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龍源電力集團股份有限公司
CHINA LONGYUAN POWER GROUP CORPORATION LIMITED*
(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00916)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND SUPPORTING SYSTEMS AND PROPOSED ABOLISHMENT OF THE SUPERVISORY BOARD

China Longyuan Power Group Corporation Limited* (the "**Company**") hereby announces that the Resolution on the Amendments to the Articles of Association of China Longyuan Power Group Corporation Limited* and Supporting Systems was reviewed and approved at the meeting of the board of directors (the "**Board**") held on 10 October 2025; and the Resolution on the Amendments to the Articles of Association of China Longyuan Power Group Corporation Limited* and the Abolishment of the Rules of Procedures for the Supervisory Board and the Resolution on the Abolishment of the Supervisory Board of China Longyuan Power Group Corporation Limited* were reviewed and approved at the meeting of the Supervisory Board (the "**Supervisory Board**") held on the same day. The two resolutions, namely the amendments to the Articles of Association and supporting systems and the abolishment of the Supervisory Board, will be submitted to the general meeting of the Company for consideration. Details are as follows:

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND SUPPORTING SYSTEMS

In 2025, the China Securities Regulatory Commission (the "**CSRC**") and the Shenzhen Stock Exchange issued a series of regulatory systems, including the Guidelines on the Articles of Association of Listed Companies (《上市公司章程指引》), the Rules for the Shareholders' Meetings of Listed Companies and the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange (《深圳證券交易所股票上市規則》) (the "**New Regulatory Rules**"), to implement the amended contents of the Company Law of the People's Republic of China (the "**Company Law**"). In accordance with the Company Law and the New Regulatory Rules, the Company proposes to amend the Articles of Association of China Longyuan Power Group Corporation Limited* (the "**Articles of Association**"). The main contents of the amendments are to adjust and optimize the corporate governance structure, abolish the Supervisory Board, adjust

the scope of authority and resolutions for the shareholders' meeting and the Board, and specify the member composition and fundamental functions of each committee under the Board; strengthen the protection mechanism of shareholders' rights and interests, lower the shareholding ratio required for shareholder proposal rights, and specify shareholders' right to information; specify the responsibilities of controlling shareholders, directors, and senior management; improve financial accounting systems and profit distribution regulations; standardize relevant statements in accordance with the requirements of the New Regulatory Rules, etc. Please refer to the appendix of this announcement for details of the amendments to the Articles of Association. The amendments to the Articles of Association shall take effect upon being considered and approved at the general meeting of the Company. Until such resolution is approved at the general meeting of the Company, the existing Articles of Association shall remain in force. Upon consideration and approval of the amendments to the Articles of Association at the general meeting, the Company will file the amended Articles of Association with the company registration authority.

According to the Company Law, the New Regulatory Rules and the amendments to the Articles of Association, the Company intends to revise the Rules of Procedures of the General Meeting, the Rules of Procedures of the Board of Directors, the Terms of Reference for the Audit Committee of the Board of Directors, the Terms of Reference for the Remuneration and Assessment Committee of the Board of Directors, the Terms of Reference for the Strategic Committee of the Board of Directors, the Terms of Reference for the Nomination Committee of the Board of Directors, the Terms of Reference for the Sustainable Development Committee of the Board of Directors, the Provisions on Information Disclosure Management, the Measures on Administration of Proceeds from A Shares and other supporting systems simultaneously.

The amended Rules of Procedures of the Shareholder's Meeting and Rules of Procedures of the Board of Directors shall take effect upon being considered and approved at the general meeting of the Company. Until such resolution is approved at the general meeting of the Company, the existing Rules of Procedures of the General Meeting and Rules of Procedures of the Board of Directors shall remain in force.

The amended Terms of Reference for the Audit Committee of the Board of Directors, Terms of Reference for the Remuneration and Assessment Committee of the Board of Directors, Terms of Reference for the Strategic Committee of the Board of Directors, Terms of Reference for the Nomination Committee of the Board of Directors, Terms of Reference for the Sustainable Development Committee of the Board of Directors, the Provisions on Information Disclosure Management, Measures on Administration of Proceeds from A Shares and other supporting systems shall take effect from the date of consideration and approval at the Board meeting, and the amended Articles of Association shall take effect from the date of consideration and approval at the general meeting of the Company.

PROPOSED ABOLISHMENT OF THE SUPERVISORY BOARD

In accordance with the Company Law, the Transitional Arrangements Relating to the Implementation of the New Company Law Supporting Systems and Rules of the CSRC, the Guidelines on the Articles of Association of Listed Companies and other relevant laws and regulations, and after taking into account the actual circumstances of the Company, the Company will abolish the Supervisory Board, with its functions and powers to be exercised by the Audit Committee of the Board, and the relevant systems of the Supervisory Board such as the Rules of Procedure for the Supervisory Board shall be repealed accordingly. The aforementioned arrangements shall take effect upon being considered and approved at the general meeting of the Company.

A circular containing, among other things, details of (i) the amendments to the Articles of Association and supporting systems; and (ii) the abolishment of the Supervisory Board, together with a notice of the general meeting, will be published in due course.

By order of the Board
China Longyuan Power Group Corporation Limited*
Gong Yufei
Chairman

Beijing, the PRC, 10 October 2025

As at the date of this announcement, the executive directors of the Company are Mr. Gong Yufei and Mr. Wang Liqiang; the non-executive directors are Ms. Wang Xuelian, Ms. Chen Jie, Mr. Zhang Tong and Mr. Wang Yong; and the independent non-executive directors are Mr. Michael Ngai Ming Tak, Mr. Gao Debu and Ms. Zhao Feng.

* *For identification purpose only*

APPENDIX1

COMPARISON TABLE OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION[1]

No.	Before Amendments	After Amendments[2]
1	Article 1 In a bid to safeguard the legitimate rights and interests of China Longyuan Power Group Corporation Limited (the "Company"), its Shareholders and creditors, and to regulate the organization and activities of the Company, the Company formulated the Articles of Association (the "Articles of Association") in accordance with the Company Law of the People's Republic of China (the "Company Law"), the Securities Law of the People's Republic of China (the "Securities Law"), the Special Regulations of the State Council on the Overseas Offer and Listing of Shares by Joint Stock Limited Company (the "Special Regulations"), the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (《境内企業境外發行證券和上市管理試行辦法》) (the "Trial Administrative Measures"), the Letter of Opinions on Supplementary Amendments to Articles of Association of Companies to be Listed in Hong Kong (the "Letter of Opinions on Supplementary Amendments"), the Guidelines on Articles of Association of Listed Companies (the "Guidelines on Articles of Association"), the Rules Governing the Listing of Stock on the Shenzhen Stock Exchange (the "SSE Listing Rules"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange Listing Rules") and other relevant regulations.	Article 1 In a bid to safeguard the legitimate rights and interests of China Longyuan Power Group Corporation Limited (the "Company"), its Shareholders**, staff** and creditors, and to regulate the organization and activities of the Company, the Company formulated the Articles of Association (the "Articles of Association") in accordance with the Company Law of the People's Republic of China (the "Company Law"), the Securities Law of the People's Republic of China (the "Securities Law"), ~~**the Special Regulations of the State Council on the Overseas Offer and Listing of Shares by Joint Stock Limited Company (the "Special Regulations"), the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (《境内企业境外發行證券和上市管理試行辦法》) (the "Trial Administrative Measures"), the Letter of Opinions on Supplementary Amendments to Articles of Association of Companies to be Listed in Hong Kong (the "Letter of Opinions on Supplementary Amendments")**~~, the Guidelines on Articles of Association of Listed Companies ~~**(the "Guidelines on Articles of Association"),**~~ the Rules Governing the Listing of Stock on the Shenzhen Stock Exchange ~~**(the "SSE Listing Rules")**~~, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange Listing Rules") and other relevant regulations.

1 Due to addition or deletion of chapters, articles, and amendments to definitions (including but not limited to the change of "general meeting" to "shareholders' meeting", the abolition of the supervisory board and supervisors, and the transfer of the duties of the supervisory board to the audit committee), or the adjustment of wording or phrasing without altering the meaning, the serial numbers and expressions of the relevant definitions involved in the relevant chapters, articles and cross-references of the Articles of Association are also adjusted accordingly, and will not be explained separately.

2 It is hereby clarified that where the contents remain unchanged between the "Before Amendments" and "After Amendments" columns, it is due to the amendments made to the Chinese version which do not affect the English version.

No.	Before Amendments	After Amendments
2	Article 2 The Company is a joint stock limited company incorporated pursuant to the Company Law, the Special Regulations and other relevant laws in PRC and administrative regulations. …	Article 2 The Company is a joint stock limited company incorporated pursuant to the Company Law, ~~**the Special Regulations**~~ and other relevant laws in PRC and administrative regulations. …
3	Article 5 The Chairman of the Company is the Company's legal representative.	Article 5 The Chairman of the Board of Directors shall **act as the director representing the Company in performing the Company's affairs** and shall be the Company's legal representative. **If the Chairman serving as the legal representative resigns, he is deemed to resign as the legal representative at the same time. If the legal representative resigns, the Company shall determine a new legal representative within 30 days from the date of the legal representative's resignation.**

No.	Before Amendments	After Amendments
4	Newly added	Article 6 **The legal consequences of civil activities performed by the legal representative in the name of the Company shall be borne by the Company. Restrictions imposed on the powers of the legal representative by these Articles of Association orders' shareholders' meetings shall not be invoked against a bona fide counterparty.** **If the legal representative causes damage to others while performing his/her duties, the Company shall assume civil liability for such damage. The Company may, after assuming the civil liability, seek compensation from the legal representative at fault in accordance with laws or these Articles of Association.**
5	Article 6 The Company is a joint stock limited company in perpetual existence. The Company is an independent legal entity, owns independent corporate property, is entitled to property right of corporation, and possesses the civil rights and assumes the civil liabilities prescribed by law. All assets of the Company are divided into Shares with same par value per share. The Company's Shareholders' liabilities of the Company are limited to the Shares subscribed by them, and the Company is liable for its debts to the extent of its entire assets.	Article 7 The Company is a joint stock limited company in perpetual existence. The Company is an independent legal entity, owns independent corporate property, is entitled to property right of corporation, and possesses the civil rights and assumes the civil liabilities prescribed by law. ~~**All assets of the Company are divided into Shares with same par value per share. The Company's**~~ Shareholders' liabilities of the Company are limited to the Shares **subscribed** by them, and the Company is liable for its debts to the extent of its entire **assets**.

No.	Before Amendments	After Amendments
6	Article 7 The Articles of Association was approved at the general meeting of the Company by way of special resolution. From the date of the Articles of Association becoming effective, the Articles of Association constitute a legally binding document regulating the Company's organization and activities, and the rights and obligations between the Company and each Shareholder and among the Shareholders' interest.	Article 8 The Articles of Association was approved at the **shareholders' meeting** of the Company by way of special resolution. From the date of the Articles of Association becoming effective, the Articles of Association constitute a legally binding document regulating the Company's organization and activities, and the rights and obligations between the Company and each Shareholder and among the Shareholders' interest. **It shall be legally binding upon the Company, its shareholders, directors, and senior management members.**
7	Article 8 The Articles of Association are binding on the Company and its Shareholders, Directors, supervisors, general managers and other senior management members, all of whom are entitled to claim rights regarding the Company's affairs in accordance with the Articles of Association. …	Article 9 The Articles of Association are binding on the Company and its Shareholders, Directors, ~~**supervisors**~~, general managers and other senior management members, all of whom are entitled to claim rights regarding the Company's affairs in accordance with the Articles of Association. …
8	Article 10 The Company may invest in other enterprises. However, unless stipulated by laws otherwise, the Company shall not be jointly and severally liable to such enterprise(s) for their liabilities as their investor.	Article 11 The Company may invest in other enterprises. **As stipulated by laws**, the Company shall not be jointly and severally liable to such enterprise(s) for their liabilities as their investor, **such provisions shall apply**.

No.	Before Amendments	After Amendments
9	Newly added	Article 12 **Any subsidiary controlled by the Company shall not acquire the shares of the Company.** **In case any subsidiary controlled by the Company holds the shares of the Company due to the merger of the company, exercise of pledge right or other reasons, it shall not exercise the voting right corresponding to the shares it holds and shall timely dispose of the relevant shares of the Company.**
10	Article 11 The Company shall, in accordance with the provisions under the Constitution of the Communist Party of China, establish an organisation of the Communist Party of China, carry out the activities of the Party, set up working organs for the Party, allocate sufficient competent staff to deal with Party affairs and guarantee sufficient funds to operate the Party organisation.	Article 13 The Company shall, in accordance with the provisions under the Constitution of the Communist Party of China, establish an organisation of the Communist Party of China, carry out the activities of the Party, set up working organs for the Party. **The Company shall provide the necessary conditions for such party activities.**
11	Article 14 There must, at all times, be ordinary Shares in the Company. Subject to the approval from the companies approving department authorized by the State Council, the Company may issue other classes of Shares according to its requirements.	Deleted
12	Article 16 Shares of the Company shall be issued in an open, fair and just manner. Shares of the same class shall rank pari passu with each other. For the same class of Shares issued in the same tranche, each share shall be issued at the same price and subject to the same conditions. For the Shares subscribed by any organization or individual under the same offering, the price payable for each of such Shares shall be the same.	Article 17 Shares of the Company shall be issued in an open, fair and just manner. Shares of the same **class** shall rank pari passu with each other. For **the same class of Shares** issued in the same tranche, each share shall be issued at the same price and subject to the same conditions. **The Subscriber shall pay the same price for each of the shares for which they subscribe for.**

No.	Before Amendments	After Amendments
13	Article 20 …… Upon the approval by the securities supervision and administrative authority of the State Council with the Reply on the Approval of the Application for Absorption and Merger of Inner Mongolia Pingzhuang Energy Co., Ltd. through Share Swap by China Longyuan Power Group Corporation Limited* (Zheng Jian Xu Ke [2021] No. 3813), the Company publicly issued 345,574,164 A Shares. Upon the issuance of A Shares, the share capital structure of the Company is as follows: the total share capital of the Company is 8,381,963,164 Shares, including 5,041,934,164 A Shares and 3,340,029,000 H Shares, accounting for 60.15% and 39.85% of the Company's total share capital, respectively.	Article 21 …… Upon the approval by the securities supervision and administrative authority of the State Council with the Reply on the Approval of the Application for Absorption and Merger of Inner Mongolia Pingzhuang Energy Co., Ltd. through Share Swap by China Longyuan Power Group Corporation Limited* (Zheng Jian Xu Ke [2021] No. 3813), the Company publicly issued 345,574,164 A Shares. Upon the issuance of A Shares, the share capital structure of the Company is as follows: the total share capital of the Company is 8,381,963,164 Shares, including 5,041,934,164 A Shares and 3,340,029,000 H Shares, accounting for 60.15% and 39.85% of the Company's total share capital, respectively. **Upon review and approval by the shareholders' meeting, the domestic shareholders' meeting, and the foreign shareholders meeting, the Company completed the repurchase of 22,147,000 H shares. Following the cancellation of the repurchased shares on March 11, 2024, the total share capital of the Company was reduced to 8,359,816,164 shares, comprising 5,041,934,164 A shares, representing 60.31% of the total share capital, and 3,317,882,000 H shares, representing 39.69% of the total share capital.**

No.	Before Amendments	After Amendments
14	Article 21 Upon approval by the securities supervision and administrative authority of the State Council of the proposal for issue of overseas listed foreign Shares and domestic Shares, the Board of the Company may make implementation arrangements of separate issue. The Company's proposal for separate issue of overseas listed foreign Shares and domestic Shares pursuant to the preceding paragraph may be implemented within fifteen (15) months from the date of approval by the securities supervision and administrative authority of the State Council.	Deleted
15	Article 22 Where the Company issues overseas listed foreign Shares and domestic Shares respectively within the total number of Shares as stated in the issuance proposal, the respective Shares shall be subscribed for in full at one time. If they cannot be subscribed for in full at one time under special circumstances, these Shares may be issued in several issues subject to the approval of the securities supervision and administrative authority of the State Council.	Deleted

No.	Before Amendments	After Amendments
16	Article 23 Upon the issuance of overseas listed foreign Shares and A Shares as aforementioned (including the exercise of the over-allotment option in full), the registered capital of the Company is RMB8,381,963,164. Domestic Shares issued by the Company are under centralized depositary of China Securities Depository and Clearing Corporation Limited. The overseas listed foreign Shares issued by the Company are under depositary in accordance with Article 42 of the Articles of Association.	Article 22 Upon the issuance of overseas listed foreign Shares (including the exercise of the over-allotment option in full), **the issuance of A shares, the repurchase of H shares, and** the registered capital of the Company is RMB**8,359,816,164**. Domestic Shares issued by the Company are under centralized depositary of China Securities Depository and Clearing Corporation Limited. The overseas listed foreign Shares issued by the Company are under depositary in accordance with Article **36** of the Articles of Association.

