e f e ace e e e C a ' a e a e ed. H a e ed e [illegible] be c ed e e a be f a d e. T e b ca ce e e e [illegible] f e e e a [illegible] ee [illegible] a [illegible] d c e e e [illegible] f e - ea ed a a e de.

I acc da ce e a cab e a , e a a d [illegible] e f e ace e e e C a ' a e a e ed, e e a a e de a ab a f f a a o a e [illegible], e c ed e f a a c e [illegible], a e a f c e e e e c b e a e de (e e) a [illegible] be c ed e e [illegible].

Article 103

V a e a [illegible] ee [illegible] ec d e a e f e e.

Article 104

W e a [illegible] a e a a ee [illegible], a a e de (c d e) a e e [illegible] e e eed ca a [illegible] e e a e a.

Article 105

W e e be f e f a d a a a e [illegible] e a , e c a a f e ee [illegible] a be e ed e add a e.

Article 106

A f e e beee ec ed b e ee a ee f a e de ce f c a e a e a a a (1), (2), (3), (4), (5), (6), (10), (12), (14) a d (17) A ce 63 e a e eed f e ec a e acc da ce e a ad a e e a A ce f A c a e a e a be a ed b d a e a a ee a ee .

Article 107

A f e e beee ec ed b e ee a ee f a e de c e a e a a a (7), (8) (9), (11), (13) a d (15) A ce 63 a e e ed b e a ad a e e a A ce f A c a e a e ed b e ee a ee b d a e be f f ca ac e C a a d e eb a be a ed b ec a e a e a ee a ee . A d c a e e a a a (16) a e ec e a e ab e e ed e d a e a d ec a e acc da ce e ec f c c e f a e de a .

Article 108

T e c a a f e ee a be e d e b e f dec d e e a e f e ee a ee a bee a ed. H dec a be f a a d a be a ced a e ee a d ec ded e e f ee .

Article 109

If e c a a f e ee a a d b ab e e e f a e e a a a e e-c f e e . If e c a a f e ee d e a a e e-c f e e , a a e de a e d e ee c a e e e e a ced b e c a a f e ee a a e be e ed e e e-c f e ed a e af e c a ce e , e c a a f e ee a ed a e a a e e-c f e e .

Article 110

If c f e e da a e e a ee , e e f e c a be ec ded e e f ee . T e e f ee a d e e a ec d fa e da ed b e a e da a e de a d e a be e a e C a ' d c e f a e d e a 10 ea .

Article 111

S a e de a e a e c e f e e f ee d e C a ' ff ce f ee f c a e. If a a e de e e f a c f e e a e f ee , e C a a e d c c e e da ece f a e f ea ab e c a e .

Chapter 9 Special Procedures for Voting at Class Meeting

Article 112

S a e de d ffe e ca e f a e a be a e de f d ffe e ca e.

S a e de f d ffe e ca e a e ad de a e b a acc da ce a e ad a e e a ad A ce f A ca .

W e e e a ca a f eC a c de a e c d ca e d - a e – a ea e de a f c a e.

W e e e a ca a c de a e d ffe e e de a feac c a f a e, e a e fa ab e c de e d e c ed – ed –.

Article 113

T e C a a ceed c a e ab a e e a e de ' f a c a f a e e c c a e ab a a bee a ed b a f a ec a e f e e ea ee, a d b a e a a e c a ee f e affec ed a e de f ec a f a e acc da ce A ce 113 117.

W e ea c a e d e ca d f e a , e a a d e f e ace e e e a e f eC a a e ed, a e a dec f d e ca d f e e a a e c ead e c a e f ec a f a e de ' e ea a e e ea a f a e de ' ee c a ee .

Article 114

T e f a e de f a ce a c a a be dee ed a e bee c a ed ab a ed e f c d :

1. a ceae dec eae e e be f a e f c c a a ceae dec eae e e be f a e fac a a d b e e e a e f e a e f c c a ;

2. ac a e fa a f e a e f c c a a e fa e c a , ac e fa a f e a e fa e c a a e f c c a e a f e c c a e;

3. a e a ed c f acc ed d de d a ed de d a ac ed a e f c c a ;

4. a ed c e a fad de d efe ece e d b efe ce d da f eC a , a ac ed a e f c c a ;

5. a add , e a ed c f a ec e ac e ea e f eC a a ac ed a e f c c a ;

6. a e a ed c f ece ea ab e b eC a a a a a a e c a ac ed a e f c c a ;

7. a c ea f a e c a f a e d b e e e a e e e f e a e f a c a ;

8. a f e c add a e c e a fe f e f a e f c c a ;

9. a a ce f b c be f c e , a e f c c a a e c a ;

10. a c ea e e a d e e f a e f a e c a ;

11. e c f eC a c ca e a e de f d ffe e c a e bea ab d ffe e e e d e e c ; a d

12. a a e d e ca ce a f e f ec .

Article 115

S a e de f e affec ed c a , e e e e ea e e a ee , a a e e ea c a ee e ec f a e efe ed a a a (2) (8) a d (11) (12) A c e 112, e ce a a e e ed a e de a ea c a ee .

T e e e ed a e de – e ced a a a a e e f ea :

1. f eC a a ade a e de ffe a a e de e a e a b bac e a e e c a e acc da ce A c e 32 e e f, e c a e de a def ed A c e f A c a a be e e ed a e de –;

2. f eC a a b bac e a e b a a ee e de a ea e e c a e acc da ce A c e 32 e e f, de f a e ea c a ee e a be e e ed a e de –;

3. de a e c a f eC a , a e de bea ab a a e a e e f e ab b e b e a e de f e a e c a , a e de a e e e a e c a f eC a a a d ffe e f e e e c e c a f e a e de f e a e c a a be e e ed a e de –.

Article 116

Re f a ee f a e de f d ffe e c a e a be a ed b e a -a d f e f a c a e e ed a e ee acc da ce A c e 113.

Article 117

W e e C a d a c a ee , a e a ce 45 da f a e e ed a e de f a c a f e a e be c de ed a e ee a e da e a d ace f e ee . S a e de ed a e d e ee a , 20 da e da f e ee , de e e e e C a f e a e da ce.

If e be f e a e e ed b e a e de ed a e d e ee e a e a f f e e a be f a e f a c a , e C a a d e c a ee f a e de . If , e C a a a f e da f e a e de ce a a f e a e be c de ed a e ee a d e da e a d ace f e ee e f fa b c a ce e . U f ca b b c a ce e , e C a a d e c a ee .

If e e a ec a e e e b e f e ace e e e C a ' a e a e ed, c e e e a e a .

Article 118

T e ce f c a ee f a e de a be de e ed e a e de e ed e e a .

T e ced e f a c a ee a , e e e be, be de ca e ced e f a e e a ee . U e e e ec f ed ec , f e A c e f A c a f e C a e a e ced e f e e d f a e e a ee a be a cab e a c a ee .

Article 119

I add de f e c a e f a e , de f d e c- e ed a e a d e ea ed f e a e a e dee ed be d ffe e c a e f a e de .

T e ec a ced e f c a ee a a e f c o ce :

(1) W e e e C a e d e c- e ed a e a d e ea ed f e a e , a b a ec a e f a e de a e e a ee , e e e a a e c o e ce e e 12 , e a 20% f eac f e e ed d e c- e ed a e a d e ea ed f e a e f e C a ;

(2) W e e e C a ' a e d e c- e ed a e a d e ea ed f e a e , c , a e e ed 15 f e da e f a b e eo e e a a e f e S a e C c ;

(3) W e e e a b e eo e e a a e f e S a e C c ed e c a e de a fe e a e d e f e e f e ea a d ad .

Chapter 10 Party Committee

Article 120

The Communist Party of China (CPC) and the Communist Party of Belarus (CPB) (collectively referred to as the Parties) shall establish and improve party-to-party exchanges at various levels and in various forms. The Parties shall encourage and support party committees at all levels to establish and develop friendly relations and cooperation with party committees at corresponding levels of the other Party.

The Parties shall encourage party committees at all levels to establish and develop friendly relations and cooperation with party committees at corresponding levels of the other Party, and party committees at corresponding levels may sign cooperation agreements or memorandums of understanding as appropriate.

Article 121

The Parties shall encourage party committees at all levels, in accordance with the Constitution of the Party and the laws and regulations of the State, to develop exchanges and cooperation with political parties, organizations and individuals of the other country.

(1) The Parties shall encourage party committees at all levels to establish and develop friendly relations and cooperation with political parties, legislative bodies, governments, local authorities, political consultative bodies, people's organizations and mass organizations of the other country, and to establish and develop friendly relations and cooperation with political parties, legislative bodies, governments, local authorities, political consultative bodies, people's organizations and mass organizations at all levels of the Republic of Belarus.