No.	Before Amendments	After Amendments
17	Article 24 The Company may, based on its requirements for operation and development and in accordance with the relevant provisions of the Articles of Association, approve an increase of capital. The Company may increase its capital in the following manners: (1) offering new Shares to non-specific investors; (2) placing new Shares to specific investors and/or existing Shareholders; (3) distributing new Shares to its existing Shareholders; (4) capitalizing its capital reserve; or (5) other methods as permitted by laws and administrative regulations and those approved by the securities supervision and administrative authority of the State Council. The Company's increase of capital by issuing new Shares shall, after being approved in accordance with the provisions of the Articles of Association, be conducted in accordance with the procedures stipulated by the relevant laws and administrative regulations. Upon capital increase or reduction, the Company shall register changes with its original industry and commerce administration authorities and make announcement thereof.	Article 27 The Company may, based on its requirements for operation and development needs, **increase its capital in accordance with the provisions of laws and regulations and upon a resolution adopted by the shareholders' meeting, through any of the following methods:** **(1) issuing shares to non-specified investors;** **(2) issuance of shares to specific investors;** (3) **distributing bonus Shares** to its existing Shareholders; (4) capitalizing its capital reserve; or (5) **other methods as permitted by laws, administrative regulations, and the regulations of the securities regulatory authority under the State Council**. The Company's increase of capital by issuing new Shares shall, after being approved in accordance with the provisions of the Articles of Association, be conducted in accordance with the procedures stipulated by the relevant laws and administrative regulations. Upon capital increase or reduction, the Company shall register changes with its **registration authority** and make announcement thereof.

No.	Before Amendments	After Amendments
18	Article 25 Unless otherwise provided by laws, administrative regulations and the securities regulatory rules in the place where the Shares of the Company are listed, Shares of the Company are freely transferable and are not subject to any lien.	Deleted
19	Article 26 The Company shall not accept any Shares of the Company as the subject of a pledge.	Article 23 The Company shall not accept any **Shares** of the Company as the subject of **a pledge**.
20	Article 27 Shares of the Company held by the promoters shall not be transferred within one year from the date of the establishment of the Company. Shares issued prior to the public offering of Shares by the Company shall not be transferred within one year from the date the Shares of the Company were listed on the stock exchange(s). Directors, supervisors and senior management members of the Company shall report to the Company their shareholdings and changes therein and shall not transfer more than 25% per year of the total number of Shares held by them. The Shares held by them shall not be transferred within one year from the date the Shares of the Company being listed and traded on the stock exchange(s). The aforesaid person(s) shall not transfer the Shares held by them and additional Shares of the Company within six months commencing from the termination of their service. Where the aforementioned restrictions on transfer involve H Shares, approval by Hong Kong Stock Exchange is required.	Article 24 **The Company's shares shall be transferred in accordance with the law.** ~~**Shares of the Company held by the promoters shall not be transferred within one year from the date of the establishment of the Company.**~~ Shares issued prior to the public offering of Shares by the Company shall not be transferred within one year from the date the Shares of the Company were listed on the stock exchange(s). **Where laws, administrative regulations or the securities regulatory authorities of the State Council have other provisions on the transfer of shares of the Company held by its shareholders or effective controllers, such provisions shall prevail.**

No.	Before Amendments	After Amendments
		The directors, and senior management members of the Company shall report to the Company their shareholdings and the changes therein. The shares transferred each year during their term of office as determined at the time of his/her appointment shall not exceed 25% of the total number of the same class shares they held in the Company. The Shares held by them shall not be transferred within one year from the date the Shares of the Company being listed and traded on the stock exchange(s). The aforesaid person(s) shall not transfer the Shares held by them and additional Shares of the Company within six months commencing from the termination of their service. Where the aforementioned restrictions on transfer involve H Shares, approval by Hong Kong Stock Exchange is required. **Where shares are pledged within the period of restriction on transfer prescribed by laws and administrative regulations, the pledgee shall not exercise the pledge right within the period of restriction on transfer.** **The entrustment of holding the Company's shares on behalf of others in violation of laws and administrative regulations is prohibited**

No.	Before Amendments	After Amendments
21	Article 30 The Company shall prepare a balance sheet and an inventory of assets when it reduces its registered capital. The Company shall notify its creditors within ten (10) days from the date of the Company's resolution on reduction of capital and shall publish an announcement in newspapers authorized by the stock exchange(s) where the Company's Shares are listed within thirty (30) days from the date of such resolution. A creditor has the right, within thirty days of receiving the notice from the Company or, in the case of a creditor who does not receive the notice, within forty-five (45) days from the date of the first announcement, to require the Company to repay its debt or provide a corresponding guarantee for such debt. The registered share capital of the Company following the reduction of capital shall not fall below the minimum statutory requirement.	Article 29 The Company **will** prepare a balance sheet and an inventory of assets when it reduces its registered capital. The Company shall notify its creditors within ten (10) days from the date of the Company's resolution on reduction of capital and shall publish an announcement in newspapers authorized by the stock exchange(s) where the Company's Shares are listed or **the National Enterprise Credit Information Publicity System** within thirty (30) days from the date of such resolution. A creditor has the right, within thirty days of receiving the notice from the Company or, in the case of a creditor who does not receive the notice, within forty-five (45) days from the date of the ~~first~~ announcement, to require the Company to repay its debt or provide a corresponding guarantee for such debt. **Where the Company reduces its registered capital, the amount of capital contribution or shares shall be reduced correspondingly in proportion to the shares held by its shareholders, unless otherwise provided by law or the Articles of Association.**

No.	Before Amendments	After Amendments
22	Article 32 The Company's repurchase of its Shares may be carried out through open centralized trading or other methods recognized by laws, regulations and China Securities Regulatory Commission. If the Company repurchases its Shares for the reason stipulated in paragraphs (3), (5) or (6) of Article 31 of this Article, the open centralized trading or a repurchase offer shall be adopted.	Article 31 The Company's repurchase of its Shares may be carried out through open centralized trading or other methods recognized by laws, regulations and **the securities regulatory authority of the State Council.** If the Company repurchases its Shares for the reason stipulated in **items** (3), (5) or (6) of **paragraph 1, Article 30** of this Article, the open centralized trading ~~**or a repurchase offer**~~ shall be adopted.

No.	Before Amendments	After Amendments
23	Article 33 Where the Company repurchases its Shares through an off-market agreement, it shall seek prior approval of the Shareholders at the general meeting in accordance with the Articles of Association. The Company may release or vary a contract so entered into by the Company or waive its rights thereunder with prior approval by Shareholders at general meeting obtained in the same manner. The contract to repurchase Shares as referred to in the preceding paragraph includes, but not limited to, an agreement to become obliged to repurchase or to acquire the right to repurchase Shares. The Company shall not assign a contract for repurchasing its Shares or any of its right thereunder. That, where the Company has the rights to repurchase the redeemable Shares, repurchases not made through the market or by tender shall not exceed a certain maximum price limit; if repurchases are made by tender, such tenders shall be made available to all Shareholders alike.	Deleted

No.	Before Amendments	After Amendments
24	Article 34 Where the Company repurchases Shares as stipulated in paragraphs (1) and (2) of Article 31, it shall be resolved at the general meeting. Where the Company repurchases Shares as stipulated in paragraphs (3), (5) and (6) of Article 31 of this Article, it shall be resolved at a board meeting with the presence of more than two-thirds of the directors in accordance with the requirements of the Articles of Association or the authorization of the general meeting. After repurchasing Shares of the Company as stipulated in Article 31 of this Article, for conditions which belong to paragraph (1), the Company shall cancel such Shares within ten days from the date of repurchase; for conditions which belong to paragraphs (2) and (4), the Company shall transfer or cancel such Shares within six months; for conditions which belong to paragraphs (3), (5) and (6), the total number of Shares of the Company held by the Company shall not exceed 10% of the total Shares issued by the Company, and the Company shall transfer or cancel such Shares within three years. Where the repurchased Shares are cancelled by the Company due to the repurchase thereof, the Company shall apply to the original company registration authority for registration of the change of its registered share capital. The amount of the Company's registered share capital shall be reduced by the aggregate par value of those cancelled Shares.	Article 32 Where the Company repurchases Shares as stipulated in **items** (1) and (2) of **paragraph 1, Article 30,** it shall be resolved at the **shareholders' meeting**. Where the Company repurchases Shares as stipulated in **items** (3), (5), and (6) of **paragraph 1, Article 30** of this Article, it shall be resolved at a board meeting with the presence of more than two-thirds of the directors in accordance with the requirements of the Articles of Association ~~**or the authorization of the general meeting**~~. After repurchasing Shares of the Company as stipulated in **Article 30** of this Article, for conditions which belong to **item** (1) of **paragraph 1**, the Company shall cancel such Shares within ten days from the date of repurchase; for conditions which belong to **items** (2) and (4), the Company shall transfer or cancel such Shares within six months; for conditions which belong to **items** (3), (5) and (6), the total number of Shares of the Company held by the Company shall not exceed 10% of the total Shares issued by the Company, and the Company shall transfer or cancel such Shares within three years. **Where the Company repurchases its own shares, it shall fulfill its information disclosure obligations in accordance with the provisions of the Securities Law.**

No.	Before Amendments	After Amendments
	Where the purchase and cancellation of Shares are otherwise stipulated in the relevant rules by the regulatory authorities and the stock exchange of where the Company's Shares are listed, such provisions shall prevail.	Where the repurchased Shares are cancelled by the Company due to the repurchase thereof, the Company shall apply to the Company registration authority for registration of the change of its registered share capital. The amount of the Company's registered share capital shall be reduced by the aggregate par value of those cancelled Shares. Where the purchase and cancellation of Shares are otherwise stipulated in the relevant rules by the regulatory authorities and the stock exchange of where the Company's Shares are listed, such provisions shall prevail.

No.	Before Amendments	After Amendments
25	Article 35 Except where the Company is in the course of liquidation, it must comply with the following provisions in repurchasing its own issued and outstanding Shares: (1) Where the Company repurchases its Shares at their par value, the amount of the total par value shall be deducted from the book balance of distributable profits of the Company or out of the proceeds of a new issue of Shares made for that purpose; (2) Where the Company repurchases its Shares at a premium, an amount equivalent to their total par value shall be deducted from the book balance of distributable profits of the Company or out of the proceeds of a new issue of Shares made for that purpose. Payment of the portion in excess of their par value shall be effected as follows: (i) if the Shares being repurchased were issued at their par value, payment shall be made out of the book balance of distributable profits of the Company;	Deleted

No.	Before Amendments	After Amendments
	(ii) if the Shares being repurchased were issued at a premium, payment shall be made out of the book balance of distributable profits of the Company or the proceeds of a new issue of Shares made for that purpose, provided that the amount paid out of the proceeds of the new issue may not exceed the aggregate of premiums received by the Company on the issue of the Shares repurchased or the current balance of the Company's premium account or capital reserve account (inclusive of the premiums from the new issue); (3) Payment by the Company in consideration for: (i) the acquisition of rights to repurchase its Shares; (ii) the variation of any contract to repurchase its Shares; (iii) the release of any obligation under any contract to repurchase its Shares. shall be made out of the Company's distributable profits;	

No.	Before Amendments	After Amendments
	(4) To the extent that Shares are repurchased out of an amount deducted from the distributable profits of the Company, the amount of the Company's registered capital reduced under the relevant requirements shall be transferred to the Company's premium account or capital reserve account.	
26	Article 36 The Company and its subsidiaries shall not, by any other means at any time, provide any kind of financial assistance to a person who is acquiring or is proposing to acquire Shares of the Company. The said acquirer of Shares of the Company includes a person who directly or indirectly incurs any obligations due to the acquisition of Shares of the Company. The Company and its subsidiaries shall not, by any other means at any time, provide financial assistance to the said acquirer for the purpose of reducing or discharging the obligations assumed by that person. This provision does not apply to the circumstances stated in Article 38.	Article 26 The Company and its subsidiaries **(including affiliates) shall not provide gifts, loans, guarantees, or other forms of financial assistance to any other party for the purpose of acquiring the shares of the Company or its parent company, except for the implementation of the Company's employee shareholding plan.** **In the interests of the Company, the Company may, by the resolution of a shareholders' meeting, or by the resolution of the board of directors in accordance with these Articles of Association or as authorised by the shareholders' meeting, provide financial assistance to others for the acquisition of shares of the Company or those of its parent company, provided that the aggregate amount of such financial assistance shall not exceed 10% of the total issued share capital. The relevant resolution of the board of directors shall be passed by more than two-thirds of all directors.** **Where a violation of the preceding two paragraphs causes losses to the Company, the directors and senior management members of the Company who are held responsible shall bear liability for compensation.**

No.	Before Amendments	After Amendments
27	Article 37 The financial assistance referred to in this Chapter includes, but not limited to the following meanings: (1) gift; (2) guarantee (including the assumption of liability by the guarantor or the provision of assets by the guarantor to secure the performance of obligations by the obligor), or compensation (other than compensation in respect of the Company's own default) or release or waiver of any rights; (3) provision of loan or any other agreement under which the obligations of the Company are to be fulfilled before the obligations of another party, or a change in the parties to, or the assignment of rights arising under, such loan or agreement; and (4) any other form of financial assistance given by the Company when the Company is insolvent or has no net assets or when its net assets would thereby be reduced to a material extent. The expression "Incurring an obligation" referred to in this Chapter includes the incurring of obligations by the changing of the obligor's financial position by way of contract or the making of an arrangement (whether enforceable or not, and whether made on its own account or with any other persons), or by any other means.	Deleted

No.	Before Amendments	After Amendments
28	Article 38 The following activities shall not be deemed to be activities as prohibited in Article 36: (1) the provision of financial assistance by the Company where the financial assistance is given in good faith in the interest of the Company, and the principal purpose of giving the financial assistance is not for the acquisition of Shares of the Company, or the giving of the financial assistance is an incidental part of a master plan of the Company; (2) the lawful distribution of the Company's assets by way of dividend; (3) the allotment of bonus Shares as dividends; (4) a reduction of registered capital, a repurchase of Shares or a reorganization of the share capital structure of the Company effected in accordance with the Articles of Association; (5) the lending of money by the Company within its scope of business and in the ordinary course of its business (provided that the net assets of the Company are not thereby reduced or that, to the extent that the assets are thereby reduced, the financial assistance is provided out of the distributable profits of the Company); and	Deleted

No.	Before Amendments	After Amendments
	(6) the provision of money by the Company for contributions to staff and workers' share schemes (provided that the net assets of the Company are not thereby reduced or that, to the extent that the assets are thereby reduced, the financial assistance is provided out of the distributable profits of the Company).	
29	Article 41 The Company shall keep a register of Shareholders, which shall contain the following particulars: (1) the name, address (residence), occupation or nature of each Shareholder; (2) the class and number of Shares held by each Shareholder; (3) the amount paid-up or payable in respect of Shares held by each Shareholder; (4) the serial numbers of the Shares held by each Shareholder; (5) the date on which a person registers as a Shareholder; and (6) the date on which a person ceases to be a Shareholder. …	Article 35 The Company shall **establish** a register of Shareholders **in accordance with the evidence from the securities registration and clearing organization,** which shall contain the following particulars: (1) the name, address (residence), occupation or nature of each Shareholder; (2) **the class and number of shares subscribed for by each** shareholder; (3) the amount paid-up or payable in respect of Shares held by each Shareholder; (4) the serial numbers of the **Shares** held by each shareholder **in paper form**; (5) the date on which a person registers as a Shareholder; and (6) the date on which a person ceases to be a Shareholder. …

No.	Before Amendments	After Amendments
30	Article 48 When the Company intends to convene a general meeting, distribute dividends, liquidate and engage in other activities that involve determination of shareholdings, the Board shall designate a day to be the record day. Shareholders whose names appear in the register of Shareholders at the end of the record date are Shareholders of the Company.	Article 42 When the Company intends to convene a **shareholders' meeting**, distribute dividends, liquidate and engage in other activities that involve **confirmation of shareholder identity, the Board of Directors or the convener of the shareholders' meeting shall determine a date as the share registration date. Shareholders registered after the close of trading on the share registration date shall be entitled to the relevant rights and interests.**
31	Article 51 Where the Company issues a replacement certificate pursuant to the Articles of Association, the name of a bona fide purchaser who obtains the aforementioned new share certificate or a Shareholder who thereafter registers as the owner of such Shares (in the case that he is a bona fide purchaser) shall not be removed from the register of Shareholders.	Deleted

No.	Before Amendments	After Amendments
32	Article 53 A Shareholder of the Company is a person who lawfully holds Shares of the Company and whose name is entered in the register of Shareholders. A Shareholder shall enjoy the relevant rights and assume the relevant obligations in accordance with the class and number of Shares he holds. Shareholders holding the same class of Shares shall be entitled to the same rights and assume the same obligations. Shareholders holding Shares of different classes shall be entitled to the same rights during the dividend distribution or any other type of distribution. …	Article 46 A Shareholder of the Company is a person who lawfully holds Shares of the Company and whose name is entered in the register of Shareholders. A Shareholder shall enjoy the relevant rights and assume the relevant obligations in accordance with the **class** and number of Shares he holds. Shareholders holding the same **class** of Shares shall be entitled to the same rights and assume the same obligations. Shareholders holding Shares of different classes shall be entitled to the same rights during the dividend distribution or any other type of distribution. …

No.	Before Amendments	After Amendments
33	Article 54 The ordinary Shareholders of the Company shall be entitled to the following rights: … (2) right to file a petition for, convene, preside over, attend or appoint a proxy to attend general meetings in accordance with the laws and to speak at the general meetings; to exercise or appoint a proxy to exercise voting rights thereat, unless individual Shareholders are required to abstain from voting on individual matters by laws, administrative regulations, the securities regulatory rules in the place where the Shares of the Company are listed or the Articles of Association; … (5) the right to obtain relevant information in accordance with the provisions of the Articles of Association, including: (i) the right to obtain a copy of the Articles of Association, subject to payment of the cost of such copy; (ii) the right to inspect and copy, subject to payment of a reasonable charge: 1. the register of all Shareholders;	Article 47 The ~~ordinary~~ Shareholders of the Company shall be entitled to the following rights: … (2) right to file a petition for, **convene**, preside over, attend or appoint a proxy to attend **shareholders' meetings** in accordance with the laws and to speak at the **shareholders' meetings**; to exercise or appoint a proxy to exercise voting rights thereat, unless individual Shareholders are required to abstain from voting on individual matters by laws, administrative regulations, the securities regulatory rules in the place where the Shares of the Company are listed or the Articles of Association; … **(5) the right to inspect, duplicate the Articles of Association, the register of shareholders, minutes of the shareholders' meetings, resolutions of the meetings of the Board of Directors and financial and accounting reports. Shareholders who meet the requirements may inspect the Company's accounting books and certifications;**

No.	Before Amendments	After Amendments
	2. personal particulars of each of the Company's Directors, Supervisors, general managers and other senior management members including: … (iii) the state of the Company's share capital; … The Company shall lodge documents (i) to (viii) aforementioned and any other applicable documents with the Company's Hong Kong address under the requirements of the listing rules, for the purpose of inspection by the public and holders of overseas-listed foreign Shares free of charge. Shareholders demanding inspection of the relevant information or copies of the materials mentioned in the preceding provision shall provide to the Company written documents evidencing the class and number of Shares of the Company they hold. Upon verification of the Shareholder's identity, the Company shall provide such information at the Shareholder's request. (6) in the event of the termination or liquidation of the Company, to participate in the distribution of remaining assets of the Company in accordance with the number of Shares held;	The Company shall lodge documents ~~(i) to (viii)~~ aforementioned and any other applicable documents with the Company's Hong Kong address under the requirements of the listing rules, for the purpose of inspection by the public and holders of overseas-listed foreign Shares free of charge. ~~**Shareholders demanding inspection of the relevant information or copies of the materials mentioned in the preceding provision shall provide to the Company written documents evidencing the class and number of Shares of the Company they hold. Upon verification of the Shareholder's identity, the Company shall provide such information at the Shareholder's request.**~~ (6) in the event of the termination or liquidation of the Company, to participate in the distribution of remaining assets of the Company in accordance with the number of Shares held; (7) the right to demand the Company to acquire Shares held by Shareholders (upon their request) who vote against any resolution proposed in any **shareholders' meeting** on the merger or division of the Company; and (8) other rights conferred by laws, administrative regulations, regulatory rules in the place where the Shares of the Company are listed and the Articles of Association.

No.	Before Amendments	After Amendments
	(7) the right to demand the Company to acquire Shares held by Shareholders (upon their request) who vote against any resolution proposed in any general meeting on the merger or division of the Company; and (8) other rights conferred by laws, administrative regulations, regulatory rules in the place where the Shares of the Company are listed and the Articles of Association.	**Where shareholders request for inspection or duplication the relevant information of the Company, they shall comply with the provisions of the Company Law, the Securities Law and other laws and regulations.**

No.	Before Amendments	After Amendments
34	Article 55 If a resolution passed at the Company's general meeting or Board meeting violates the laws or regulations, the Shareholders shall have the right to submit a petition to the court to render the same as invalid. If the procedures for convening, or the method of voting at, a general meeting or Board meeting violate the laws, regulations or the Articles of Association, or the contents of a resolution violates the Articles of Association, Shareholders shall be entitled to submit a petition to the court to rescind such resolutions within sixty (60) days from the date on which such resolution is adopted.	Article 48 If a resolution passed at the Company's **shareholders' meeting** or Board meeting violates the laws or regulations, the Shareholders shall have the right to submit a petition to the court to render the same as invalid. If the procedures for convening, or the method of voting at, **a shareholders' meeting** or Board meeting violate the laws, regulations or the Articles of Association, or the contents of a resolution violates the Articles of Association, Shareholders shall be entitled to submit a petition to the court to rescind such resolutions within sixty (60) days from the date on which such resolution is adopted. **However, this does not apply if such procedures for convening the shareholders' meeting and the board meeting, or the voting thereat, have only minor flaws that have no substantial impact on the resolution.** **Where the board of directors, shareholders and other stakeholders dispute the validity of a resolution of a shareholders' meeting, they shall promptly file a lawsuit with the People's Court. Before the People's Court makes a judgement or ruling, such as a cancellation of a resolution, the stakeholders shall execute the resolution of the shareholders' meeting. The Company, its directors and senior management shall perform their duties diligently to ensure the normal operation of the Company.**

No.	Before Amendments	After Amendments
		Where the People's Court makes a judgement or ruling on the relevant matter, the Company shall fulfil its obligations to disclose the information in accordance with laws, administrative regulations, and the rules of the securities supervision and administrative authority of the State Council and the stock exchange, fully explain the impact of the judgement or ruling on the Company, and actively cooperate with the authorities in the enforcement of the judgement or ruling after it has come into effect. Where previous matters need to be corrected, the Company shall handle the correction in a timely manner and fulfil its obligations to disclose the information accordingly.

No.	Before Amendments	After Amendments
35	Newly added	Article 49 **A resolution of the shareholders' meeting or board meeting of the Company shall not be valid under any of the following circumstances:** **(1) no shareholders' meeting or board meeting has been convened to pass the resolution;** **(2) the resolution is not voted on at the shareholders' meeting or board meeting;** **(3) the number of persons attending the meeting or the number of voting rights held by them does not reach the number of persons or the number of voting rights held as stipulated in the Company Law or these Articles of Association;** **(4) the number of persons or the number of voting rights held by them voting for the resolution does not reach the number of persons or the number of voting rights held as stipulated in the Company Law or these Articles of Association.**

No.	Before Amendments	After Amendments
36	Article 56 Where the Company incurs losses as a result of Directors' and senior management members' violation of the laws, regulations or the Articles of Association in the course of performing their duties with the Company, Shareholders individually or jointly holding 1% or more of the Company's Shares for more than 180 consecutive days shall be entitled to request in writing the supervisory board to initiate proceedings in the court. Where the Company incurs losses as a result of the supervisory board's violation of any provision of laws, regulations or the Articles of Association in the course of performing its duties with the Company, the Shareholders shall be entitled to make a request in writing to the Board to initiate proceedings in the court. In the event that the supervisory board or the Board refuses to initiate proceedings after receiving the written request of Shareholders stated in the foregoing paragraph, or fails to initiate such proceedings within thirty (30) days from the date on which such request is received, or in case of emergency where failure to initiate such proceedings immediately will result in irreparable damage to the Company's interests, Shareholders described in the preceding paragraph shall have the right to initiate proceedings in the court directly in their own names in the interest of the Company.	Article 50 Where the Company incurs losses as a result of Directors' and senior management members' violation of the laws **(other than members of the audit committee under the Board of Directors)**, regulations or the Articles of Association in the course of performing their duties with the Company, Shareholders individually or jointly holding 1% or more of the Company's Shares for more than 180 consecutive days shall be entitled to request in writing **the audit committee under the Board of Directors** to initiate proceedings in the court. Where the Company incurs losses as a result of **the members of the audit committee under the Board of Directors'** violation of any provision of laws, regulations or the Articles of Association in the course of performing its duties with the Company, the **aforementioned** Shareholders shall be entitled to make a request in writing to the Board to initiate proceedings in the court.

No.	Before Amendments	After Amendments
	Shareholders described in the first paragraph of this article may also initiate proceedings in the court in accordance with the preceding two paragraphs in the event that the lawful interests of the Company are infringed upon by any third parties.	In the event that **the Board or the audit committee under the Board of Directors** refuses to initiate proceedings after receiving the written request of Shareholders stated in the foregoing paragraph, or fails to initiate such proceedings within thirty (30) days from the date on which such request is received, or in case of emergency where failure to initiate such proceedings immediately will result in irreparable damage to the Company's interests, Shareholders described in the preceding paragraph shall have the right to initiate proceedings in the court directly in their own names in the interest of the Company. Shareholders described in the first paragraph of this article may also initiate proceedings in the court in accordance with the preceding two paragraphs in the event that the lawful interests of the Company are infringed upon by any third parties.

No.	Before Amendments	After Amendments
		In the event the directors and senior management of a wholly-owned subsidiary of the Company violate the law, administrative regulations or the provisions of these Articles of Association in performing their duties, and incur a loss to the Company, or in the event the legal interests of a wholly-owned subsidiary of the Company are violated by other parties and a loss is incurred, shareholders, either individually or jointly holding more than 1% of the Company's shares for more than 180 consecutive days may, in accordance with the provisions of the preceding three paragraphs of Article 189 of the Company Act, submit a written request to the audit committee or the board of directors of the wholly-owned subsidiary for commencing legal proceedings in the People's Court, or directly file a lawsuit with the People's Court in their own name. **If a wholly-owned subsidiary of the Company does not have a supervisory board or supervisors, but has an audit committee, it shall be executed in accordance with the provisions of paragraphs 1 and 2 of this Article.**

No.	Before Amendments	After Amendments
37	Article 58 The Shareholders of the Company shall assume the following obligations: (1) to abide by laws, administrative regulations and the Articles of Association; (2) to pay subscription monies according to the number of Shares subscribed and the method of subscription; (3) not to divest the Shares unless required by the laws and regulations; (4) not to abuse their Shareholders' rights to harm the interests of the Company or other Shareholders; and not to abuse the independent legal person status of the Company and the limited liability of Shareholders to harm the interests of any creditor of the Company; Shareholders of the Company who abuse their Shareholder's rights and thereby cause loss on the Company or other Shareholders shall be liable for indemnity according to the law; Where Shareholders of the Company abuse the Company's position as an independent legal person and the limited liability of Shareholders for the purposes of evading repayment of debts, thereby materially impairing the interests of the creditors of the Company, such Shareholders shall be jointly and severally liable for the debts owed by the Company;	Article 52 The Shareholders of the Company shall assume the following obligations: (1) to abide by laws, administrative regulations and the Articles of Association; (2) to pay **subscription monies** according to the number of Shares subscribed and the method of subscription; (3) not to **withdraw the share capitals** unless required by the laws and regulations; (4) not to abuse their Shareholders' rights to harm the interests of the Company or other Shareholders; and not to abuse the independent legal person status of the Company and the limited liability of Shareholders to harm the interests of any creditor of the Company; **(5) other obligations imposed by laws, administrative regulations and the Articles of Association.** Shareholders of the Company who abuse their Shareholder's rights and thereby cause loss on the Company or other Shareholders shall be liable for indemnity according to the law. Where Shareholders of the Company abuse the Company's position as an independent legal person and the limited liability of Shareholders for the purposes of evading repayment of debts, thereby materially impairing the interests of the creditors of the Company, such Shareholders shall be jointly and severally liable for the debts owed by the Company.