(2) The Parties shall encourage party committees at all levels to establish and develop friendly relations and cooperation with political parties, organizations and individuals of the other country, and to establish and develop friendly relations and cooperation with political parties, organizations and individuals at all levels of the other country. The Parties shall encourage party committees at all levels to establish and develop friendly relations and cooperation with political parties, organizations and individuals of the other country, and to establish and develop friendly relations and cooperation with political parties, organizations and individuals at all levels of the other country. The Parties shall encourage party committees at all levels to establish and develop friendly relations and cooperation with political parties, organizations and individuals of the other country, and to establish and develop friendly relations and cooperation with political parties, organizations and individuals at all levels of the other country.

(3) The Parties shall encourage party committees at all levels to establish and develop friendly relations and cooperation with political parties, organizations and individuals of the other country, and to establish and develop friendly relations and cooperation with political parties, organizations and individuals at all levels of the other country.

(4) The Parties shall encourage party committees at all levels to establish and develop friendly relations and cooperation with political parties, organizations and individuals of the other country, and to establish and develop friendly relations and cooperation with political parties, organizations and individuals at all levels of the other country. The Parties shall encourage party committees at all levels to establish and develop friendly relations and cooperation with political parties, organizations and individuals of the other country, and to establish and develop friendly relations and cooperation with political parties, organizations and individuals at all levels of the other country. The Parties shall encourage party committees at all levels to establish and develop friendly relations and cooperation with political parties, organizations and individuals of the other country, and to establish and develop friendly relations and cooperation with political parties, organizations and individuals at all levels of the other country.

Article 122

I de.e . .,e.i b.a.a.,e a. a.d a.a e e.,.i e. f.,e C ,a ,.,e b.a d f d ec. a.d a.a e e.,ea .,a,| f .,ee ,. . f .,e Pa., C .,ee f.,e C ,a .

Article 123

T.e . f.,e Pa., O a. a. a.d.,e c. .,i c. f.,e f.,a,| ,ceed c. ,| a.ce.,.,e e,e a., ,. . . . f.,e C. . .,. . f.,e C .i.,Pa., f C,.a.

Chapter 11 Board of Directors

Section 1 Directors

Article 124

D ec. . .,a,| be e,ec.ed b .,e e.e a,| ee. a.d e.e a.e f.,ee ea f eac,.e. . A d ec. a .e.e c. .eq.,.e.e f e-e,ec.ed i ,. .,e e, f,. .e ,i,e. .,e .e.,i a.ed b .,e e,e.a.,a., e i,a. . a.d |. . i,e f.,e ,,ace.,e e.,e C ,a ' .,a.e a e,.ed.

A d ec. '.e f.e ce c e.ce f .,e da.e,e.a e i ,.,e a,,. . e.,i.,.,e q e..e f e.ce f b a.d f d ec. e.d. If a d ec. '.e f.e ce e, e b.a e.d ec. . . e.a,,.ed, .,e a.d ec. ,a,| c. .,i e. ca i .,.,e d ec. ' d.e acc d .,.,e a., ad . .a.e e i,a. . ., de,a.e a,| e i,a. . a.d .,. A .c,e f A c a. . i .,.,e e., e,ec.ed d ec. ' a,,. . e.c e. . effec..

A d ec. ' ,. . a be a.i ed b e.e a,| a.a e .,e e. a.a e e. e be. B.i .,e.,a,| i be f e.e a,| a.a e .,e e. a.a e e. e be .,a,| a.i e d ec. .,. ,.,e c ,a ,,|.,e i be f d ec. a. .aff e, e.e.a.e, ,a,| . e ceed e.a,f f.,e.,a,| i be f d ec. .

A d ec. eed . . be .,a e.,|de f.,e C ,a .

Article 125

T.e d ec. ,b .,c ,| ec. e, a.d d d.a,| ,a e e, ec.ed. fi,f,| f d.c a d.e a.d d.e f. ,|, ca e a.d d,| e.ce. a .a da.d a,| ea. c ,| a.ce.,.,e .a da.d e.ab,.ed b .,e,a., f H. K. .T,. ea. .,a.e e d ec. i .,, .,e,e f a.ce f.,d.e a.d ec. :

(a) ac.,.e.,| a.d . . d fa.,.,e .e e. . f.,e c ,a a.a.,.|e;

(b) ac. f ,. . ,e ,i ,. . e;

(c) be e, . b,e. .,e .i e f .,e a,,,| ca. . . . a,,,| ca. . . f. .a.e.;

(d) a. d ac.,a,| a.d ,.e.,a,| c. f,c. . f.,e e.a.d c. f,c. . d.;

(e) d c e fi a d fa e e c ac ; a d

(f) a c de ee f , ca e a d d e ce a a ea ab be e ec ed f a e f ed e a d e e ce a d d a d ec a ed c a .

Article 126

T e e a ca d da e a d ec a d e e ce f c ca d da e e a d e acce e a a be e e a 7 da e da e a ed f c e e a ee .

W e e e e e ded b e e a a a d e a , a d ec ca be e ed b d a e a ed a e e a ee bef e e e f ff ce (b c e a d e e d ce e d ec ' c a f da a e a c ac).

Article 127

If a d ec ab e a e d b a d ee e f c eq e ee , a d d e a e d ec a e d b a d ee be a f, e a be dee ed a fa ca d e . T e b a d f d ec a e e e a ee e ace .

Article 128

A d ec a e bef e e f e ce. W e a d ec e e , e a b a e ce e b a d f d ec . T e b a d f d ec a d c e e e a c q ace 2 da .

If e e be f e d ec fa be e a e e d ec bec e effec e a e d ec a ed f e aca c . T e e a e be f e b a d d c e e a e a d a e e a ee e ec a e d ec f e aca c a a a b e.

Sa e f e c q ace efe ed e e ced a a a , e d ec ' e a a e effec de e f / e e a e e b a d f d ec .

Article 129

W e a d ec ' e a a e effec e f e ce e e d ec a c e e a a fe ced e e b a d f d ec . H f d c a d a d e C a a d e a e de a e af e e e d f e f e ce a d be effec e f a ea ab e e d ec f ed b A ce f A c a .

Article 130

I e ab e ce f ec f ca A ce f A c a e a e a a b e b a d f d ec , d ec a ac e a ca ac be a f f e C a e b a d f d ec . W e a d ec ac e a ca ac , b a d a ea ab be e e a ed ec e e e e C a e b a d f d ec , a d ec a dec a e a ce a d ca ac ad a ce.

Article 131

If a d ec. b eac e. e a , ad . a. e e a. . , de a . e. a e a. . . A . c e f A . c a. e ca . , d . e a d ca e . . . e C a , e . a be e d e . b e f da a e. .

Section 2 Independent Directors

Article 132

T e C a . a a e de e de d ec. . I de e de d ec. efe . c d ec. f e C a . a e e d e . e . a . ed ec. ' d e . a e a. . . e C a . . b a . a a e de (efe e a a e a e c a e de d e . a 5% f . e . a be f . a e) . a a de . e de e de b ec. e d e . , a d a. f e . e e e de e de ce b . e . e f . e ace e e . e C a ' . a e a e ed.

U e . e e ded . ec. , . e e e a . e . C a e 14 f . A . c e f A . c a. a a . e a f ca. a d b a. f de e de d ec. .

Article 133

N e . a e- d e be f b a d f d ec. a d e . a . ee e be f . e b a d f d ec. f e C a . a be de e de d ec. ; a c a . ea . e f . e de e de d ec. a e a e a e fe a a f ca. acc e a ed f a c a a a e e e e. A a . e . e be f de e de d ec. fa . ee . e be e ed b . A . c e f A . c a. d e . e . e d a f ca. f de e de ce . e c o . ace c a c de e de d ec. a e a e f . e d e . e C a . a a add . a de e de d ec. . ee . e e e .

A ea . e f . e de e de d ec. f e C a . a d a e de H K .

Article 134

A de e de d ec. . a a e . e a e e f ff ce a . e d ec. f e C a , a d a be e- ec ed e f e e e a . e c ea . e e a be e a ea .

Article 135

T e C a . a f a e e f de e de d ec. , c ec f . e a f ca. , a . ec. a d e ace e a d . a d b a . , ab e , a d c . e a be a ed a . e e e a ee. .

Article 136

Ma e e a . de e de d ec. c a e c e ed . ec. a be dea acc d . e e e a a e , e a . e f . e ace e e . e C a ' . a e a e ed.

Section 3 Board of Directors

Article 137

The Company shall have a board of directors. The board of directors shall be accountable to the general meeting.

Article 138

The board of directors shall consist of five to nine directors. The board of directors shall appoint a chairman, and may appoint a vice chairman, from among its members. The general meeting may also appoint directors to the board of directors. (The references to the chairman and vice chairman in this Article 138 shall be construed as references to the chairman and vice chairman of the board of directors appointed by the general meeting pursuant to this Article 138.)