No.	Before Amendments	After Amendments
	(5) other obligations imposed by laws, administrative regulations and the Articles of Association. Shareholders are not liable to make any further contribution to the share capital other than as agreed by the subscribers of the relevant Shares on subscription.	**~~Shareholders are not liable to make any further contribution to the share capital other than as agreed by the subscribers of the relevant Shares on subscription.~~**
38	Newly added	Article 53 **The controlling shareholders and de facto controllers of the Company shall exercise their rights and fulfil their obligations in accordance with laws, administrative regulations, the requirements of the securities supervision and administrative authority of the State Council and stock exchanges to safeguard the interests of the listed company.**

No.	Before Amendments	After Amendments
39	Article 59 In addition to obligations imposed by laws, administrative regulations or required by the listing rules of the stock exchange on which Shares of the Company are listed, a controlling Shareholder (as defined in the following provision) shall not exercise his voting rights in respect of the following matters in a manner prejudicial to the interests of all or some of the Shareholders of the Company: (1) to relieve a Director or supervisor of his duty to act honestly in the best interests of the Company; (2) to approve the expropriation by a Director or supervisor (for his own benefit or for the benefit of another person), in any guise, of the Company's assets, including (without limitation) opportunities beneficial to the Company; (3) to approve the expropriation by a Director or supervisor (for his own benefit or for the benefit of another person) of the individual rights of other Shareholders, including (without limitation) rights to distributions and voting rights save for a company restructuring submitted to the general meeting for approval in accordance with the Articles of Association.	Article 54 **Controlling shareholders and de facto controllers of the Company shall comply with the following provisions:** **(1) to exercise their rights as shareholders in accordance with the law and not to abuse their control or use their connected relationship to prejudice the legitimate interests of the Company or other shareholders;** **(2) to strictly fulfil their public statements and various undertakings and not to change or waive such statements and undertakings;** **(3) to fulfil their information disclosure obligations in strict accordance with relevant regulations, proactively cooperate with the Company in information disclosure and inform the Company in a timely manner of material events that have occurred or are intended to occur;** **(4) not to appropriate the Company's funds in any way;** **(5) not to order, instruct, or request the Company and its relevant personnel to provide guarantees in violation of laws and regulations;**

No.	Before Amendments	After Amendments
	The controlling Shareholder and the de facto controller of the Company shall not use their connected relationship to act in detriment to the interests of the Company. If they have violated the provision and caused damage to the Company, they shall be liable for such damages. If a Shareholder holding 5% or more voting rights of the Company pledges his/her shares, he/she should report to the Company in writing on the day of such occurrence. The controlling Shareholder and the de facto controller of the Company shall have fiduciary duties towards the Company and its public Shareholders. The controlling Shareholder shall exercise its rights as a contributor in strict compliance with the laws. The controlling Shareholder take advantage of profit distribution, asset restructuring, foreign investment, possession of capital, lending and provision of guarantees to the detriment of the statutory interests of the Company and public Shareholders and shall not make use of its controlling status against the interests of the Company and public Shareholders.	**(6) not to make use of the Company's undisclosed material information to gain benefits, or disclose in any way undisclosed material information relating to the Company, or engage in insider trading, short-term trading, market manipulation or other illegal and unlawful acts;** **(7) not to prejudice the legitimate interests of the Company and other shareholders through unfair connected transactions, profit distribution, asset restructuring, external investment or any other means;** **(8) to ensure the integrity of the Company's assets, and the independence of its personnel, finance, organization and business, and not to affect the independence of the Company in any way;** **(9) laws, administrative regulations, and the rules of the securities supervision and administrative authority of the State Council, business rules of stock exchanges and other requirements of these Articles of Association.**

No.	Before Amendments	After Amendments
		Where a controlling shareholder or de facto controller of the Company instructs a director or senior officer to engage in an act that is detrimental to the interests of the Company or its shareholders, he/she shall bear joint and several liability with the director or senior officer.
40	Newly added	Article 55 **A controlling shareholder or actual controllers shall maintain control over the Company and the stability of its production operations if they pledge the Company's shares held or effectively controlled by them.**
41	Newly added	Article 56 **In the event of any transfer of the Company's shares held by a controlling shareholder or actual controllers they shall comply with the restrictive provisions regarding the transfer of shares stipulated under the laws, administrative regulations and the rules of the securities regulatory body under the State Council and the stock exchange, as well as the undertakings they have made in respect of restrictions on share transfer.**

No.	Before Amendments	After Amendments
42	Article 60 The term "controlling Shareholder" referred to in the preceding article means a person who satisfies any one of the following conditions: (1) he alone, or acting in concert with others, has the power to elect more than half of the Board members; (2) he alone, or acting in concert with others, has the power to exercise or to control the exercise of 30% or more of the voting rights in the Company; (3) he alone, or acting in concert with others, holds 30% or more of the issued and outstanding Shares of the Company; (4) he alone, or acting in concert with others, in any other manner controls the Company in fact. For the purposes hereof, the term "acting in concert" means two or more persons, pursuant to an agreement (whether verbal or written), agreed to obtain or consolidate control of a company through the acquisition by any of them of voting rights of the company.	Deleted
43	Article 61 The general meeting is the organ of authority of our Company and shall exercise its functions and powers in accordance with the law.	Article 57 **The shareholders' meeting of the Company, composed of all shareholders**, is the organ of authority of our Company and shall exercise its functions and powers in accordance with the law.

No.	Before Amendments	After Amendments
44	Article 62 The general meeting may exercise the following functions and powers: (1) to decide on the operating policies and investment plans of the Company; (2) to elect and remove Directors (not being staff representatives) and to fix the remuneration of the relevant Directors; (3) to elect and remove supervisors (not being staff representatives), and to fix the remuneration of the relevant supervisors; (4) to consider and approve the reports of the Board; (5) to consider and approve the reports of the supervisory board; (6) to consider and approve the proposed annual financial budgets and final accounts of the Company; (7) to consider and approve the profit distribution plans and loss recovery plans of the Company; (8) to adopt resolutions on any increase or reduction of registered capital of the Company; (9) to adopt resolutions on matters such as merger, division, dissolution, liquidation or conversion of corporate form of the Company;	Article 58 The **shareholders' meeting** may exercise the following functions and powers: ~~**(1) to decide on the operating policies and investment plans of the Company;**~~ (1) to elect and remove Directors (not being staff representatives) and to fix the remuneration of the relevant Directors; (2) to consider and approve the reports of the Board; ~~**(3) to elect and remove supervisors (not being staff representatives), and to fix the remuneration of the relevant supervisors;**~~ (3) to consider and approve the profit distribution plans and loss recovery plans of the Company; (4) to adopt resolutions on any increase or reduction of registered capital of the Company; ~~**(5) to consider and approve the reports of the supervisory board;**~~ (5) to adopt resolutions on matters such as merger, division, **spin off,** dissolution, liquidation or conversion of corporate form of the Company;

No.	Before Amendments	After Amendments
	(10) to adopt resolutions on the issue of bonds or other securities and listing plans of the Company; (11) to adopt resolutions on the appointments, dismissals or non-reappointments of accounting firms; (12) to amend the Articles of Association; (13) to consider and approve matters relating to external guarantees under the Article 63 of the Articles of Association; (14) to consider and approve matters relating to the purchases and disposals of the Company's material assets which exceed 30% of the Company's latest audited total assets within one (1) year; (15) to consider and approve the changes in the use of proceeds; (16) to consider and approve the equity incentive plans; (17) to consider the proposals submitted by Shareholders holding 3% or more of the Company's voting Shares; (18) to consider other matters required by the regulatory rules of the place where the Shares of the Company are listed to be resolved by the general meeting;	~~(6) **to consider and approve the proposed annual financial budgets and final accounts of the Company;**~~ (6) to adopt resolutions on the issue of bonds or other securities and listing plans of the Company; (7) to adopt resolutions on the appointments, dismissals or non-reappointments of **any accounting firm engaged in the audit work of the Company;** (8) to amend the Articles of Association; (9) to consider and approve matters relating to external guarantees under the Article **59** of the Articles of Association; (10) to consider and approve matters relating to the purchases and disposals of the Company's material assets which exceed 30% of the Company's latest audited total assets within one (1) year; (11) to consider and approve the changes in the use of proceeds; (12) to consider and approve the equity incentive plans and **employee shareholding plan;** (13) to consider the proposals submitted by Shareholders holding **1% or more** of the Company's voting Shares;

No.	Before Amendments	After Amendments
	(19) other matters required by laws, administrative regulations, and the Articles of Association to be resolved by the general meeting. General meeting may authorize or engage the Board to attend to matters authorized or engaged by the general meeting under the condition that the laws, regulations and listing rules of the places of listing of the Company will not be contravened.	(14) to consider other matters required by the regulatory rules of the place where the Shares of the Company are listed to be resolved by the **shareholders' meeting**; (15) other matters required by laws, administrative regulations, and the Articles of Association to be resolved by the **shareholders' meeting**. **Shareholders' meeting** may authorize or engage the Board to attend to matters authorized or engaged by the **shareholders' meeting** under the condition that the laws, regulations and listing rules of the places of listing of the Company will not be contravened.

No.	Before Amendments	After Amendments
45	Article 63 The following external guarantees by the Company are subject to consideration and approval of the general meeting: (1) any guarantee provided by the Company and its controlled subsidiaries after the total amount of external guarantees exceeds 50% of the Company's latest audited net assets; (2) any guarantee provided by the Company and its controlled subsidiaries after the total amount of the Company's external guarantees exceeds 30% of the Company's latest audited total assets; (3) accumulated guarantee provided within recent 12 months exceeding 30% of the Company's latest audited total assets; (4) guarantees provided for the target of guarantees with asset-liability ratio exceeding 70%; (5) a single guarantee exceeding 10% of the Company's latest audited net assets; (6) guarantees provided to Shareholders, de facto controllers and their related parties;	Article 59 The following external guarantees by the Company are subject to consideration and approval of the **shareholders' meeting**: (1) any guarantee provided by the Company and its controlled subsidiaries after the total amount of external guarantees exceeds 50% of the Company's latest audited net assets; (2) any guarantee provided by the Company and its controlled subsidiaries after the total amount of the Company's external guarantees exceeds 30% of the Company's latest audited total assets; (3) accumulated guarantee provided **to others** within recent 12 months exceeding 30% of the Company's latest audited total assets; (4) guarantees provided for the target of guarantees with asset-liability ratio exceeding 70%; (5) a single guarantee exceeding 10% of the Company's latest audited net assets; (6) guarantees provided to Shareholders, de facto controllers and their related parties;

No.	Before Amendments	After Amendments
	(7) other guarantees required to be considered and approved by the general meeting as stipulated by the listing rules and the stock exchange of the place in which the Company's Shares are listed or by the Company's Articles of Association. When the general meeting considers the resolution in relation to the provision of guarantees to the Shareholders, the de facto controller and their related parties, such Shareholders or the Shareholders controlled by the de facto controller shall refrain from the voting, and this voting shall be passed by more than half of the voting rights represented by other Shareholders present at the general meeting. External guarantees other than above shall be reviewed and approved by the Board under authorisation, but shall be reviewed, agreed and resolved by more than two-thirds of the Directors present at the meeting of the Board and passed by more than half of all Directors of the Company.	(7) other guarantees required to be considered and approved by the **shareholders' meeting** as stipulated by the listing rules and the stock exchange of the place in which the Company's Shares are listed or by the Company's Articles of Association. When the **shareholders' meeting** considers the resolution in relation to the provision of guarantees to the Shareholders, the de facto controller and their related parties, such Shareholders or the Shareholders controlled by the de facto controller shall refrain from the voting, and this voting shall be passed by **a majority** of the voting rights represented by other Shareholders present at the **shareholders' meeting**. External guarantees other than above shall be reviewed and approved by the Board under authorisation, but shall be reviewed, agreed and resolved by more than two-thirds of the Directors present at the meeting of the Board and passed by more than half of all Directors of the Company.
46	Article 64 Unless a prior approval by way of special resolution is obtained in a general meeting, the Company shall not enter into any contract with any party other than the Directors, supervisors, general managers and other senior management members pursuant to which such party shall be responsible for managing the whole or any substantial part of the Company's business.	Article 60 **Unless the Company is in a crisis or under any special circumstances**, the Company shall not enter into any contract with any party other than the Directors, ~~**supervisors**~~, general managers and other senior management members pursuant to which such party shall be responsible for managing the whole or any substantial part of the Company's business, **unless otherwise approved by a special resolution at the shareholders' meeting.**

No.	Before Amendments	After Amendments
47	Article 65 General meetings of Shareholders shall be annual general meetings and extraordinary general meetings. A general meeting shall be convened by the Board. The annual general meeting shall be held once every year within six months after the end of the previous accounting year. The Board shall hold an extraordinary general meeting within two months upon the occurrence of one of the following circumstances: … (3) Shareholders individually or jointly holding 10% or more of the Company's issued Shares with voting rights request in writing to hold an extraordinary general meeting; (4) the Board considers it necessary or the supervisory board proposes to hold such a meeting; (5) One half or more of the independent Directors propose to hold such a meeting; (6) Other circumstances required by laws, administrative regulations, the securities regulatory rules in the place where the Shares of the Company are listed or the Articles of Association.	Article 61 **Shareholders' meetings** ~~**of Shareholders**~~ shall be annual **shareholders' meetings** and extraordinary **shareholders' meetings**. A **shareholders' meeting** shall be convened by the Board. The annual **shareholders' meeting** shall be held once every year within six months after the end of the previous accounting year. The Board shall hold an extraordinary **shareholders' meeting** within two months upon the occurrence of one of the following circumstances: … (3) Shareholders individually or jointly holding 10% or more of **shares** ~~**the Company's issued Shares with voting rights**~~ request in writing to hold an extraordinary **shareholders' meeting**; (4) the Board considers it necessary or **the Audit committee under the Board of Directors** proposes to hold such a meeting; ~~**(5) One half or more of the independent Directors propose to hold such a meeting;**~~ (5) Other circumstances required by laws, administrative regulations, the securities regulatory rules in the place where the Shares of the Company are listed or the Articles of Association.

No.	Before Amendments	After Amendments
48	Article 66 The place for holding the general meeting of the Company shall be the domicile of the Company or such other location as informed by the convenor of the general meeting. The general meeting shall have a venue and be held onsite. The Company shall also provide the internet or other conveniences to facilitate the participation of Shareholders in the general meeting. A Shareholder who participated in a general meeting in the aforesaid manners shall be deemed to have been present at the meeting.	Article 62 The place for holding the **shareholders' meeting** of the Company shall be the domicile of the Company or such other location as informed by the convenor of the **shareholders' meeting**. The **shareholders' meeting** shall have a venue and be held onsite. The Company shall also provide the internet or other conveniences to facilitate the participation of Shareholders in the **shareholders' meeting**. **Shareholders may attend virtually and vote electronically via technological means.** A Shareholder who participated in a **shareholders' meeting** in the aforesaid manners shall be deemed to have been present at the meeting.
49	Article 67 A twenty (20) days' prior announcement for convening the annual general meeting shall be given to all shareholders; a fifteen (15) days' prior announcement for convening the extraordinary general meeting shall be given to all shareholders. Where the relevant rules of the regulatory authorities and the stock exchange of the place where the Company's Shares are listed provide otherwise for that, such provisions shall prevail. When calculating the time limit, the date of convening the meeting and the date of issuing the notice of the meeting shall not be included. For the purpose of the notice to be issued under this article, the issuance date thereof shall be the date on which the notice has been delivered to the postal office for posting by the Company or the share registrar appointed by the Company.	Article 63 A twenty (20) days' prior announcement for convening the annual **shareholders' meeting** shall be given to all shareholders; a fifteen (15) days' prior announcement for convening the extraordinary **shareholders' meeting** shall be given to all shareholders. Where the relevant rules of the regulatory authorities and the stock exchange of the place where the Company's Shares are listed provide otherwise for that, such provisions shall prevail. When calculating the time limit, the date of convening the meeting and the date of issuing the notice of the meeting shall not be included. ~~**For the purpose of the notice to be issued under this article, the issuance date thereof shall be the date on which the notice has been delivered to the postal office for posting by the Company or the share registrar appointed by the Company.**~~

No.	Before Amendments	After Amendments
50	Article 68 In the event the Company convenes a general meeting, a Board meeting, a supervisory board meeting, the Shareholders individually or jointly holding an aggregate of 3% or more of the Company's Shares with voting rights are entitled to propose ad hoc motions in writing to the Company. The Company incorporates any matters under such motions which fall within the scopes of the duties and functions of the general meeting into the agenda of the meeting. Shareholders individually or jointly holding more than 3% of Shares of the Company shall have the right to make ad hoc proposals and submit them in writing to the convener ten (10) days prior to the general meeting. The convener shall issue a supplementary notice of the general meeting announcing the contents of the ad hoc proposals within two (2) days upon receipt of the proposals. … The ad hoc motions by Shareholders shall be subject to the following requirements: (1) the contents shall not contravene with the requirements of the laws and regulations and shall fall within the duties and functions of general meetings; (2) with definite topics to discuss and specific matters to resolve; and	Article 64 In the event the Company convenes a **shareholders' meeting**, a Board meeting, **the audit committee meeting under the Board of Directors**, the Shareholders individually or jointly holding an aggregate of **1% or more** of the Company's Shares with voting rights are entitled to propose ad hoc motions in writing to the Company. The Company incorporates any matters under such motions which fall within the scopes of the duties and functions of the **shareholders' meeting** into the agenda of the meeting. Shareholders individually or jointly holding **more than 1%** of Shares of the Company shall have the right to make ad hoc proposals and submit them in writing to the convener ten (10) days prior to the **shareholders' meeting**. The convener shall issue a supplementary notice of the **shareholders' meeting** announcing the contents of the ad hoc proposals within two (2) days upon receipt of the proposals **and submit the temporary motion to the shareholders' meeting for consideration, provided the temporary motion that violates the laws, administrative regulations or the provisions of the Articles of Association, or is not fall within the duties of the shareholders' meeting.** …

No.	Before Amendments	After Amendments
	(3) shall be proposed ten (10) days prior to the convening of the general meeting and be submitted or delivered in writing to the Board.	**The content of the proposal shall fall within the scope of authority of the shareholders' meeting, have a clear subject matter and specific resolution items, and comply with the relevant provisions of laws, administrative regulations, and these Articles of Association.**
51	Article 69 Extraordinary general meetings shall not resolve matters not stated in the notice.	Article 65 **Proposals not set out in the notice of the shareholders' meeting or not in compliance with the Articles of Association shall not be voted on or resolved at the shareholders' meeting.**

No.	Before Amendments	After Amendments
52	Article 70 A notice of general meeting shall meet the following requirements: … (3) it shall state the matters to be discussed at the meeting; (4) it shall state the date of registration of equity entitlements for Shareholders having the right to attend the general meeting; (5) it shall provide Shareholders with such information and explanation as are necessary for them to make informed decisions in connection with the matters to be discussed. This principle shall include (but not be limited to) where the Company proposes to merge, repurchase its Shares, restructure share capital or undergo other reorganization. The specific conditions and contracts (if any) of the proposed transactions must be provided and the reasons and effects of the same must be properly explained;	Article 66 A notice of **shareholders' meeting** shall meet the following requirements: … (3) it shall state the matters **and proposals** to be **considered** at the meeting; (4) it shall state the date of registration of equity entitlements for Shareholders having the right to attend the **shareholders' meeting**; (5) it shall provide Shareholders with such information and explanation as are necessary for them to make informed decisions in connection with the matters to be discussed. This principle shall include (but not be limited to) where the Company proposes to merge, repurchase its Shares, restructure share capital or undergo other reorganization. The specific conditions and contracts **(if any)** of the proposed transactions must be provided and the reasons and effects of the same must be properly explained;

No.	Before Amendments	After Amendments
	(6) if any Director, supervisor, general manager and other senior management members have material interests in the matters subject to discussion, the nature and extent of such material interests shall be disclosed, and if the effect of the proposed matters on such Director, supervisor, general manager and other senior management members in their capacity as Shareholders is different from that of other Shareholders of the same class, the differences shall also be specified; …… (8) it shall contain a clear statement that a Shareholder who has the right to attend and vote at the meeting shall have the right to appoint one or more proxies to attend and vote at the meeting on his behalf and that such proxies need not be Shareholders; … The notice and supplementary notice of a general meeting shall adequately and completely disclose the specific contents of all proposals. Where the opinions of the independent Directors are required on the issues to be discussed, such opinions and reasons thereof shall be disclosed when the notice or supplementary notice of the general meeting is served.	(6) if any Director, ~~**supervisor,**~~ general manager and other senior management members have material interests in the matters subject to discussion, the nature and extent of such material interests shall be disclosed, and if the effect of the proposed matters on such Director, ~~**supervisor**~~, general manager and other senior management members in their capacity as Shareholders is different from that of other Shareholders of the same class, the differences shall also be specified; … (8) it shall contain a clear statement **that all ordinary shareholders have the right to attend and vote at the shareholders' meeting either in person or by proxy in writing,** and that such proxy need not be Shareholders; … The notice and supplementary notice of a **shareholders' meeting** shall adequately and completely disclose the specific contents of all proposals. ~~**Where the opinions of the independent Directors are required on the issues to be discussed, such opinions and reasons thereof shall be disclosed when the notice or supplementary notice of the shareholders' meeting is served.**~~

No.	Before Amendments	After Amendments
	The period between the date of registration of equity and the date of the meeting shall be no more than seven (7) working days. Once the date of registration of equity is confirmed, it shall not be changed.	The period between the date of registration of equity and the date of the meeting shall be no more than seven (7) working days. Once the date of registration of equity is confirmed, it shall not be changed.
53	Article 71 If the election of Directors or supervisors is proposed to be discussed at a general meeting, the notice of the meeting shall adequately specify the detailed information on the Director or supervisor candidates, which shall at least include: (1) personal information including educational background, work experience and other positions undertaken on apart-time basis; (2) whether the candidates are connected with the Company, its controlling Shareholders or de facto controllers; (3) disclosing the candidates' shareholdings in the Company; (4) whether the candidates have been subject to any punishment by the securities regulatory authority under the State Council or other relevant departments or to any sanction by any stock exchange; (5) other matters required to be disclosed under the listing rules of the place where the Shares of the Company are listed.	Article 67 If the election of Directors ~~**or supervisors**~~ is proposed to be discussed at a **shareholders' meeting**, the notice of **the meeting** shall adequately specify the detailed information on the Director ~~**or supervisor**~~ candidates, which shall at least include: (1) personal information including educational background, work experience and other positions undertaken on apart-time basis; (2) whether the candidates are connected with the Company, its controlling Shareholders or de facto controllers; (3) ~~**disclosing**~~ the candidates' shareholdings in the Company; (4) whether the candidates have been subject to any punishment by the securities regulatory authority under the State Council or other relevant departments or to any sanction by any stock exchange; (5) other matters required to be disclosed under the listing rules of the place where the Shares of the Company are listed.

No.	Before Amendments	After Amendments
	In addition to the adoption of the cumulative voting mechanism to elect Directors and supervisors, each candidate for Directors or supervisors shall be proposed in a separate proposal.	In addition to the adoption of the cumulative voting mechanism to elect Directors ~~**and supervisors**~~, each candidate for Directors ~~**or supervisors**~~ shall be proposed in a separate proposal.
54	Article 72 A notice of the general meeting shall be dispatched to Shareholders (regardless of their voting rights at the general meeting) by hand or by prepaid mail. The addresses of the recipients shall be such addresses as shown in the register of members. For holders of domestic-invested Shares, a notice of the general meeting may also be made by way of announcement. ..... After the notice of general meeting is issued, the general meeting shall not be postponed or cancelled without a proper reason and the proposals stated in the notice of the general meeting shall not be cancelled. In the event of any postponement or cancellation, the convener shall issue an announcement and state the reasons therein at least two working days before the original date of the general meeting.	Article 68 **Unless otherwise provided in the Articles of Association,** a notice of **the shareholders' meeting** shall be dispatched to Shareholders (regardless of their voting rights at **the shareholders' meeting**) by hand or by prepaid mail. The addresses of the recipients shall be such addresses as shown in the register of members. For holders of domestic-invested Shares, a notice of **the shareholders' meeting** may also be made by way of announcement. ..... After the notice of **shareholders' meeting** is issued, **the shareholders' meeting** shall not be postponed or cancelled without a proper reason and the proposals stated in the notice of **the shareholders' meeting** shall not be cancelled. In the event of any postponement or cancellation, the convener shall issue an announcement and state the reasons therein at least two working days before the original date of **the shareholders' meeting**.

No.	Before Amendments	After Amendments
55	Newly added	Article 70 **The Board of Directors of the company and other conveners shall take necessary measures to ensure the normal order of the shareholders' meeting. Conducts that interfere with the order of the shareholders' meeting, provoke trouble and infringe on the legal rights and interests of shareholders shall be stopped by taking appropriate measures and shall be promptly report to the relevant authorities for investigation and handling.**

No.	Before Amendments	After Amendments
56	Article 74 Any Shareholders entitled to attend and vote at a general meeting shall have the right to appoint one or several persons (who may not be Shareholders) to act as their proxies to attend and vote at the meeting on their behalf. If the Shareholder is a legal person, it may appoint one or more proxies to attend the general meeting and vote at the meeting, and if the Shareholder has appointed a proxy to attend the meeting, it shall be deemed to be present in person. The Shareholder may, by a person duly authorized by it, execute a form appointing a proxy. The proxies so appointed by the Shareholders shall exercise the following rights: (1) have the same right as the Shareholder to speak at the meeting; (2) have authority to demand or, jointly with others, in demanding a poll; and (3) have the right to vote by hands or on a poll, unless otherwise required by the applicable securities listing rules or other securities laws and regulations. Where more than one proxy is appointed, the proxies may only exercise the voting right on a poll.	Article 71 **All holders of ordinary shares registered on the share register as at the equity registration date (including holders of preference shares with restored voting rights), holders of shares with special voting rights, and other shareholders, as well as their proxies, shall have the right to attend the shareholders' meeting and to exercise their voting rights in accordance with applicable laws, regulations, and the Articles of Association.** **A shareholder may either attend the shareholders' meeting in person, or appoint a proxy to attend or vote on his/her behalf.** .....

No.	Before Amendments	After Amendments
57	Article 75 The instrument appointing a proxy shall be in writing under the hand of the appointing Shareholder or his attorney duly authorized in writing; where the appointing Shareholder is a legal person, such instrument shall be under its seal or under the hand of its Director or attorney duly authorized. The instrument appointing a proxy shall state the following: (1) the name of the appointing Shareholder and the name of the proxy; (2) the number of Shares in respect of which the proxy is given (if more than one (1) person are appointed as proxies, the instrument shall state the number of Shares in respect of which the proxy is given to each such person); (3) whether the proxy has voting rights; (4) the instructions on whether to vote for or against or abstain from voting on each matter included in the agenda of the general meeting; (5) whether the proxy has voting rights in respect of the ad hoc motions as might be included in the agenda of the general meeting, and, if yes, the specific instructions on how to exercise the voting rights;	Article 72 The instrument appointing a proxy shall be in writing under the hand of the appointing Shareholder, **specifying the matters, authority, and term of the proxy.** The instrument appointing a proxy shall state the following: (1) the name of the appointing Shareholder and the **name** of the proxy; (2) the **class and** number of Shares in respect of which the proxy is given (if more than one (1) person are appointed as proxies, the instrument shall state the number of Shares in respect of which the proxy is given to each such person); ~~**(3) whether the proxy has voting rights;**~~ (3) **the specific instructions from the shareholder, including instructions to** vote for or against or abstain from voting on each matter included in the agenda of the **shareholders' meeting**; ~~**(5) whether the proxy has voting rights in respect of the ad hoc motions as might be included in the agenda of the shareholders' meeting, and, if yes, the specific instructions on how to exercise the voting rights;**~~

No.	Before Amendments	After Amendments
	(6) the date of issue and effective period of the instrument; (7) signature (or seal) of the appointing Shareholder; (8) other requirements of regulatory rules of the place in which the Company's Shares are listed.	(4) the date of issue and effective period of the instrument; (5) signature (or seal) of the appointing Shareholder**, if the appointing shareholder is a legal person, the company seal shall be affixed;** (6) other requirements of regulatory rules of the place in which the Company's Shares are listed.

No.	Before Amendments	After Amendments
58	Article 76 Proxy forms shall be lodged with the domicile of the Company or other places specified in the notice of meeting 24 hours before the relevant meeting for voting according to the proxy form, or 24 hours before the designated time of voting; where the proxy form is signed by a person under a power of attorney on behalf of the appointer, the power of attorney or other authorization documents authorized to be signed shall be notarized. A notarially certified copy of that power of attorney or other authorization documents, together with the proxy form, shall be deposited at the domicile of the Company or other places specified in the notice of meeting. Where the appointer is a legal person, its legal representative or other persons authorized by the resolutions of the Board or other decision-making organ to act as its representatives may attend the general meeting of the Company as a representative of the appointer. The Company has the right to request a proxy who attends the general meeting on behalf of a Shareholder to present proof of identity.	Article 73 **If an individual shareholder attends the meeting in person, he or she shall present his or her identity card or other valid documents or certificates proving his or her identity. If attending the meeting as a proxy for another person, he or she shall present his or her own valid identity documents and the shareholder's proxy form.**

No.	Before Amendments	After Amendments
	Where a legal entity Shareholder appoints its representative to attend the meeting, the Company has the right to request such representative to present proof of identity and a copy of the resolution (which is certified by a notary public) or the letter of authorization of the Board of the legal entity Shareholder or other decision-making authorities under which he/she is appointed (except for the recognized clearing house or its nominees).	**A legal person shareholder shall be represented at the meeting by its legal representative or a proxy duly authorized by the legal representative. If the legal representative attends the meeting in person, he or she shall present valid proof of identity and documents evidencing his or her qualification as the legal representative. If a proxy attends the meeting, the proxy shall present valid proof of identity and a written authorization issued by the legal representative of the legal person shareholder in accordance with the law.**
59	Article 77 Any form issued to a Shareholder by the Board for use by him for appointing a proxy shall allow the Shareholder to freely instruct the proxy to cast vote in favour of or against each resolution dealing with the businesses to be transacted at the meeting. Such letter of authorization shall contain a statement that in the absence of instructions by the Shareholder, his proxy may vote as he thinks fit.	Deleted
60	Article 78 Where the appointer has deceased, incapacitated to act, withdrawn the appointment or the power of attorney, or where the relevant Shares have been transferred prior to the voting, a vote given in accordance with the letter of authorization shall remain valid provided that no written notice of such event has been received by the Company prior to the commencement of the relevant meeting.	Deleted

No.	Before Amendments	After Amendments
61	Article 81 All Directors, supervisors and the Secretary to the Board shall be present at the general meeting while other senior management members shall be in attendance at the meeting unless there is reasonable ground for absence.	Article 76 **If the shareholders' meeting requests that directors or senior management attend the meeting, the directors or senior management shall attend and respond to inquiries from the shareholders.**
62	Article 82 The Company formulates the Rules of Procedures for General meetings, specifying in details the procedures for convening and voting at the general meeting, including notification, registration, reviewing, voting, counting of votes of proposals, announcement of voting results, formation of meeting resolutions, minutes of meeting and signing and announcement thereof, as well as principle for the authorization granted to the Board by the general meeting, and the authorization shall be clear and specific. The Rules of Procedures for General meetings shall be appended to the Articles of Association, and shall be formulated by the Board and approved by the general meeting.	Article 77 The Company formulates the Rules of Procedures for **Shareholders' meetings**, specifying in details the procedures for convening and voting at the **shareholders' meeting**, including notification, registration, reviewing, voting, counting of votes of proposals, announcement of voting results, formation of meeting resolutions, minutes of meeting and signing and announcement thereof, as well as principle for the authorization granted to the Board by the **shareholders' meeting**, and the authorization shall be clear and specific. The Rules of Procedures for **Shareholders' meetings** shall be appended to the Articles of Association, and shall be formulated by the Board and approved by the **shareholders' meeting**.

No.	Before Amendments	After Amendments
63	Article 86 Resolutions of general meetings are divided into ordinary resolutions and special resolutions. An ordinary resolution of a general meeting shall be passed with the approval of Shareholders (including proxies) present at the meeting who together hold or represent more than one half of the voting rights held or represented by all the Shareholders (including proxies) present at the meeting. A special resolution of a general meeting shall be passed with the approval of Shareholders (including proxies) present at the meeting who together hold or represent more than two thirds of the voting rights held or represented by all the Shareholders (including proxies) present at the meeting.	Article 81 Resolutions of **shareholders' meetings** are divided into ordinary resolutions and special resolutions. An ordinary resolution of a **shareholders' meeting** shall be passed with the approval of Shareholders ~~**(including proxies)**~~ present at the meeting who together hold or represent **more than one half** of the voting rights held or represented by all the Shareholders ~~**(including proxies)**~~ present at the meeting. A special resolution of a **shareholders' meeting** shall be passed with the approval of Shareholders ~~**(including proxies)**~~ present at the meeting who together hold or represent more than two thirds of the voting rights held or represented by all the Shareholders ~~**(including proxies)**~~ present at the meeting.