The chairman and the vice chairman (if any) of the board of directors shall be elected and removed by the board of directors. The chairman and the vice chairman (if any) of the board of directors shall be elected and removed by the general meeting.

Article 139

The board of directors exercises the following duties and powers:

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

(2) to implement the resolutions of the shareholders' meetings;

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

(4) to formulate the Company's annual financial budget plan and final accounts plan;

(5) to formulate the Company's profit distribution plan and loss recovery plan;

(6) to formulate plans for the increase or reduction of the registered capital of the Company and the issuance of bonds or other securities and listing plans;

(7) to formulate plans for major acquisitions, repurchase of shares of the Company or merger, division, dissolution and change of corporate form of the Company;

(8) to decide on the Company's external investments, acquisition and disposal of assets, pledge of assets and other guarantees;

(9) to decide on the establishment of the internal management organizations of the Company, to decide on the establishment of branches and representative offices of the Company, to decide on the establishment of wholly-owned subsidiaries of the Company, to decide on the establishment of joint ventures and other investment entities;

(10) to decide on matters such as the engagement or dismissal of the general manager of the Company;

(11) to decide on matters such as the engagement or dismissal of the secretary to the board of directors, and to decide on matters such as the engagement or dismissal of the chief financial officer;

(12) ...

(13) ...

(14) ...

(15) ...

(16) ...

(17) ...

(18) ...

(19) ...

(20) ...

(21) ...

(22) ...

a. ...

b. ...

c. ...

. b a a d c a a e e a e C a ' ca e b a d c a e b c a e e f ca afe d c a d ab a e a ce;

. b a a d c a e ed be e ed e e a e a d e a e ; a d

. e e ed e e a dde e a f e Pa C ee.

T e ab e a e f a e c ed b e b a d f d ec a a ac a a e e f e C a c a be e ed b a e e a ee acc d e a be b ed e e e a ee f e e .

E ce f e b a d e ec f e a e ec f ed a a (6), (7) a d (14) c a be a ed b e a - d f e d ec , e b a d e ec f a e a e a be a ed b e a e a f f e d ec .

Article 140

T e b a d f d ec a f a e e e f ced e f ee f e b a d f d ec e e

Article 143

T e c a a f e b a d a e e c e e f fi c a d e :

(1) e de e e a ee a d c e e a d e de e ee f e b a d f d ec ;

(2) a d o e a d c ec e e e a f e f e b a d f d ec ;

(3) a e ce f ca e , b d ce f ca e a d e eo e ed b e C a ;

(4) a e e f a f a f e a d c d a e e a f e b a d f d ec ;

(5) a d o e f e b a d f d ec a d e a b d d o e be a f f e C a ;

(6) e e c e e , e a d fi c a e a e e a e e e a e;

(7) a e ca d da e f ec e a e b a d f d ec , e be a d c a a f e , ec a ed c ee de e b a d f d ec ;

(8) e e a a e f e c a ' e a a e e , a d de da ce e e a f e e f e b a d f d ec ;

(9) ca e f e e c f ca a a d a e a d e f ce a o e, e e c e e , ec a fd a e e C a ' affa a a e e e e e f a a d e e f e C a , a d e e b a d f d ec a d e e a ee af e a d ;

(10) ac e a f e f e b a d f d ec e a da e f e b a d f d ec e b a d f d ec e ; a d

(11) e fi c a d e a ed b e a , ad a e e a , de a e a e , A c e f A c a a d e b a d f d ec .

Article 144

T e ce c a a a a e c a a f e b a d f d ec . W e e c a a ab e d e ca e d e , e a be ca ed b e ce c a a (f e C a a e ce c a e , e e ed e a be ca ed b e ce c a a a ed b e a e a f f e d ec). If e ce c a a ab e d e ca e d e , e a e a f f e d ec a a ead ec ca e d e .

Article 145

T e b a d ee c de e a ee a de a d a ee .

Re a ee f e b a d f d ec a be e d a ea ce a ea . Mee f e b a d f d ec a be c e ed b e c a a f e b a d b a ce a d ec a d e e da bef e e ee e d.

T e Pa C ee, c a a , a a de d e a e e d ec , eb ad f e a a d a ee f e b ad f d ec . T ec a a a , c ee ead e de e ee a d a ee f e B ad f D ec 10 da ece f e a , ad a ea ce a d ec ad e f e da bef e e ee ed.

W e ee e a e a e , a b ad ee a be ed a b ec a a , c b ec e e e f ee ce a e e a a a 3 f a c e, e a a e ce a be e d ec , e a d e ea a a e.

Article 146

T e ce f b a d ee a be de e ed e a e a e A c e 239 f e A c e f A c a .

D ec a a e a e ded e ee be dee ed a e bee ed a ce f b a d ee f e ad a ed a e f a ece ed c ce bef e d e b a d ee .

T eb a d ee a be ed b ea f e e c fe e ce e a c ca e e S a a a c a d ec ca ea e e d ec a d c ca e, a c a a a c e ee ce a e ee a f ed ec e e e e .

Article 147

A ce f b a d ee a c de e f c e :

(1) Da e a d ace f ee ;

(2) Pe d f e ee ;

(3) Rea a d a e da;

(4) Da e f a ce f ce;

(5) Me d f d e ee .

Article 148

F a a a e be de e ed b eb ad f d ec , ff c e f a a be ded ed ec a d ed ec a e ed e e a a e a . W e e a e-f ed ec e e a d ec (efe c d ec a e ea e e C a) c de a e ded a e a ff c e ea e a c ea e a e defe e b ad ee defe e c de a e e a a e , eb ad f d ec a acce c e acc d .

Article 149

E ce f e c de a e a ed a a ac b eb ad f d ec a e A c e 145, e b a d ee a be ed e e a e a f f ed ec a e e e .

U e e ded a ce ee , e f e b ad f d ec a be a ed b e a e af f a ed ec .

A f e ab ad e , eac d ec a a e e e . W e e be f e ca f a da a a e , e a , ec a a f e b ad f d ec a a ea ca e.

Article 150

T e d ec a a e d ab ad ee e . If a d ec ab e a e d f a ea , e a a a e d ec a e d ec a e d be af. T ea a a e e a c a e a e f e e e a e, e a e e ed, c e f a a d a d e d. I a be ed ea ed b e, c a .

T e a ed d ec a e d e ee a e c e ed ec ' d e a e ed c e. If a d ec d e a e d ab ad ee e a dd e a a e, e e a e a e d e ee , e/ e a be dee ed a e a ed e a e ee .

Article 151

W e a d ec c ec ed c a e c e b ec f a e be dec ded a a b ad ee , e c ec ed d ec a e a , ad a e be af f e d ec . T a d ec ' ee ca be e d f e a e af f e de e de d ec a e d . Re ade b e b ad ee a be a ed b e a e af f e de e de d ec . If e a e ee de e de d ec a e d e b ad ee , e a e a be b ed e e e a ee f c de a .

Article 152

T e b a d ee a e b a f d c ed ba .

P ded a e d ec ca fi e e a e a d a b ad ee , c ee ca be e d b ea f de e b a d, , fa e ea f c ca a d e c d be a ed e e f c e a be ed b e d ec a e ded e ee .

Article 153

T e b a d f d ec a ee e f dec e a e d o ed a e ee . T e d ec a e ded e ee a d e ec de a e f a ee .

T e d ec a be e b e f e dec f e b a d f d ec . W e e a e f e b a d f d ec a f e a , ad a e e a e A c e f A c a , e eb ca e e C a , e d ec a e e a be ab e e C a f da a e . H e e , e e ad ec ca e a e e e d c e e a e, a d a c a ec ded e f e ee , e d ec a be e e d f c ab .

T e e f b a d ee a be e , a a c a f e f a e d f e a 10 ea .

Article 154

The duties of the Board of Directors shall include:

(1) determining the operational policies of the Company;

(2) appointing or removing the General Manager and the Deputy General Manager(s) and determining their powers and duties;

(3) appointing or removing the Secretary to the Board of Directors;

(4) appointing or removing the Chief Financial Officer;

(5) exercising other functions and powers conferred by the Articles of Association or by the general meeting of Shareholders.

Article 155

The Board of Directors shall be responsible to the General Meeting of Shareholders. Specific functions, powers and procedures of the Board of Directors shall be stipulated in the Articles of Association and the Regulations on the operation of the Board of Directors.

Chapter 12 Secretary to the Board of Directors

Article 156

The Company shall appoint a Secretary to the Board of Directors. The Secretary shall be appointed or removed by the Board of Directors.

Article 157

The Secretary to the Board of Directors shall be a natural person who meets the qualifications prescribed by law and is appointed by the Board of Directors.