No.	Before Amendments	After Amendments
64	Article 87 Shareholders (including proxies) shall exercise their voting rights at a general meeting according to the number of voting Shares they represent, with one vote for each share. When material matters affecting the interests of small and medium investors are being considered at a general meeting, votes of small and medium investors shall be counted separately. The results of the separate vote count shall be disclosed publicly in a timely manner. Shares in the Company which are held by the Company do not carry any voting rights, and shall not be counted in the total number of voting Shares represented by Shareholders present at a general meeting. In soliciting voting rights of Shareholders, information such as specific voting intention shall be sufficiently disclosed to the Shareholders from whom voting rights are being solicited. Solicitation of voting rights at any consideration, whether in direct or indirect form, is prohibited. The Company may not propose any minimum shareholding restriction on the solicitation of voting rights.	Article 82 Shareholders ~~(including proxies)~~ shall exercise their voting rights at a **shareholders' meeting** according to the number of voting Shares they represent, with one vote for each share, **except for shareholders of shares of special classes**. When material matters affecting the interests of small and medium investors are being considered at a **shareholders' meeting**, votes of small and medium investors shall be counted separately. The results of the separate vote count shall be disclosed publicly in a timely manner. Shares in the Company which are held by the Company do not carry any voting rights, and shall not be counted in the total number of voting Shares represented by Shareholders present at a **shareholders' meeting**. **If a shareholder acquires shares with voting rights of the company in violation of Article 63, Paragraphs 1 and 2 of the Securities Law, the portion of shares exceeding the prescribed limit shall not carry voting rights for a period of thirty-six months following the acquisition and shall not be counted toward the total number of shares with voting rights present at the shareholders' meeting.**

No.	Before Amendments	After Amendments
	When connected transactions are being considered at a general meeting, the connected Shareholders shall abstain from voting, and the number of voting Shares held by them shall not be counted in the total number of valid votes. The announcement on the resolutions of the general meeting shall fully disclose the voting of the Shareholders who are not connected parties.	In soliciting voting rights of Shareholders, information such as specific voting intention shall be sufficiently disclosed to the Shareholders from whom voting rights are being solicited. Solicitation of voting rights at any consideration, whether in direct or indirect form, is prohibited. **Except as required by law,** the Company may not propose any minimum shareholding restriction on the solicitation of voting rights. When connected transactions are being considered at a **shareholders' meeting**, the connected Shareholders shall abstain from voting, and the number of voting Shares held by them shall not be counted in the total number of valid votes. The announcement on the resolutions of **the shareholders' meeting** shall fully disclose the voting of the Shareholders who are not connected parties. .....

No.	Before Amendments	After Amendments
65	Article 89 Unless otherwise provided by applicable securities listing rules or other securities laws and regulations, voting at a general meeting shall be decided on a show of hands unless a poll is (before or after any vote by show of hands) demanded by the following persons: (1) the Chairman of the Board of the meeting; (2) at least two Shareholders entitled to vote in person or proxies with voting rights; (3) one or more Shareholders (including proxy) separately or jointly representing 10% or more of all Shares carrying right to vote at the meeting. Unless otherwise provided by applicable securities listing rules or other securities laws and regulations or a poll is demanded according to the preceding paragraph, a declaration by the Chairman of the Board that a resolution has been passed on a show of hands and the recording of such in the minutes of meeting shall be conclusive evidence of the fact that such resolution has been passed. There is no need to provide evidence of the number or proportion of votes in favour of or against such resolution. The demand for a poll may be withdrawn by the person who makes such demand.	Deleted

No.	Before Amendments	After Amendments
66	Article 90 A poll demanded on such matters as the election of Chairman of the Board or the adjournment of the meeting, shall be taken forthwith. A poll demanded on any other matters shall be taken at such time as the Chairman of the Board may decide, and the meeting may proceed to discuss other matters, while the results of the poll shall still be deemed to be a resolution of that meeting.	Deleted
67	Article 91 On a poll taken at a meeting, a Shareholder (including proxy) entitled to two or more votes need not cast all his votes in the same way.	Deleted
68	Article 92 In the election of Directors by the general meeting, if there are more than two candidates, each share held by Shareholders (including its proxies) shall have the same voting rights as the candidates, and they can either concentrate all the votes to elect one person or separate the votes to elect a number of persons, but shall make explanations on such distribution of the voting rights.	Deleted
69	Article 93 In case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the Board of the meeting shall have a casting vote.	Deleted

No.	Before Amendments	After Amendments
70	Article 94 The following matters shall be resolved by ordinary resolutions at general meetings: (1) work reports of the Board and the supervisory board; (2) plans formulated by the Board for distribution of profits and for making up losses; (3) the election and removal of members of the Board and the Shareholder representative supervisors and their remuneration and payment methods; (4) the Company's annual financial budgets and final accounts, balance sheets, income statements and other financial statements; (5) the Company's annual report; and (6) matters other than these required by the laws, administrative regulations, the listing rules of the stock exchange on which the Company's Shares are listed or by the Articles of Association to be adopted by special resolutions.	Article 84 The following matters shall be resolved by ordinary resolutions at **shareholders' meetings**: (1) work reports of the Board ~~**and the supervisory board**~~; (2) plans formulated by the Board for distribution of profits and for making up losses; (3) **the election and removal** of members of the Board ~~**and the Shareholder representative supervisors**~~ and their remuneration and payment methods; ~~**(4) the Company's annual financial budgets and final accounts, balance sheets, income statements and other financial statements;**~~ ~~**(5) the Company's annual report; and**~~ (4) matters other than these required by the laws, administrative regulations, the listing rules of the stock exchange on which the Company's Shares are listed or by the Articles of Association to be adopted by special resolutions.

No.	Before Amendments	After Amendments
71	Article 95 The following matters shall be resolved by special resolutions at general meetings: (1) increase or reduction of the share capital, repurchase of the Company's Shares and issue of Shares of any class, stock warrants or other similar securities; (2) issuance of corporate bonds; (3) the division, merger, dissolution, liquidation or change of corporate forms of the Company; (4) amendments to the Articles of Association; (5) the purchase and disposal of the Company's material assets or the amount of guarantee which exceed 30% of the Company's latest audited total assets within one (1) year;	Article 85 The following matters shall be resolved by special resolutions at **shareholders' meetings**: (1) increase or reduction of the share capital, ~~**repurchase of the Company's Shares**~~ and issue of Shares of any class, stock warrants or other similar securities; ~~**(2) issuance of corporate bonds;**~~ (2) the **division**, merger, dissolution, liquidation or change of corporate forms of the Company; (3) amendments to the Articles of Association; (4) the purchase and disposal of the Company's material assets or the amount of guarantee **provided to others** which exceed 30% of the Company's latest audited total assets within one (1) year; .....

No.	Before Amendments	After Amendments
72	Article 96 Regarding the proposal of the independent Director(s) to convene an extraordinary general meeting, the Board shall, according to provisions of the laws, administrative regulations and the Articles of Association, give a written reply on whether to convene the extraordinary general meeting within ten (10) days after receipt of the proposal. If the Board agrees to convene the extraordinary general meeting, it shall serve a notice of such meeting within five (5) days after the resolution is made by the Board. If the Board does not agree to hold the extraordinary general meeting, it shall give the reasons and make an announcement in respect thereof.	Article 86 **The Board of Directors shall convene shareholders' meetings within the prescribed time limit.** **Upon approval by more than half of all independent directors, the independent directors shall have the right to propose to the Board the convening of an extraordinary shareholders' meeting.** Regarding the proposal of the independent Director(s) to convene an extraordinary **shareholders' meeting**, the Board shall, according to provisions of the laws, administrative regulations and the Articles of Association, give a written reply on whether to convene the extraordinary **shareholders' meeting** within ten (10) days after receipt of the proposal. If the Board agrees to convene the extraordinary **shareholders' meeting**, it shall serve a notice of such meeting within five (5) days after the resolution is made by the Board. If the Board does not agree to hold the extraordinary **shareholders' meeting**, it shall give the reasons and make an announcement in respect thereof.

No.	Before Amendments	After Amendments
73	Article 98 When requesting the convening of an extraordinary general meeting or a Class Meeting, Shareholders shall comply with the following procedures: (1) Two (2) or more Shareholders individually or jointly holding 10% or more of the Shares carrying the right to vote at the forthcoming meeting, shall sign one (1) or more written requests of the same form stating the object of the meeting and demanding that the Board convene an extraordinary general meeting or a Class Meeting thereof. The Board shall furnish a written reply stating its agreement or disagreement to the convening of the extraordinary general meeting or a Class Meeting within ten (10) days following the receipt of such written requests pursuant to the provisions of laws, administrative regulations and the Articles of Association. ……	Article 88 When requesting the convening of an extraordinary **shareholders' meeting** or a Class Meeting, Shareholders shall comply with the following procedures: (1) ~~Two (2) or more~~ Shareholders individually or **jointly** holding more than 10% of the Shares carrying the right to vote at the forthcoming meeting, **shall submit a written request to the Board of Directors.** The Board shall furnish a written reply stating its agreement or disagreement to the convening of the extraordinary **shareholders' meeting** or a Class Meeting within ten (10) days following the receipt of such written requests pursuant to the provisions of laws, administrative regulations and the Articles of Association. …… (2) In the event that the Board disagrees to convene a **shareholders' meeting** or a Class Meeting, or fails to furnish any reply within ten (10) days from the date of receipt of such request, Shareholder(s) individually or jointly holding 10% or more of the Shares carrying the right to vote at the forthcoming meeting shall be entitled to propose to **the audit committee of the Board** in writing for the purpose of convening an extraordinary **shareholders' meeting** or a Class Meeting.

No.	Before Amendments	After Amendments
	(2) In the event that the Board disagrees to convene a general meeting or a Class Meeting, or fails to furnish any reply within ten (10) days from the date of receipt of such request, Shareholder(s) individually or jointly holding 10% or more of the Shares carrying the right to vote at the forthcoming meeting shall be entitled to propose to the supervisory board in writing for the purpose of convening an extraordinary general meeting or a Class Meeting. In the event that the supervisory board agrees to convene a general meeting or a Class Meeting, it shall issue the notice of the general meeting or the Class Meeting within five (5) days from the date of receipt of such request. If there is any change to the original proposals in the notice, it shall be approved by the relevant Shareholders. In the event that no notice of the general meeting or the Class Meeting is issued by the supervisory board within the stipulated period, the supervisory board is deemed not to convene and chair the general meeting or the Class Meeting, in which case the Shareholder(s) individually or jointly holding 10% or more of the Company's Shares for more than consecutive ninety (90) days may convene and chair such meeting on their own.	In the event that **the audit committee of the Board** agrees to convene a **shareholders' meeting** or a Class Meeting, it shall issue the notice of the **shareholders' meeting** or the Class Meeting within five (5) days from the date of receipt of such request. If there is any change to the original proposals in the notice, it shall be approved by the relevant Shareholders. In the event that no notice of the **shareholders' meeting** or the Class Meeting is issued by **the audit committee of the Board** within the stipulated period, **the audit committee of the Board** is deemed not to convene and chair **the shareholders' meeting** or the Class Meeting, in which case the Shareholder(s) individually or jointly holding 10% or more of the Company's Shares for more than consecutive ninety (90) days may convene and chair such meeting on their own. In the event that Shareholders or **the audit committee of the Board** convene a meeting due to the failure by the Board to duly convene the same upon the above requests, all reasonable expenses so incurred shall be borne by the Company, by deducting from such sums owed by the Company to the Director who is in breach of his duty.

No.	Before Amendments	After Amendments
	In the event that Shareholders or the supervisory board convene a meeting due to the failure by the Board to duly convene the same upon the above requests, all reasonable expenses so incurred shall be borne by the Company, by deducting from such sums owed by the Company to the Director who is in breach of his duty. Save for the trade secrets of the Company, the Board and the supervisory board shall reply to or explain on enquiries and advice from the Shareholders at general meetings.	Save for the trade secrets of the Company, the Board and **the audit committee of the Board** shall reply to or explain on enquiries and advice from the Shareholders at **shareholders' meetings.**
74	Article 99 In the event that the supervisory board or Shareholders decide to convene the general meeting on its/their own, it/they shall send a written notice to the Board, and at the same time file the notice with the local branch of the CSRC and the stock exchange of the place where the Company is located. Before the resolutions of general meeting are announced, the shareholding proportion of the convening Shareholders should not be less than 10%. When issuing the notice of the general meeting and the announcement of resolutions of the general meeting, the supervisory board and convening Shareholders shall submit relevant supporting materials to the local branch of the CSRC and the stock exchange of the place where the Company is located.	Article 89 In the event that **the audit committee of the Board** or Shareholders decide to convene the **shareholders' meeting** on its/their own, it/they shall send a written notice to the Board, and at the same time file the notice with ~~**the local branch of the CSRC and**~~ the stock exchange ~~**of the place where the Company is located**~~. When issuing the notice of the **shareholders' meeting** and the announcement of resolutions of the **shareholders' meeting**, **the audit committee of the Board** and convening Shareholders shall submit relevant supporting materials to ~~**the local branch of the CSRC and**~~ the stock exchange ~~**of the place where the Company is located**~~. Before the resolutions of **shareholders' meeting** are announced, the shareholding proportion of the convening Shareholders should not be less than 10%.

No.	Before Amendments	After Amendments
75	Article 100 In the event that the supervisory board or Shareholders convene a general meeting on its/their own, the Board and the Secretary to the Board shall assist. The Board shall provide the register of Shareholders as at the equity registration date. In the event that the supervisory board or Shareholders convene a general meeting on its/their own, all necessary expenses arising therefrom shall be borne by the Company.	Article 90 In the event that **the audit committee of the Board** or Shareholders convene a **shareholders' meeting** on its/their own, the Board and the Secretary to the Board shall assist. The Board shall provide the register of Shareholders as at the equity registration date. ~~**In the event that the supervisory board or Shareholders convene a shareholders' meeting on its/their own, all necessary expenses arising therefrom shall be borne by the Company.**~~

No.	Before Amendments	After Amendments
76	Article 101 A general meeting shall be convened and presided over by the Chairman of the Board; where the Chairman of the Board fails to attend the meeting, Vice Chairman of the Board (Vice Chairman of the Board jointly elected by more than half of the Directors if the Company has two or more Vice Chairmen of the Board) shall convene and preside over the meeting; where both of Chairman of the Board and Vice Chairman of the Board fail to attend the meeting, one Director of the Company designated by the Board shall convene and preside over the meeting; where the Board fails to designate the Director to preside over the meeting, one person shall be elected by the Shareholders present to preside over the meeting; where the Shareholders fail to elect such person, the Shareholder (including the proxy) who holds the Shares carrying the most voting rights shall preside over the meeting. A general meeting convened by the supervisory board on its own shall be presided over by the chairman of the supervisory board. In the event that the chairman of the supervisory board is unable or fails to perform the duty thereof, more than half of the supervisors shall elect a supervisor to preside over the meeting. A general meeting convened by Shareholders on their own shall be presided over by a representative recommended by the convener.	Article 91 A **shareholders' meeting** shall be convened and **presided over** by the Chairman of the Board; where the Chairman of the Board fails to attend the meeting, Vice Chairman of the Board (Vice Chairman of the Board jointly elected by **more than half** of the Directors if the Company has two or more Vice Chairmen of the Board) shall convene and **preside over** the meeting; where both of Chairman of the Board and Vice Chairman of the Board fail to attend the meeting, **a director of the Company shall be elected by a majority of the directors to preside over the meeting.** A **shareholders' meeting** convened by **the audit committee of the Board** on its own shall be presided over by **the chairman of the of the audit committee**. In the event that **the chairman of the audit committee** is unable or fails to perform the duty thereof, more than half of the **audit committee members** shall elect **a member of the audit committee** to preside over the meeting. A **shareholders' meeting** convened by Shareholders on their own shall be presided over by a representative recommended by the convener.