The duties of the Secretary to the Board of Directors include:

(1) organizing the convening of meetings of the Board of Directors, preparing meeting agendas at the request of the Chairman of the Board of Directors or the Board of Directors, preparing documents for meetings of the Board of Directors, drafting minutes of meetings and resolutions of the Board of Directors, and assisting the Board of Directors in implementing the provisions of the Law on Enterprises, the Law on Securities, the Articles of Association and the Company's internal regulations;

(2) advising the Board of Directors on the exercise of rights of the Shareholders, the implementation of obligations of the Company as prescribed by law, the Articles of Association and the Company's internal regulations; assisting the Board of Directors in establishing and implementing the Company's information disclosure mechanism;

(3) being responsible for maintaining confidentiality of information and documents of the Company and disclosing information in accordance with the Articles of Association and the Company's internal regulations;

(4) [illegible]

(5) [illegible]; and

(6) [illegible]

The [illegible]:

(1) [illegible]

(2) [illegible]

(3) [illegible]

(4) [illegible]

(5) [illegible]

(6) [illegible]

(7) [illegible]

(8) [illegible]

(9) c d a.e. de f a. . eC a ' b ad f e. . ad e e a. a e c e eeded f e f a ce f e . e . fi c. , a d a . e e. a. e e a . . e C a ' c ef acc . a . , d ec. a d e e a a a e . fi f e . ff d c a .

(10) e f . c e fi c. a d e a ed b e B ad f D ec. a d e fi c. e ed b e a e ace f e C a . c e c a e.

Article 158

D ec. e a a e e. e be (e ce e c ef acc . e e a a a e f eC a) a c o e ac. a e ec e. a . e b ad f d ec. . N acc . a . ( ) f e acc . f a. ed b e C a a c o e ac. a ec e. a . e b ad f d ec. .

P ded a. e e e ff ce f e ec e. a . e b ad e d c o e b ad ec. , a d a ac. e ed. be ade b ad ec. a d e ec e. a . e b ad e a a e , e e o e d e ff ce f d ec. a d ec e. a . e b ad a e f e ac. d a ca ac. .

Article 159

T e C a ' d ec. , e e a a a e a d e a. ed de a . e . a e ec e. a . e b a d. e f / e d e e f . . a e , . aff de e . fi d e. c. f e ed. A e e a. de a . e . f eC a a e ac. e c e a e e ec e. a . e b a d.

Chapter 13 General Manager

Article 160

T e C a a e a a e e . ea , de e ee f e b a d f d ec. e e. e dec f e b a d f d ec. a d e e eC a ' da e a. . Re b . e a be e e a e a a e e . ea .

T e C a a e e e a a a e a d e e a de . e e a a a e . a . e e e a a a e a d e c ef acc . a . . T e e e a a a e , de . e e a a a e a d c ef acc . a . a be ed a d d ed b e b a d f d ec. .

Article 161

T e e f ff ce f e e e a a a e a be e ee ea a d a be e b e . ffe e f/ e f f ea e .

T e e e a a a e ca b e a . bef e e e f e f ff ce. T e ced e a d c ce e e e a a a e ' e a . a be e a ed b e e e c . ac. be ee e e a a a e a d eC a .

A d ec. a c o e a e e f e e a a a e de . e e a a a e .

Article 162

T e C a ' e e a a a e a be acc ab e e B a d f D ec a d a e c e e f fi c a d e :

(1) ead e C a ' d c , e a a d a a e e , a d e e e b a d f d ec ;

(2) a e e ce ca e B a d' e ;

(3) a e e e e a f e C a ' a a b e a a d e e a f ed b e b a d f d ec ;

(4) daf a f e e ab e e f e C a ' e a a a e e c e;

(5) daf e ba c a a e e e f e C a ;

(6) f a e de a ed e a d e a f e C a ;

(7) e e a e e d a f e C a ' de e e a a a e ( ) a d c efacc a e B a d;

(8) a d e a a e e e be e e a e e ed, bea ed d ed b e B a d;

(9) e e c e e e c fe ed b e A c e f A c a e b a d f d ec .

I de e e b a a e a a d a a e e e f e C a , e a a e e ea f e C a a a f ee f e Pa C ee f e C a .

Article 163

T e C a ' e e a a a e a a e d e ee f e b a d f d ec . A -d ec a a e a a e e e a c ee .

Article 164

T e e e a a a e a f a e e de a ed e f e e e a a a e, c a a be b e b a d f d ec f a a .

T e e f e e e a a a e c de e f :

(1) c d , ced e a d e be f a c a f c e a a e ee ;

(2) e ec e d e a d d f ab a e e a a a e a d e e a a e e ;

(3) f a c a fi d a d a e a e e f f ca c ac , e e e e e e e b a d f d ec a d e b a d f e ;

(4) e a e c de ed ece a b e b a d f d ec .

Article 165

I ,e e ec e f , /e fi c . . . a d , e , ,e a a e , a || bea , e d i e f d fa , a d d e d | e ce acc da ce , , e a , ad . . a . e e | a . . . a d , e C , a ' A . c e f A . c a . . .

Chapter 14 Board of Supervisors

Section 1 Supervisors

Article 166

T / e . e f ff ce f a , e . . . , a || be 3 ea . , e e , ab e , . . e-e ec . a d e-a , , . . e . .

Article 167

A d ec . , a a e a d . , e e a a e e . ca . . c o e . | , | d a , . . a , e . . .

Article 168

W / e a , e . . ' . e f ff ce e , e , e a e , e . . . . e . a , . . ed, , e a , e . . e d . , e f ff ce, | ead . . , e , be f e be . , e b a d f , e . . fa || be | , e . a , . . e , e e . , a d bef e , e e , a , . . ed , e . . a e , , a , . . e . , , e a | , e . . . , a || c . . , e . , e f . , /e d . e acc d . . , e | a , ad . . a . e e , a . . a d , . A . c e f A . c a . . .

Article 169

A , e . . . , a || e , e , e . a . , e f a . . d c | , e f , e C , a . . , e, aco a . e a d c , | e . e.

Article 170

A , e . . . ca be , e e . a . a b a d f d ec . ' ee . . He/ / e ca a | . , , e . . . a e , e . . . c ce , , , ed e | . . . a . , e ee . . .

Article 171

A , e . . . , a || . a e , e f / a c a . ed e | a . . . , , . , e . , e C , a ' . e e . , a | . e b , ca ed . , e C , a , , e/ / e , a || bea , e e , . . b | . f c , e a . . .

Article 172

A , e . . . , a || fa , fi || , e f . , . . , e . . . d i . e acc da ce , , e a , ad . . a . e e , a . . . a d , e C , a ' A . c e f A . c a . . .

If a , e . . . c . , a e e . , e a , ad . . a . e e , a . . . , de , a . e . a | e , a . . . . , A . c e f A . c a . , e e f . . . d . e a d ca . . | e . , e C , a , , e/ / e , a || bea , e e , . . b | . f c , e a . . .

Section 2 Board of supervisors

Article 173

T e C a a e ab a b a d f e .

Article 174

T e b a d f e a be c ed f ee (3) e , e f a be ec a a f e b a d f e .

T e a e add a f ec a a f e b a d f e a be a ed b a ea - d (c d - d) f e be .

Article 175

T e b a d f e a c e f a e de ' e e a e e a de ee e e a e e . T e a e de ' e e a e e a be ec ed a d e ed b e e a ee , a d e ee ee e e a e e a be e a e d f e e be , a dde c a ca e ec ed a d e ed b e C a ' e ee .

Article 176

T e b a d f e a be acc ab e e e a ee a de e c e e f fi c a d e acc d e a :

1. e a e e C a ' f a c a affa ;

2. e e ed ec a d e a a e e d e e f a ce f d e e C a , a dad e ed a f d ec e a a e e c a e e a ad a e e a , , A c e f A c a e f e e a ee ;

3. de a d ec f ca f a d ec a da e e a a e e e be e e ac f c e a e a fi e C a ' e e ;

4. e f f a c a f a c a f a c a e , b e e a d f d b a , e c be b ed b e B a d e e e a ee a d, da e e a e, e a e, e a e f e C a , ce f ed b c acc a a a d ac c a d c d c a e- e a a ;

5. e c e f e a d a e e a ee a d c e e a d e de e e e a ee e e B a d fa e f c d e ;

6. b a ee ;

7. e c e f e a d a ee f b a d f d ec ;

8. a c e a ac a a d ec a d e a a e e acc da ce e C a La f Pe e' Re b c f C a;

9. c d c e a d c e fab a eb e ea ade a e fe a f c a acc f a d a f a e ece a . T e c a be b e b e C a ;

10. a e d e a e c bed b e A c e f A c a f e C a .

Article 177

T e ee f a b a d f e a be e d a ea ce e e (6) , c a be c e ed a d e de e b e c a a . A e a e c e ea e a d a ee f e b a d f e .

W e e e c a a f e e b a d ca ab e f e f fa e f / e d e , a e e ec ed b e a a f f e e a be c e ea d e de e e e b a d ee .

Article 178

T e b a d f e a f a e e f e b a d f e de e e eff c e c a d e a f c e f c dec . T e c e e d a d ced e a ed e e f e b a d f e a be daf ed b e b a d f e a d a ed b e e e a ee .

Article 179

A ee f e e b a d a be c d c ed e a e ded b e a - d f e e . V a e ee e b a d a be ca ed b a d eac e a a e e . A e a a e d ee f e e b a d e , a a e e a e d e ee / e be a f d e / e ab e ce. T e e e fa a a a ec f e e e fa a .

Re a e ee f e b a d f e a be a ed b e a - d f e e ' e .

Article 180

T e d a ed e a be ec d e e f e ee f e b a d f e . Si e a e d e ee a be a a ed a c a e a c e f a ea 10 ea .

Si e a e ed e e a a a f e c e ade a e ee be ed e e . M e f ee f e b a d f e a be a a ed a c a e a c e f a ea 10 ea .

Article 181

A ce f e ee f b a d f e a e a be e 10 da e e c e f ee .

A ce ab ad f e ee a c de ef c e :

(1) da e, e e, a dd a f e ee ;

(2) ea a d e f d o ;

(3) da e f a ce f ce.

Article 182

T e ea ab e e e o ed b e b ad f e e a e e f fe a c a a e , ce f ed b acc a , ac c a d , e c., e f (/) d e a be b e C a .

Article 183

T e ea ab e e e o ed b a e f a ed ee f b ad f e , a d c e e e c de e - ca a , fee f e ca f e e e ee e e (f a e ca f e e de ce f c e) a d e acc da a d ea e e d c ee .

Chapter 15 Qualifications and Obligations of the Company's Directors, Supervisors and Other Senior Management

Article 184

A e a e ea a D ec , e , e a a e a e e a a e e e be f e C a fa f e ef c o ace a e :

1. a e , ca ac , e c ed ca ac f c ac ;

2. a e a c ed a ffe ce f c , , b be , f e e f e , a a f e ab a e c a ec c de a d a bee ed beca e f c c ffe ce; a bee de ed f ca , eac ca e e e a f e (5) ea a e e a ed ce e da e f e c e f e e a f c e de a ;

3. a e a f e d ec , fac a a e e e a a e f a c a e e e c a e e ed e e a ab e f e e c f c c a e e e, e e e a e ee (3) ea a e e a ed ce e da e e c e f e e c a d da f e c a e e e;

4. a e a f e e a e e e a e f a c a e e e c a d b e ce e ed d e a a f e a a d o ed e a ab , e e e a ee (3) ea a e a ed ce e da e f e e ca f e b e ce e;

5. a e a a e a e a e a f deb d e a d a d ;

6. a e de c a e a eq b a d c a a a f a f ec a a e e a d e a eq e c c ded;

7. a e b ed e e ec e a e b e CSRC a d ea f e a d b e d a e e ed;

8. a e c c ed f ec a e f f e a eq e e a b a e e a c e e a a ad c c c e a f d a e a ac ed f a d e d e , e e a f e (5) ea a e a ed ce e da e f ec c ;

9. - a a e ;

10. e c a ce e c bed b e a ad a e e a de a e a e a e f eq e a e a de c a e( ) e e e e C a ' a e a e ed.

Article 185

T e a d f a ac f a d ec e ff ce be a f f e C a a d a -a- b a f de d a a be affec ed b a e a o e ff ce, e ec a defec a f ca .

Article 186

I add e b a ed b a ad a e e a e f e eq e e c a e( ) c a e f e C a a e ed, e C a ' d ec , e , a a e a d e e a a e e e a d eac S a e de , e e e c e f e fi c a d e f e C a e ed e :

1. ca e e C a e ceed e c e f b e a ed b e ce ce;

2. ac e e e be e e f e C a ;

3. e a e a e e C a ' e , c d (a) a f e ad a a e e C a ; a d

4. de e e a e de f e d d a e e , c d (a) d b a d a e a e c f e C a b ed S a e de f a a acc da ce A c e f A c a .

Article 187

Eac f e C a ' D ec , e , e e a a a e a d e e a a e e e be e a d e e e c e f e a dd c a e f d e e c e e ca e, d e ce a d a ea ab de e d e e c e c a ab e c o a ce .

Article 188

T e C a ' d ec , e a d e a a e , e e c e f e d e , ab de b e c e f d fa a d a ace e e a e e a e e a d e d e . T c e a c de (b ed) e fi f e f e b a :

1. ac e be e e f e C a ;

2. e e c e e c e f e fi c a d e a d e ceed c e ;

3. e a e e c e d c e e ed / e , a e f/ e e f be a a ed b a e e a d, de e a e e e c e f d c e a e a e ed b e a a d ad a e e a f ed c e f e e a ee ;

4. ea S a e de f e a e c a e a a d ea S a e de f d ffe e c a e fa ;

5. c c de a c ac e e a a ac a a e e e C a e ce a e e ded A c e f A c a f e C a f ed c e f e e a ee ;

6. e C a e f be ef a a e f ed c e f e e a ee ;

7. e acce b be e e a c e, a a e e C a ' fi d e a e e C a ' e b a ea , c d (a) e ad a a e e C a ;

8. acce c c ec e C a ' a ac e f ed c e f e e a ee ;

9. ab de b e A c e f A c a f e C a , e f d e fa fi , a d ec e e e f e C a a d e a d e e C a ad a ce a , a e e ;

10. ee f e f/ e e f e e b e a be e C a , e a e f e f e b e a e C a ' a d c e e C a a a e f ed c e f e e a ee ;

11. a a e C a fi d de e C a fi d a e a acc de a e ' a e; a d

12. a f e f A c e f A c a , e d fi d a e e de eo f e C a ' a e de e a e e f e C a , e c e f e e a ee b a d f d ec ;

13. a e e e f e C a e e f c ec ed e a ;

14. ...d c|ec fde.a| f a. e|a. .,eC ,a .,a.a ac,ed b ,e d ,e ff ce .,e f edc e .,e e e a| ee. ,a d ...e c f a. e ce ,.e .e e. f.eC ,a ; .e e, c f a. a be d c|ed .,e c ,.e e e a.,.e a f.ef || c o .a ce :

(1) ded b |a.;

(2) e ed .,e ,b c .e e.;

(3) e ed .,e .e e. f c d ec. ,,e e ff ce f.eC ,a .

Article 189

Eac D ec. ,,e ,e a| a a e .,e e a a e e. e be f.eC ,a .a|| ca e.ef || .e (**Connected Persons**–) d .a.e ,b.ed f d :

1. .e ,e c|d f c d ec. ,,e e a a e e. f.eC ,a ;

2. .e .ee f a d ec. ,,e e a a e e. f.eC ,a fa ,e efe ed I.e (1) .e e f;

3. .e a e f a d ec. ,,e e a a e e. f.eC ,a fa ,e efe ed I.e (1) a d (2) .e e f;

4. .ec ,a e .c a d ec. ,,e e a a e e. f.eC ,a ,a e .| .a ,e efe ed. I.e (1), (2) a d (3) .e e f a .e d ec. ,,e e a a e e. f.eC ,a ,a ac a c .|; a d

5. .e d ec. ,,e e ff ce f a c ,a be c .|| ed a efe ed. I.e (4) .e e f.

Article 190

T.e f d c a d .e f.e D ec. ,,e ,e a| a a e a d .e e a a e e. e be f.eC ,a d .ece a |ce a e .e e a f.e .e e. T.e d. f c f de ce e a. .ade ec e. f.eC ,a .e e.e a f.e .e e. O.e d .e a c .e f c.e d a fa e a e e de.e d .e. e a e be.ee .e a f.e e a d .e co e ce f.e e e. c ce ed a d .e c o .a ce e de .c .e e a. .be.ee .e a d .eC ,a a e.e a.ed.

Article 191

E ce .f c o .a ce ,e c bed A .c e 60 f .e A .c e f A ca. ,a D ec. ,,e ,e a| a a e a d .e e a a e e. e be f.eC ,a a be e|e ed f ab|. f ,ec f c b eac.e f. d. b .e f ed c e. f S.a e.|de .e a a e e a| ee.

Article 192

W e e a D ec , e , e e a a a e a d e e a e e be f e C a a a , d ec d ec , a e a e e ed a c ac , a ac a a e e ed c ac , a ac a a e e C a , (e a / e e ce c ac C a), e a d c e e a e a d e e f e e e B a d a e e a e , , , e e c ac , a ac a a e e a e e f e b ec e a a f e B a d.