No.	Before Amendments	After Amendments
	Where the chairman of the meeting violates the rules of procedure during the general meeting and renders it impossible for the general meeting to continue, a person may be elected at the general meeting to act as the chairman of the meeting to proceed with the meeting, subject to the approval of more than half of Shareholders carrying voting rights present at the meeting.	Where the chairman of the meeting violates the rules of procedure during **the shareholders' meeting** and renders it impossible for **the shareholders' meeting** to continue, a person may be elected at **the shareholders' meeting** to act as the chairman of the meeting to proceed with the meeting, subject to the approval of more than half of Shareholders carrying voting rights present at **the meeting**.
77	Article 102 The general meeting shall be recorded in minutes, for which the Secretary to the Board shall be responsible. The minutes of meeting shall cover the following: (1) the date, place and agenda of the meeting, and the name or title of the convener; (2) the name of the chairman of the meeting, and the Directors, supervisors, general managers and other senior management attending or present at the meeting; (3) the number of Shareholders or their proxies attending the meeting, the total number of voting Shares held them, and its proportion to the total number of Shares of the Company; (4) the process of consideration, highlights of speeches and the voting results in respect of each proposal;	Article 92 The **shareholders' meeting** shall be recorded in minutes, for which the Secretary to the Board shall be responsible. The minutes of meeting shall cover the following: (1) the date, place and agenda of the meeting, and the name or title of the convener; (2) the name of **the chairman** of the meeting, and the Directors, ~~**supervisors**~~, general managers and other senior management attending or present at the meeting; (3) the number of Shareholders or their proxies attending the meeting, the total number of voting Shares held them, and its proportion to the total number of Shares of the Company;

No.	Before Amendments	After Amendments
	(5) details of the inquiries or suggestions of Shareholders, and the corresponding response or explanations; (6) the name(s) of the lawyer(s), vote counter(s) and scrutineer(s); (7) other contents that shall be recorded in the minutes of the meeting in accordance with the Articles of Association. The convener shall ensure the truthfulness, accuracy and completeness of the minutes of the meeting. The attending Directors, supervisors, Secretary to the Board, convener or its representative, and the chairman of the meeting shall sign the minutes of the meeting. The convener shall ensure the general meeting goes on smoothly until final resolutions are made. Where the general meeting is adjourned or unable to make resolutions due to special reasons, e.g., force majeure, necessary measures shall be taken to resume the general meeting as soon as possible or terminate it outright, and an announcement shall be made in a timely manner. And the convener shall report it to the local office of the CSRC in the region where the Company operates and the stock exchange.	(4) **The number of voting shares and the proportion of the Company's total shares held by domestic shareholders and domestic-listed foreign-invested shareholders attending the shareholders' meeting, including both ordinary shareholders and class shareholders;** (5) the process of consideration, highlights of speeches and the voting results in respect of each proposal; (6) **The voting results of domestic shareholders and domestic-listed foreign-invested shareholders, including both ordinary shareholders and class shareholders, on each resolution;** (7) details of the inquiries or suggestions of Shareholders, and the corresponding response or explanations; (8) the name(s) of the lawyer(s), vote counter(s) and scrutineer(s); (9) other contents that shall be recorded in the minutes of the meeting in accordance with the Articles of Association.

No.	Before Amendments	After Amendments
		The convener shall ensure the truthfulness, accuracy and completeness of the minutes of the meeting. The attending Directors, ~~supervisors,~~ Secretary to the Board, convener or its representative, and **the chairman** of the meeting shall sign **or affix their seal** on the minutes of the meeting. **The minutes shall be retained together with the attendance register of shareholders present at the meeting, the proxies' powers of attorney, and valid records of voting conducted online or by other means, for a period of no less than ten years.** The convener shall ensure **the shareholders' meeting** goes on smoothly until final resolutions are made. Where **the shareholders' meeting** is adjourned or unable to make resolutions due to special reasons, e.g., force majeure, necessary measures shall be taken to resume **the shareholders' meeting** as soon as possible or terminate it outright, and an announcement shall be made in a timely manner. And the convener shall report it to the local office of the **securities regulatory authority of the State Council** in the region where the Company operates and the stock exchange.
78	Article 103 The Chairman of the Board of the meeting shall determine whether or not a resolution of the general meeting shall be adopted. His decision shall be final and conclusive and shall be announced at the meeting and recorded in the minutes.	Deleted

No.	Before Amendments	After Amendments
79	Article 104 In the event that the Chairman of the Board of the meeting has any doubt as to the result of a resolution put forward for voting, he may have the votes counted. In the event that the Chairman of the Board of the meeting fails to have the votes counted, any Shareholder present in person or by proxy objects to the result announced by the Chairman of the Board of the meeting may demand that the votes be counted immediately after the declaration of the voting result, the Chairman of the Board of the meeting shall have the votes counted immediately.	Article 93 In the event that **the Chairman** of the Board of the meeting has any doubt as to the result of a resolution put forward for voting, he may have the votes counted. In the event that **the Chairman** of the Board of the meeting fails to have the votes counted, any Shareholder present in person or by proxy objects to the result announced by **the Chairman** of the Board of the meeting may demand that the votes be counted immediately after the declaration of the voting result, **the Chairman** of the Board of the meeting shall have the votes counted immediately.
80	Article 105 In the event that the votes are counted at the general meeting, the counting results shall be recorded in the minutes of the meeting. The minutes of the meeting together with the attendance book for Shareholders' signing and the proxy forms for proxies attending the meeting, and the valid information of online voting and other means of voting shall be kept at the domicile of the Company. The abovementioned minutes of the meeting, the attendance book and the proxy forms for proxies shall not be destroyed within ten (10) years.	Article 94 In the event that the votes are counted at the **shareholders' meeting**, the counting results shall be recorded in the minutes of the meeting. ~~**The minutes of the meeting together with the attendance book for Shareholders' signing and the proxy forms for proxies attending the meeting, and the valid information of online voting and other means of voting shall be kept at the domicile of the Company. The abovementioned minutes of the meeting, the attendance book and the proxy forms for proxies shall not be destroyed within ten (10) years.**~~

No.	Before Amendments	After Amendments
81	Article 107 The list of candidates for Directors and supervisors shall be submitted to the general meeting for voting by way of proposal. When the general meeting votes for election of Directors or supervisors, the cumulative voting system may be adopted according to the provisions of the Articles of Association or the resolutions of the general meeting. The cumulative voting system as referred to in the preceding paragraph means that in the election of Directors or supervisors at a general meeting, each share shall carry the same number of voting rights as the number of Directors or supervisors to be elected, and the voting rights owned by Shareholders may be cumulatively used. The Board shall announce biography and basic information of candidates for Directors and supervisors to the Shareholders.	Article 96 The list of candidates for Directors ~~and supervisors~~ shall be submitted to **the shareholders' meeting** for voting by way of proposal. When **the shareholders' meeting** votes for election of Directors ~~or supervisors~~, the cumulative voting system may be adopted according to the provisions of the Articles of Association or the resolutions of **the shareholders' meeting**. **When the shareholders' meeting elects two or more independent directors, cumulative voting shall be applied.** The cumulative voting system as referred to in the preceding paragraph means that in the election of Directors ~~or supervisors~~ at a **shareholders' meeting**, each share shall carry the same number of voting rights as the number of Directors ~~or supervisors~~ to be elected, and the voting rights owned by Shareholders may be cumulatively used. The Board shall announce biography and basic information of candidates for Directors ~~and supervisors~~ to the Shareholders.
82	Article 109 A proposal being considered at the general meeting shall not be amended; otherwise, any amendment made to such proposal shall be considered as a new proposal, which shall not be eligible for voting at the same meeting.	Article 98 A proposal being considered at the **shareholders' meeting** shall not be amended; **If amended,** any amendment made to such proposal shall be considered as a new proposal, which shall not be eligible for voting at the same meeting.

No.	Before Amendments	After Amendments
83	Article 112 ..... The Shareholders of the Company or their proxies who cast their votes online or by other means shall be entitled to check their respective voting results through corresponding voting systems.	Article 101 ..... The Shareholders of the Company or their proxies who cast their votes online or by other means shall be entitled to check their respective voting results through corresponding voting systems **or by other means**.
84	Article 117 Where a proposal on the election of Directors or supervisors is passed at the general meeting, the term of office of such new Directors or supervisors shall commence on the date on which the relevant resolution is passed at the general meeting or on the date determined by the general meeting. Where the staff representative Director in the new session of the Board and the staff representative supervisor in the new session of the supervisory board are determined through democratic election before the new session of the Board and the new session of supervisory board are determined, the term of office of the staff representative Director and the staff representative supervisor shall commence on the date on which the new session of the Board and the new session of the supervisory board are determined. In any other cases, the term of office of the staff representative Director and the staff representative supervisor shall commence on the date of democratic election.	Article 106 Where a proposal on the election of Directors ~~**or supervisors**~~ is passed at **the shareholders' meeting**, the term of office of such new Directors ~~**or supervisors**~~ shall commence on the date on which the relevant resolution is passed at **the shareholders' meeting** or on the date determined by **the shareholders' meeting**. Where the staff representative Director in the new session of the Board ~~**and the staff representative supervisor in the new session of the supervisory board**~~ are determined through democratic election before the new session of the Board ~~**and the new session of supervisory board**~~ are determined, the term of office of the staff representative Director ~~**and the staff representative supervisor**~~ shall commence on the date on which the new session of the Board ~~**and the new session of the supervisory board**~~ are determined. In any other cases, the term of office of the staff representative Director ~~**and the staff representative supervisor**~~ shall commence on the date of democratic election.

No.	Before Amendments	After Amendments
85	Article 120 Shareholders holding different classes of Shares shall be class Shareholders. ……	Article 109 Shareholders holding different **classes** of Shares shall be class Shareholders. ……
86	Newly added	Article 121 **The directors of the Company shall be natural persons who shall not serve as a director if any of the following circumstances applies:** **(1) lacks civil capacity or has limited civil capacity;** **(2) as been sentenced for embezzlement, bribery, misappropriation of property, or disrupting the socialist market economic order, or has been deprived of political rights for committing a crime, and five years have not elapsed since the expiration of the sentence; or has been given a suspended sentence, and two years have not elapsed since the expiration of the probationary period;** **(3) has served as a director, factory manager, or manager of a company or enterprise undergoing bankruptcy liquidation and bears personal responsibility for the bankruptcy, and three years have not elapsed since the completion of the bankruptcy liquidation of such company or enterprise;**

No.	Before Amendments	After Amendments
		(4) has served as the legal representative of a company or enterprise whose business license was revoked or was ordered to close due to violations of laws and bears personal responsibility, and three years have not elapsed since the revocation of the business license or the order to close; **(5) as been listed by a people's court as a dishonest person subject to enforcement due to failure to repay substantial personal debts upon maturity;** **(6) has been subject to a securities market ban imposed by the securities supervision and administrative authority of the State Council, and the period of the ban has not yet expired;** **(7) has been publicly deemed by a stock exchange as unfit to serve as a director or senior management personnel of a listed company, and the period of such determination has not yet expired;** **(8) other conditions as provided by laws, administrative regulations, departmental rules or regulatory authorities at the places where the Company's Shares are listed.**

No.	Before Amendments	After Amendments
		Any election, appointment, or nomination of a director in violation of the provisions of this Article shall be invalid. If a director falls under any of the circumstances set out in this Article during his or her term of office, the Company shall remove him or her from office and suspend his or her performance of duties.
87	Article 133 The Company shall establish a Board. The Board consists of seven (7) to thirteen (13) Directors. The Board shall comprise one (1) Chairman, one (1) to two (2) Vice Chairmen and at least one third of Directors in the Board are independent non-executive Directors.	Article 122 The Company shall establish a Board. The Board consists of seven (7) to thirteen (13) Directors, one (1) Chairman. One (1) to two (2) Vice Chairmen **may be appointed. The Board shall include at least three independent ~~non-executive~~ directors,** representing at least one third of the total number of directors. **The Board of Directors shall include representatives of the Company's employees. Employee representatives on the Board shall be elected by the Company's employees through the employees' representative assembly, the general employees' meeting, or other forms of democratic election.**

No.	Before Amendments	After Amendments
88	Article 134 Directors shall be elected at the general meeting. The term of office of the Directors shall be three (3) years. Upon expiration of the current term of office, a Director shall be eligible to offer himself for re-election and reappointment. The Chairman of the Board and Vice Chairman of the Board shall be elected and removed by more than one-half of all Directors. The term of office of the Chairman shall be three (3) years, renewable upon re-election. The term of office of Vice Chairman of the Board shall be three (3) years, renewable upon re-election. The term of office of a Director shall commence from his accession till the expiry of the term of the current session of the Board. Where no new election is made upon expiry of the term of a Director, the original Director shall, before the newly-elected Director assumes his/her office, continue to perform his/her duties as a Director in accordance with the provisions of laws, administrative regulations, departmental rules and the Articles of Association.	Article 123 Directors shall be **elected or replaced** by the **shareholders' meeting and may be removed from office by the shareholders' meeting before the expiration of their term.** The term of office of the Directors shall be three (3) years. Upon expiration of the current term of office, a Director shall be eligible to offer himself for re-election and reappointment. The Chairman of the Board and Vice Chairman of the Board shall be elected and removed by more than one-half of all Directors. The term of office of the Chairman shall be three (3) years, renewable upon re-election. The term of office of Vice Chairman of the Board shall be three (3) years, renewable upon re-election. The term of office of a Director shall commence from his accession till the expiry of the term of the current session of the Board. Where no new election is made upon expiry of the term of a Director, the original Director shall, before the newly-elected Director assumes his/her office, continue to perform his/her duties as a Director in accordance with the provisions of laws, administrative regulations, departmental rules and the Articles of Association.