A d ec a a e f a c ac , a ac a a e e c / e e f / e e f a f / e a c a e a a a e a e e , c d ec a a be c ded e f a ee .

U e e e e ed d ec , e a a e e f e C a a d c ed c e e e b a d f d ec a e ed de e ced a a a e f a d e a e a bee a ed b e b a d f d ec a a ee e e / e a c ed e a d ad ef a ed f , e C a a a a e e d e c ac , a ac a a e e , e ce e e a a b a f de a ac ed e f e b eac f b a b e d ec , e e a a e e c ce ed.

A d ec , e a a e e f e C a a a be dee ed a e a e e a c ac , a ac a a e e c a C ec ed Pe f a d ec , e e ff ce a a e e .

Article 193

W e e a d ec , e e ff ce f e C a e a e ce e b a d f d ec bef e e c f e c ac , a ac a a e e f c de ed b e C a , a a d e e c e f e ce , e a a e e e c ac , a ac a a e e a a b e e be ade b e C a , c d ec , e e ff ce a be dee ed f e e e f e ced a c e f c a e a e dec a ed e e e , fa a a b ab e e c e a ed e e ce.

Article 194

T e C a a a a e a a f be a f f d ec , e e ff ce .

Article 195

T e C a a d ec d ec de a a a eq f a d ec , e e a a e e f e C a f e C a a e c a , C ec ed Pe f e ab e- e ed e .

T e f e ced a a a a a e f c o a ce :

1. e f a a a eq b e C a f a b d a f e C a ;

2. e f a a a eq e fi d b e C a a d ec , e e a a e e f e C a de a e ce c ac a ed b e e e a ee , a e ab e a e e e o ed f e a e f e C a f e e f a ce f C a d e ; a d

3. ...e ... f a ... a ... eq ... b ...e C ... a ... a e e a ... d ec... , ... e ... e a a e e ... f ...e C ... a ... a C ... ec...ed Pe ...e e f ... a ... e c a ...e ..., f ...e d a b ... e ... c ... e f ...e C ... a ... c ... de ...e ... e d f ... e ...e ... f ... a ... eq ...

Article 196

A ... a ... ded b ...e C ... a ... a ... f ...e ... eced A ...c ...e ...a ... be ... ed a...e ... e ... a ab ...e b ...e ec ... e ... f ...e ... a ... , e a d ...e ... f ...e ...e ... f ...e ... a .

Article 197

A ... a ... a a ...ee ... ded b ...e C ... a ... b eac... f ... ... de A ...c ...e 189 ...a ... be ... e f ...ceab ...e a a ... ...e C ... a ... , ... ded ...a...:

1. ...e ...e ... a ... , ... ded ... a C ...ec...ed Pe ... f a d ec... , ... e ... e a a e e ... f ...e C ... a ... a e ... c ... a ... , ...e ... a ... , ... de ... a...a e f ...e c o ...ace; a d

2. ...e c ...a...e a ... , ... ded b ...e C ... a ... , a bee ...a...fi ... ...d b ...e ... a ... , ... de ... a b ... a f de ... c ...a e .

Article 198

F ...e ... , ... e f ...e ... eced a ...c ...e f ... c ...a ...e , ...e ...e eq ... – ...a ... c ...de a ac...e eb a ... a a ... a ... e ...ab ... , ... de ... , ...e ... ... a a ...ee eq ...e ...e f ace f b ... a ... b a b ... a ... .

Article 199

I add ... ... a ... ... a d e ed e ... ded b ...e a...a d ad ... a ... e e ...a ... , ...e e a D ec... , ... e ... a d ...e e ... a a e e ... f ...e C ... a ... b eac... f ... d ...e ... ...e C ... a ... , ...e C ... a ... , a a ... , ... :

1. de a d ...e e ...e a ... d ec... , ... e ... e a a e e ... c ... e a...e f ...e ...e ... ...a ed b ...e C ... a a a c ...e ...e ce f ... /...e de ...e c ... f d ... ;

2. ...e c d a c ... ac... ... a ac... c ... c ...ded b ...e C ... a ...a ...e e ...e a ... d ec... , ... e ... e a a e e ... c ... ac...a ... d ...a ... (...e e ...c ... d ...a ... a...a e ... ...a ... be a...a e ...a ...e d ec... , ... e ... e a a e e ... e ...e ... ...e C ... a ... b eac... f ... b ... a ... ...e C ... a ...);

3. de a d ...e e ...e a ... d ec... , ... e ... e a a e e ... ...e de ...e a ... de ...ed f ...e b eac... f ... b ... a ... ;

4. ...e c ...e a fi ...d ...ece ...ed b ...e e ...e a ... d ec... , ... e ... e a a e e ... ...a ... ...a ...e ... bee ...ece ...ed b ...e C ... a ... , c ...d (b ... ...ed ...) c ... ;

5. de a d ...e e ...e a ... d ec... , ... e ... e a a e e ... ...e ... ...e ...e ...ea ...ed ... b ... ea ...ed ... ...e fi ...d ...e ...a ... ...a ...e bee ... e ... ...e C ... a ... ; a d

6. [illegible] proceedings [illegible] decide [illegible] and [illegible] [illegible] [illegible]

If ... e e a ... d ec... ... e ... fa ... c ... A ... c e, a fi d ece ed b ... a be ... e ... a ... a e ... d ... e ... a e a a e ... f ... e acce ... a ce f ... e ab ... e- e ... ed ffe , a d ... e e ... e ... o ed d ... b ... f ... c ... fi d a ... a a ba ... a be b ... e e e a ... d ec... ... e ... a d a ... be ... a d ... f ... c ... fi d.

Article 202

T ... e C ... a a e ... ab ... a ab ... a ce ... e a eeded f d ec... , ... e ... a d e a a e e ... de ... ed ce ... e ... c ... a a e f ... e d a ... e f a ce f d ... e b ... c ... e ... e ... .

Chapter 16 Financial Accounting System and Distribution of Profits

Article 203

T ... e C ... a ... a ... f ... a e ... f a c a a d acc ... ... e acc da ce ... f ... e a ... ad ... a ... e e ... a ... a d e e a ... a e de ... a ... e ... .

Article 204

T ... e C ... a ad ... e ca e da ea a ... f ca ea , ... c ... a be ... eac ea 1 Ja ... a a d e d 31 Dece be f ... e G e a ca e da .

T ... e C ... a ... a ... e a e f a c a e ... a ... e e d f eac f ca ea , a d ... c e ... a be e a ed a d e f ed acc d ... a ... .

Article 205

T ... e b a d f d ec... f ... e C ... a ... a ... ace bef e ... e ... a e ... de a eac e e a ee... ... c ... f a c a e ... a e e a ... a ... , ad ... a ... e e ... a ... a d a ... e d o e ... ... a ed b ... e ... ca ... e e ... a d ... e a ... ... e - -c a e e ... e C ... a ... e a e.

Article 206

T ... e f a c a e ... f ... e C ... a ... a ... be ade a a ... ab e f ... ec... b ... a e ... de 20 da ... a a ... a e e a ee... . Eac ... a e ... de f ... e C ... a ... a ... a e ... e ... ... b a a c ... f ... e f a c a e ... efe ed ... ... c a ... e .

A ... ea ... 21 da bef e ... e a ... a e e a ee... ... e C ... a ... a ... de ... e ... e af e e ... ed e ... ... eac ... de f ... e ea ... ed f e ... a e ... ... e ... a e- a d a ... e ea (c d ... ... a ... e C ... a eb ... e ... e eb ... e de ... a ed b ... e e e a ... c e c a e) e ... ed b ... e S c E c a e f ... e ... f ... e C ... a ' ... a e , ... e add e ... b ec... ... e e ... e ed add e ... e ... a e ... de ... e ... e .

Article 207

The financial assets and liabilities denominated in foreign currencies shall be translated into RMB according to the exchange rates published by the PRC foreign exchange administration authority on the balance sheet date. The exchange differences arising from the translation of foreign currency financial statements shall be recognized as other comprehensive income. The exchange differences arising from the translation of foreign currency financial statements of overseas operations shall be recognized as other comprehensive income. For the disposal of overseas operations, the amount of exchange differences related to the overseas operations recognized in other comprehensive income shall be transferred out and recognized in the profit or loss for the current disposal period.

Article 208

Investments in foreign currency non-monetary items shall be translated into RMB according to the exchange rates published by the PRC foreign exchange administration authority on the balance sheet date. The exchange differences arising from the translation of foreign currency non-monetary items shall be recognized as other comprehensive income.

Article 209

The Company shall, on the balance sheet date of each financial year, disclose the exchange rates used for the translation of foreign currency financial statements and the exchange rates used for the translation of foreign currency financial statements of overseas operations.

Article 210

The Company shall, in accordance with the requirements of accounting standards, disclose the accounting policies and accounting estimates.

Article 211

The consolidated financial statements shall include the following:

1. the parent company's financial statements;

2. the financial statements determined by the Standard Chart of Accounts based on the actual transactions of each subsidiary.

Article 212

Within four months from the end of each fiscal year, the Company shall submit the annual financial statements to the CSRC and the stock exchange. The Company shall submit the interim financial statements to the CSRC and the stock exchange within the first 50 days of the first six months of each fiscal year.

If the Company's financial statements are adjusted in accordance with the relevant provisions of the CSRC or the stock exchange, or if the Company's board of directors, the supervisory committee or shareholders in general meeting resolve to make corrections to the previously disclosed financial statements, the Company shall disclose the adjusted financial statements.

After the Company discloses its financial statements, if the auditor issues an audit opinion other than a standard unqualified opinion on the financial statements, the Company shall disclose the audit opinion.

T e ece a e a ed b e C a f e ea a e de f ed f e a e ed e E c a e a be a c a e ee ed a de e T ee O d a ce f H K .

U de e e e a e PRC a a d e a , e C a a e e c e e f fe c a ed d de d , b a e a be e c ed af e e e a f e a cab e a e d f e dec a a f d de d d b .

W e e e a e b e C a ce ea e e d d de d a a b , f c a a e bee ef ca ed, be e e c ed c a a e bee ef ca ed c eq e cca . H e e , c , e a be e e c ed af e e f cca c , c a a a ed de ed.

W e e e a e b e C a , a e ea de e ed b e b a d f d ec e e ea ed f e a e f a a e de ace ab e be e e c ed e :

(1) d de d e e a ed S a e a e bee de e ed a ea 3 e e 12 ea a d a e bee c a ed; a d

(2) e C a ace ad e e e e e e a e f e C a ca af e e 12 ea a e e a ed, a e e e S a e a d f e S c E c a e f c e .

Article 217

Af e e e a ee a e ed e a a ca e f e b a d f d ec a c e e d b d f d de d (b a e) 2 f e ee .

Article 218

T e C a e fi c de a e e f a e de a d a e e e a f a ea ab e f d b c acc d b e a a d a e e e . T e C a ' f d b c a e ea e e e a a c a d ab , a d e ca d de d , e ec f c f - a a be a ed a e acc da ce e e a a d e a a e e a ee .

Chapter 17 Appointment of an Accounting Firm

Article 219

T e C a a e a de e de acc f a c e e e a a e e a a d e a a d e f a ca e f e C a , a d de e ce c a acc a e e , e a e e a d e a c a .

T e f acc f f e C a a a aa 6c a eb a a e ca a e e f ee 6 (a a

Article 220

T e f e e f a acc f e ed b e C a a a a f e e d f e a a ee e e d f e e a a ee .

Article 221

A acc f e ed b e C a a a e e f :

1. e facce a a e e acc b , ec d c e f e C a a d e e d ec a d e e a a e e f e C a de e e a f a a d e a a ;

2. e e e e C a a ea ea ab e ea e b a f b d a e e f a a d e a a ece a f e acc f e f d e ;

3. e a e d e e a ee , ece e a ce e f a c ce a ee c a e de a a ece e, a d be ea d a a e e a ee a a e c e a e a e acc f f e C a .

Article 222

If e f acc f bec e aca , e b a d f d ec a a a acc f f c aca c bef e a e e a ee d. H e e , f e e a e e acc f d e f acc f f e C a e c aca c e , c acc f a c e ac .

Article 223

T e f e acc f b e C a be de e ed b e e e a ee . T e b a d f d ec ca e a acc f bef e e dec b e e e a ee .

T e e e a ee a , b ea f a d a e , d a acc f e e a f e f e e , a d a e ac be ee e acc f a d e C a , b e d ce c acc f ' , f a , c a da a e f e C a e ec f c d a .

Article 224

T e e e a f a acc f e ed b e b a d f d ec e a e e e e e a a be de e ed b e b a d f d ec .

Article 225

T e e e d a e a f e e a f e e e a f e e fa acc f a be dec ded b e e e a ee a d e ed e S a e C c a e c a e f eq e f e ec d.

W e e e C a e ded a a e a ee a a a - o be acc f f a aca c f e f e acc f , d a acc f bef e e a f a e f ff ce, c a e a be dea f e f

(1) Bef e e ea ee ce, e a e d a a be de ed e acc f be a ed ea e ff ce a ead e ed e e a f ca ea. Lea e e a c de d a, e a a d e e f a acc f .

(2) If e acc f ea e ff ce a e a a e e a d e e e a e e be f ed a e de b e C a , e be a e f e ece , f c a e e , e e e C a a a e e f ea e :

1. Ma c e ce e e a e ea acc f a ade c a a e ; a d

2. C e f c a a e e a e a e e ce a be e a e de e e ea e f A c e f A c a .

(3) P ded e C a fa ed de e c a e e b e e e a acc acc da ce e a a a (2) f a c e, e acc f c ce ed a e e e a e e be ead a e e a ee a d a e fi e c a .

(4) T e acc f ea e e ed a e d e f ee :

1. e e e a ee a c e f ff ce a e;

2. e e e a ee a c d a a be f ed f e c e d aca c ; a d

3. e e e a ee c e ed f a e e a .

T e acc f ea e e ed ece e a ce e f a e a ed e ab e ee , a d ea a e af e e ed ee a e a ed a e f e acc f f e C a .

Article 226

W e e e C a e a e dec de c e a a acc f , a f e acc f ad a ce. W e e e e e a ee e a e a e a e f a acc f , e acc f e ed e e e . W e e a acc f , e e a , a e a e e e a ee e e a e e a a e e a e e C a .

(1) T e acc f a e f e ace f e a ce a e a add e f e C a . S c ce a a e effec e da e ace d a e e a add e f e C a a a e da e a ec f ed e ce. A d e ce a c de e f e a e :

1. a e a d e ea a ce e a e de c ed f e C a ;

2. a e c c o a ce a a be e e ed.

(2) W 14 da e ece f c ce a efe ed a a (1) f a ce, eC a a de e ac f e ce ec e a e. P ded a e ce c a a e a ab e e ed a a (1) 2., eC a a e a ec a f ec b a e de. T eC a a de ec e f c f e a e a d a eac e ea ed f e a e de b e add e e ed e a e de e , de e e b ec a cab e a , e a a d e , c f a a ec a eb e a e ec fed b e E c a e f e ace f eC a ' a e.

(3) If e acc f ' e a ce c a a a e efe ed a a (1) 2. f a ce, e acc f a e e b a d f d ec c e e a e a d a e e a ee f a e de ea e a a e a f e a.

Chapter 18 Merger, Division, Dissolution and Liquidation

Section 1 Merger and Division

Article 227

T e e e d f eC a a e e e a a f a b e b a d f d ec. Af e c a f A c a f eC a , e a e a a a d a a ced e a be ca ed acc d a . S a e de a e c a e eC a a a e e e eC a a e de a a e fa f c a a e a a fa ce. T e c e f e a e eC a a be c ed a ec a d a e f ec b a e de.

H de f e ea ed a e f c a e a a e ed H K e e e a be e ed c e f e ab e- e ed d a e b .

Article 228

T e e e f a c a a be effec ed b a f e e c da.

A f a c a e e e, b a e e e a c c de a a ee e eac e ad f a e ba a ce ee a d c ec f e e. T e c a e ed a f e c ed acc d eC a La , a d a a ea b c a ce e a e a e ec ed b e e c a e f e ace e e eC a ' a e a e ed, a d c ea ff deb de c e d a a ee a e c ed e e.

I e ca e f a e e , e e ec e acc a ab e a d ece ab e be e ed b e c c a , e e f ed c a af e e e e.

Article 229

A f e f a c a e e e e e f a be d ded acc d .

Ba a ce ee a d c ec f e e f eC a a be ed . T e c a e ed a f e c ed acc d eC a La , a d a ea b c a ce e a e a e ec ed b e e c a e f e ace e e eC a ' a e a e ed.

Deb ed b e C a ed a be a ed b e c a e e ce af e e d acc da ce e a ee e eac ed.

Article 230

W e ea f e e e ed e c a ed d e ce f e e f a c a , e C a a d f ca e a e C a e a a . If d ed, a be de e e ed acc d e a . If a e c a e ab ed, a e ced e f c a e ab e acc d e a .

Section 2 Dissolution and Liquidation

Article 231

T e C a a be d ed de a f e f c o a ce :

(1) A f e a e f d a a ed A c e f A c a a ea ;

(2) T e e e a ee dec de d e ;

(3) I ece a be d ed d e e e f e C a ;

(4) T e C a dec a ed ba acc d e a f be ab e a d e deb ;

(5) I b e ce e ca ce ed de ed c e d be d ed acc d e a ;

(6) T e C a a ea d ff o e e a a a e e a d ca be ed b a e ea , a e e e f e a e de be b ec ea f c e e e . T e a e de d e ce e f e f a e a e de f e C a a ead e Pe e' c d e e C a .

Article 232

W e e e C a d ed acc d e f A c e 225 (1), (2), (5) (6) f A c e f A c a f A c a , a da a be f ed 15 da a f e co e ce f e ca e f d , ca a da . T e da a c e ed ec a e e e a de e ed b e e e a ee . W e e da f ed e e c ed a ead e Pe e' c de a e e a e f a da .

W e e e C a d ed acc d e f A c e 225 (4) f A c e f A c a f A c a , e Pe e' c a , acc da ce e a a , a a e f e a e de , e a a e a d e a fe a e ab a da c ee ca da .

Article 233

If e b a d f d ec dec de a e C a a be da ed (e ce e da a a e f c a ' dec a a f ba c), e ce f e a e de ' e e a ee c e ed f c e a c de a a e e e effec a e b a d f d ec a ade fi e f e C a a d a e b a d f d ec f e a e C a ca a deb fi 12 af e e c e ce e f e da .

The financial advisor shall be free to disclose any information relating to the client's affairs to the Financial Services Authority.

The financial advisor cannot rely on any duty of confidentiality owed to the client in order to refuse to disclose information to the Financial Services Authority.

Article 234

The financial advisor shall, within 60 days, after the end of each financial year, send to the Financial Services Authority a statement of the financial advisor's financial position. Such statement shall be made up to a date not more than 45 days after the end of the financial year, certified by a certified accountant.

The certified accountant, acting as an expert and not as an arbitrator, shall determine any dispute between the financial advisor and the certified accountant.

The financial advisor shall pay the certified accountant's fees.

Article 235

The financial advisor must keep the Financial Services Authority informed of:

(1) any change in the financial advisor's name, address or business activities;

(2) any criminal proceedings brought against the financial advisor;

(3) any action taken by the financial advisor's professional body against the financial advisor;

(4) any change in the financial advisor's auditor;

(5) any change in the financial advisor's bankers;

(6) any change in the financial advisor's partners; and

(7) any change in the financial advisor's shareholders.

Article 236

The financial advisor shall, after the financial advisor's name, address, business activities, partners, auditor and bankers, the financial advisor's shareholders and the financial advisor's professional body.

The financial advisor shall pay any fee, charge, levy or contribution payable by the financial advisor to the Financial Services Authority, the Securities and Futures Authority or the Personal Investment Authority.

D e d f da , eC a c e , b a ca a b e ea f e f ca da . Bef e e e f e a e a ec bed e ced a c e, eC a ' e be d b ed a e de .

Article 237

I ca e f da d , f e da c ee ce a e e e f eC a ff c e f c ea ff e deb af e da e e e f eC a a d e a ba a ce ee a d c ec f e e , a f ea a ca e Pe e' c f ba c .

O ce e Pe e' c dec a e e ba c f eC a , e da c ee a a d e e da a e e Pe e' c .

Article 238

F e c e f da , e da c ee a f a e a da e a d e d e a e a d f a c a acc e ec f e da e d a d, af e e f ca e e f b a CPA C a, b e a e e a e de ' e e a ee e Pe e' c f c f a . A d e 30 da f e da e f e a e de ' e e a ee ' e Pe e' c ' c f a , eC a d b e af e e ed d o e e eC a e a a a f c a de- e a , a da ce eC a ' e a .

Article 239

T e e be f e da c ee a de e e e e d e a d fi f e b a f da acc d e a .

N e f e e be f e da c ee a a ea b be a e e a ceed b a ad a a e f , , a e a a e a f e e e f eC a .

W e ea f e e be f e da c ee ca e a eC a a c ed b e de e e ce, e a a ec e d c e a .

Chapter 19 Amendment to Articles of Association

Article 240

T e C a a a ed A c e f A ca acc da ce e a , ad a e e a a d e a , e c bed A c e f A ca .

Article 241

I a e f e f c o a ce , eC a a a ed A c e f A ca :

(1) Af e a ed e f eC a La e a a ad a e e a , e c e f e A c e f A ca c f c e a ad a e e a ;

(2) T e c o a ce f e C a a e c a ed a e a ed ffe e f e c e f e A c e f A c a ;

(3) T e a e de ' e e a ee dec de a e A c e f A c a d be a e ded.

Article 242

A ed e e A c e f A c a a ed b e a e a e de ' e e a ee , c e ee a a da a b e c e e a e , a be b ed e c e e a e f a a . A a e d e e a e e a a be f ed f a e a e a acc d e a .

Article 243

T e b a d f d ec a a ed A c e f A c a acc d e e f e a e de ' e e a ee a d e f e e a c e e a .

N a d e f e a a a , e f c o a ce , e a e de ' e e a ee a a a e e b a d f d ec a ed A c e f A c a e e f c e :

(1) W e e a a e f e e a f e a e de ' e e a ee ' e , e e e eed a e ece a - b a e d f ca (a e ed acc da ce e e f e a e de ' e e a ee c e a e d e e e e ed ca a a a e ca a , a e c a a e a d add e e A c e f A c a), e b a d f d ec a a e d f A c e f A c a acc d ec f c c o a ce ;

(2) If e a e de ' e e a ee ad e A c e f A c a a d f e e c e f a a , ece a c a e e e e de f a c e , e b a d f d ec e ed a d A c e f A c a acc da ce e e e f e c e a .

Article 244

A a e d e A c e f A c a c e f a be d c ed a e ed b e a , e a e e f e ace e e e C a ' a e a e ed, a be b c a ced a e ed.

Chapter 20 Notice

Article 245

N ce f e C a a be e ed e ea a f :

(1) de e b a d;

(2) b ;

(3) b fa e a ;

(4) ...

(5) ...

(6) ...

(7) ...

...

...

...

...

Article 246

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Article 247

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Article 248

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Chapter 21 Settlement of Disputes

Article 249

T e C a c f e f e d :

(1) W e e a d e c a a e f A c e f A c a a b a c fe ed ed b e C a La e e a a d ad a e e a c ce e affa f e C a be ee ( ) e C a a d d ec e ff ce ; a d ( ) a de f e ea ed f e a e a d ad ec e e a a e e e ff ce f e C a , a d a de f d e c a e , e a e c ce ed a e e c d e a d c a a b a .

W e e a d e c a de c bed ab e b ed f a b a , e e ed e c a a be e ed a b a ; a e a e a ca e fac ba ed e a e fac e ed e c a e a c a ece a f e e f c d e c a , f e a e a e de , d ec , e e a a e e ff ce f e C a e C a , a b a b a .

D e e a e de a d e e a e e e d a e be e ed a b a .

(2) T e a ee a b a a ec a e ed e c a a b a ed e e b e C a I e a a Ec c a d T ade A b a C acc da ce a b a e b e H K I e a a A b a Ce e acc da ce eo e a b a e . O ce e a ee a b a b ad e c a a b a , e e a b a b e a b a b d ec ed b e a ee e a b a .

If e a ee a b a ec a b a e ed e c a a e H K I e a a A b a Ce e, e e e a a a a e c a b a c d c ed S e e acc d e eo e a b a e f e H K I e a a A b a Ce e.

(3) T e a f PRC a e e a b a f d e c a de c bed c a e (1) ab e, e e e e ded b e a ad a e e a .

(4) T e a a d f e a b a b d f a a d a be b d e a e e e .

Chapter 22 Supplementary Articles

Article 250

Definition

(1) I A c e f A c a , ac c ce – ea e ac f e e e a f fa ee e (e e a e) eac a c e a e- e f e C a ' b a e f e ac e e e e f c e C a c da e c c ;

(2) A ac a c e – ea a e , de , b e ea , a ee e , e a a e e , ca ac a c e ac e f e C a ;

(3) A c a ed e a – e e a be ee e c a e , de , ac a c e , d ec , e ff ce , a d e e d ec c ed b e , a e a e e a , c a b ca e e a fe f e C a ' e e . H e e , e e , e ed b e S a e be e a ded a a c a ed e a , beca e e a e ed b e S a e.

Article 251

I A c e f A c a , e e e a – , e a – a d e – a c de e e f e, a d e e e a f– , de – , be d– , e ceed – , be – , e a – , e a – a d e a – a c de e e f e.

Article 252

T e acc f – a ed A c e f A c a , a e e a ea a ad – .

Article 253

T A c e f A c a a e C e e. If c f c a e a e a a e, e C e e e c a a ece f ed a d e e ed a. Be Ad a f I d a d C e ce a e a .

Article 254

T e b a d f d ec f e C a a be e , b e f e e e a f A c e f A c a .