No.	Before Amendments	After Amendments
	The managers or other senior management may serve concurrently as Directors, provided that the number of Directors who serve concurrently as the managers or other senior management and the Directors who also serve as the staff representatives shall not exceed half of the total number of Directors of the Company. The Directors shall not be required to hold Shares of the Company. Subject to the provisions of the relevant laws and administrative regulations, a Director can be removed by an ordinary resolution passed at the general meeting before the expiry of his/her term of office, but such removal does not affect the Director's claim for compensation under any contract.	The ~~**managers or other**~~ senior management may serve concurrently as Directors, provided that the number of Directors who serve concurrently as the ~~**managers or other**~~ senior management and the Directors who also serve as the staff representatives shall not exceed half of the total number of Directors of the Company. The Directors shall not be required to hold Shares of the Company. Subject to the provisions of the relevant laws and administrative regulations, a Director can be removed by an ordinary resolution passed at **the shareholders' meeting** before the expiry of his/her term of office **(such removal does not affect the Director's claim for compensation under any contract), the removal shall take effect on the date the resolution of the shareholders' meeting is passed.**
89	Article 135 The intention to nominate a candidate as a Director and the written notice of such candidate regarding his willingness to accept the nomination shall be given to the Company on or after the date of notice of the relevant general meeting but not later than seven (7) days prior to the date appointed for such general meeting. The period for such nomination and acceptance of nomination shall not be less than seven (7) days.	Deleted

No.	Before Amendments	After Amendments
90	Newly added	Article 124 **Directors shall comply with laws, administrative regulations, and the Articles of Association, owe duties of loyalty to the Company, take measures to avoid conflicts between their personal interests and those of the Company, and shall not use their authority to obtain improper benefits.** **Directors owe the following duties of loyalty to the Company:** **(1) Shall not misappropriate the Company's property or funds;** **(2) Shall not deposit the Company's funds in accounts opened in their own name or in the name of any other individual;** **(3) Shall not use their authority to offer or accept bribes or receive other illegal gains;** **(4) Shall not, without reporting to the Board of Directors or the shareholders' meeting and obtaining approval in accordance with these Articles of Association, enter into contracts or conduct transactions with the Company directly or indirectly;**

No.	Before Amendments	After Amendments
		(5) Shall not, by taking advantage of their position, seek for themselves or others any business opportunities that belong to the Company, except where such opportunities have been reported to the Board of Directors or the shareholders' meeting and approved by the shareholders' meeting, or where the Company, pursuant to laws, administrative regulations, or these Articles of Association, is unable to exploit such business opportunities; **(6) Shall not, without reporting to the Board of Directors or the shareholders' meeting and obtaining approval by resolution of the shareholders' meeting, operate or manage, on their own account or on behalf of others, any business of the same kind as the Company;** **(7) Shall not accept commissions from others in connection with transactions with the Company as personal income;** **(8) Shall not disclose the Company's confidential information without authorization;** **(9) Shall not, by leveraging their relationships, damage the interests of the Company;**

No.	Before Amendments	After Amendments
		(10) Other duties of loyalty as provided by laws, administrative regulations, departmental rules, and the Articles of Association. **Any income obtained by a director in violation of the provisions of this Article shall belong to the Company; any losses caused to the Company shall be compensated by the director.** **Close relatives of directors or senior management personnel, enterprises directly or indirectly controlled by directors, senior management personnel, or their close relatives, as well as other related parties having a relationship with directors or senior management personnel, shall be subject to the provisions of sub-clause(4) of the second paragraph of this Article when entering into contracts or conducting transactions with the Company.**

No.	Before Amendments	After Amendments
91	Newly added	Article 125 **Directors shall comply with laws, administrative regulations, and the Articles of Association, owe duties of diligence to the Company, and in performing their duties, shall exercise the level of care that a reasonably prudent manager would use to act in the best interests of the Company.** **Directors owe the following duties of diligence to the Company:** **(1) Shall exercise the powers conferred by the Company prudently, carefully, and diligently to ensure that the Company's business activities comply with national laws, administrative regulations, and economic policies, and that such activities do not exceed the scope of business specified in the business license;** **(2) Shall treat all shareholders fairly;** **(3) Shall keep timely and informed of the Company's business operations and management status;** **(4) Shall provide written confirmation on the Company's periodic reports to ensure that the disclosed information is true, accurate, and complete;**

No.	Before Amendments	After Amendments
		(5) Shall provide truthful information and materials to the audit committee and shall not obstruct the exercise of its powers; **(6) Other duties of diligence as provided by laws, administrative regulations, departmental rules, and the Articles of Association.**
92	Article 136 Directors may resign before expiry of their terms of office. The Directors who resign shall submit to the Board a written report in relation to their resignation. If a director's resignation causes the Board of Directors to fall below the statutory minimum number, the resigning director shall continue to perform his or her duties in accordance with laws, administrative regulations, departmental rules, and these Articles of Association until the newly elected director assumes office. Save for the circumstances referred to in the preceding paragraph, the resignation of a Director becomes effective upon submission of his/her resignation report to the Board.	Article 126 Directors may **resign** before expiry of their terms of office. The Directors who resign shall submit to **the Company** a written report in relation to their resignation which **shall take effect from the date the Company receives the resignation letter, and the Company shall disclose the relevant information within two trading days.** If a director's **resignation** causes the Board of Directors to fall below the statutory minimum number **or fail to meet the regulatory requirements of the securities market where the Company's shares are listed**, the resigning director shall continue to perform his or her duties in accordance with laws, administrative regulations, departmental rules, and these Articles of Association until the newly elected director assumes office. ~~**Save for the circumstances referred to in the preceding paragraph, the resignation of a Director becomes effective upon submission of his/her resignation report to the Board.**~~

No.	Before Amendments	After Amendments
93	Article 137 Upon submission of his resignation or expiration of his term of office, his obligation of confidentiality in respect of the Company's trade secrets survives upon the expiration of his term of office until the same falls into public domain. Where the Director's resignation takes effect or the term of office expires, all transfer procedures shall be completed with the Board. His/her loyalty obligations to the Company and Shareholders shall not be automatically released after the expiry of the term of office, but shall remain valid within reasonable periods as provided in the Articles of Association.	Article 127 **The Company shall establish a director resignation management system, which sets out safeguard measures for holding directors accountable and recovering losses in respect of unfulfilled public commitments and other outstanding matters.** Upon submission of his **resignation** or expiration of his term of office, his obligation of confidentiality in respect of the Company's trade secrets survives upon the expiration of his term of office until the same falls into public domain. Where the Director's **resignation** takes effect or the term of office expires, all transfer procedures shall be completed with the Board. His/her loyalty obligations to the Company and Shareholders shall not be automatically released after the expiry of the term of office, but shall remain valid within reasonable periods as provided in the Articles of Association. **Liabilities that a director incurs in the performance of his or her duties during the term of office shall not be exempted or terminated by reason of the director's resignation or removal.**
94	Newly added	Article 128 **The shareholders' meeting may resolve to dismiss a director, and such dismissal shall take effect on the date the resolution is passed.** **If a director is dismissed before the expiration of his or her term without just cause, the director may request compensation from the Company.**

No.	Before Amendments	After Amendments
95	Article 139 Any Director who violates any laws, regulations or the Articles of Association during the course of performing his duties and causes losses to the Company shall be liable for compensation to any loss caused to the Company.	Article 130 **If a director, in the course of performing his or her duties for the Company, causes damage to others, the Company shall bear the liability for compensation; if the director acts with intent or gross negligence, the director shall also bear the liability for compensation.** Any Director who violates any laws, regulations or the Articles of Association during the course of performing his duties and causes losses to the Company shall be liable for compensation to any loss caused to the Company. **If the Company's controlling shareholder or actual controller instructs a director or senior management personnel to engage in conduct that harms the interests of the Company or its shareholders, the controlling shareholder or actual controller shall bear joint and several liability together with the director or senior management personnel.**

No.	Before Amendments	After Amendments
96	Newly added	Article 133 **Independent directors shall, in accordance with laws, administrative regulations, rules of the China Securities Regulatory Commission, stock exchange regulations, and these Articles of Association, diligently perform their duties, participate in decision-making, exercise supervision and checks and balances, provide professional advice within the Board of Directors, safeguard the overall interests of the Company, and protect the lawful rights and interests of minority shareholders.**

No.	Before Amendments	After Amendments
97	Newly added	Article 134 **Independent directors must maintain independence. The following persons shall not serve as independent directors:** **(1) Persons employed by the Company or its subsidiaries, and their spouses, parents, children, or major social associates;** **(2) Natural person shareholders who directly or indirectly hold more than 1% of the Company's issued shares, or who are among the top ten shareholders of the Company, and their spouses, parents, or children;** **(3) Persons employed by shareholders who directly or indirectly hold more than 5% of the Company's issued shares, or by the top five shareholders of the Company, and their spouses, parents, or children;** **(4) Persons employed by subsidiaries of the Company's controlling shareholder or actual controller, and their spouses, parents, or children;**

No.	Before Amendments	After Amendments
		(5) Persons who have significant business dealings with the Company, its controlling shareholder, actual controller, or their respective subsidiaries, or persons employed by entities that have such significant business dealings with the Company, its controlling shareholder, or actual controller; **(6) Persons who provide financial, legal, consulting, sponsorship, or other services to the Company, its controlling shareholder, actual controller, or their respective subsidiaries, including but not limited to all members of the project team of the intermediary institution providing the services, review personnel at all levels, signatories on reports, partners, directors, senior management, and principal officers;** **(7) Persons who have fallen under any of the circumstances listed in sub-clause (1) to (6) within the past twelve months;** **(8) Other persons who do not meet the independence requirements as prescribed by laws, administrative regulations, rules of the China Securities Regulatory Commission, stock exchange regulations, and these Articles of Association.**

No.	Before Amendments	After Amendments
		For the purposes of sub-clause (4) to (6) above, subsidiaries of the Company's controlling shareholder or actual controller do not include enterprises controlled by the same state-owned asset management authority as the Company and that are not deemed related parties of the Company under relevant regulations. **Independent directors shall conduct an annual self-assessment of their independence and submit the results to the Board of Directors. The Board of Directors shall evaluate the independence of the incumbent independent directors annually, issue a special opinion, and disclose it together with the annual report.**

No.	Before Amendments	After Amendments
98	Article 142 An independent Director shall meet the following basic conditions: (1) qualified as independent Director of a listed company pursuant to relevant laws, administrative regulations, the listing rules of the stock exchange on which the Company is listed, and other regulations; (2) independent as specified in the listing rules of the stock exchange with which the Company is listed; (3) having the basic knowledge about operations of listed companies, and proficient in relevant laws, administrative regulations and rules; (4) having more than five years' experience in legal and economic work or other work required for fulfilling duties as independent Director; (5) other conditions specified in the Articles of Association.	Article 135 An independent Director shall meet the following basic conditions: (1) qualified as independent Director of a listed company pursuant to relevant laws, administrative regulations, the listing rules of the stock exchange on which the Company is listed, and other regulations; (2) **meeting the independence requirements** as specified in the listing rules of the stock exchange with which the Company is listed **and in the Articles of Association**; (3) having the basic knowledge about operations of listed companies, and proficient in relevant laws, administrative regulations and rules; (4) having more than five years' experience in legal, **accounting** and economic work or other work required for fulfilling duties as independent Director; **(5) having good personal integrity and have no record of major dishonesty or other adverse records;** **(6) other requirements as provided by laws, administrative regulations, the rules of the securities supervision and administrative authority of the State Council, the business rules of the stock exchange, and** other conditions specified in the Articles of Association.

No.	Before Amendments	After Amendments
99	Newly added	Article 136 **As members of the Board of Directors, independent directors owe duties of loyalty and diligence to the Company and all shareholders, and shall prudently perform the following responsibilities:** **(1) Participate in the decision-making of the Board and express clear opinions on the matters under consideration;** **(2) Supervise potential significant conflicts of interest between the Company and its controlling shareholders, actual controllers, directors, or senior management, and protect the legitimate rights and interests of minority shareholders;** **(3) Provide professional and objective advice on the Company's business development to help improve the decision-making level of the Board;** **Perform other duties as provided by laws, administrative regulations, the rules of securities regulatory authorities under the State Council, the business rules of the stock exchange, and the Articles of Association.**

No.	Before Amendments	After Amendments
100	Article 143 In addition to those powers vested to independent Directors by the Company Law, other relevant laws and regulations and the listing rules of the stock exchanges on which the Company's shares are listed, independent Directors shall have the following special functions and powers: (1) proposing to the Board with respect to the engagement or dismissal of accounting firms; (2) proposing to the Board with respect to the holding of extraordinary general meetings; (3) proposing the holding of Board meetings; (4) with the consensus of all independent Directors, the independent Directors can appoint external audit firms and consultancies to carry out audits and provide consultancy on specific issues, the Company shall bear all related expenses; (5) connected transactions which are required to be submitted to the general meeting for consideration shall be recognised by independent Directors before submitted to the Board for discussion; prior to independent Directors make judgment, intermediary agencies may be engaged to issue an independent financial adviser's report as a basis for judgment;	Article 137 In addition to those powers vested to independent Directors by the Company Law, other relevant laws and regulations and the listing rules of the stock exchanges on which the Company's shares are listed, independent Directors shall have the following special functions and powers: (1) **Engage intermediaries independently to conduct audits, provide consultancy, or carry out verifications on specific matters of the Company;** (2) proposing to the Board with respect to the holding of extraordinary **shareholders' meetings**; (3) proposing the holding of Board meetings; **(4) Publicly solicit shareholders' rights in accordance with law;** **(5) Express independent opinions on matters that may harm the Company or the interests of minority shareholders;** **(6) Exercise other powers as provided by laws, administrative regulations, the rules of securities regulatory authorities under the State Council, and the Articles of Association.**

No.	Before Amendments	After Amendments
	(6) publicly collecting voting rights from Shareholders prior to the convening of the general meetings. Saved as aforementioned sub-clause (4), independent Directors shall obtain the unanimous consents of not less than one half of all independent Directors before exercising other powers referred to above. If any of the aforesaid proposals are not adopted or any of the aforesaid powers could not be exercised properly, the Company shall disclose the details thereof.	**The exercise of the powers listed in sub-clause (1) to (3) of the preceding paragraph by the independent directors** shall obtain the unanimous consents of **more than one half** of all independent Directors. **When the independent directors exercise the powers set out in the preceding paragraph, the Company shall make timely disclosure.** If ~~**any of the aforesaid proposals are not adopted or**~~ any of the aforesaid powers could not be exercised properly, the Company shall disclose the **specific circumstances and reasons**.
101	Newly added	Article 138 **The following matters shall be submitted to the Board of Directors for consideration only after approval by more than one half of all independent directors of the Company:** **(1) Connected transactions required to be disclosed;** **(2) Plans for changes to or waivers of commitments by the Company and relevant parties;** **(3) Decisions and measures adopted by the Board of Directors in the event that the Company is the target of a takeover;** **(4) Other matters as provided by laws, administrative regulations, the rules of securities regulatory authorities under the State Council, and the Articles of Association.**

No.	Before Amendments	After Amendments
102	Newly added	Article 139 **The Company shall establish a special meeting mechanism composed entirely of independent directors. Where the Board of Directors deliberates on matters such as connected transactions, such matters shall be subject to prior approval by the special meeting of independent directors.** **The Company shall convene special meetings of independent directors on a regular or ad hoc basis. The matters set out in sub-clauses (1) to (3) of the first paragraph of Article 137 and in Article 138 of the Articles of Association shall be reviewed by the special meeting of independent directors.** **The special meeting of independent directors may, as necessary, study and discuss other matters of the Company.** **The special meeting of independent directors shall be convened and presided over by an independent director jointly nominated by more than one half of the independent directors; if the convener fails or is unable to perform his or her duties, two or more independent directors may convene the meeting themselves and nominate one to preside.**

No.	Before Amendments	After Amendments
		The special meeting of independent directors shall prepare minutes in accordance with the relevant regulations, and the opinions of the independent directors shall be recorded therein. The independent directors shall sign the minutes to confirm their accuracy. **The Company shall provide convenience and support for the convening of the special meeting of independent directors.**

No.	Before Amendments	After Amendments
103	Article 146 The Board shall report to the general meeting and exercise the following powers: ..... (4) to formulate the Company's plans on annual financial budgets and final accounts; …… (8) to propose plans for substantial acquisition, repurchase of shares of the Company or merger, division, dissolution and alteration of corporate form of the Company; ..... (22) to decide individual investments outside the budget that are related to the main business of the Company in accordance with the laws and regulations, the listing rules of the stock exchange where the stock of the Company is listed and the authorization of the general meeting; (24) other authorities provided by laws and regulations, and listing rules of the stock exchange where the stock of the Company is listed, and by the Articles of Association or general meeting of the Shareholder.	Article 142 The Board shall report to **the shareholders' meeting** and exercise the following powers: ..... (4) to **decide** the Company's plans on annual financial budgets and final accounts; …… (8) to propose plans for substantial acquisition, repurchase of shares of the Company or merger, division, **spin off,** dissolution and alteration of corporate form of the Company; **(9) within the scope of authority granted by the shareholders' meeting, to decide on matters including external investments, acquisitions or disposals of assets, pledge of assets, external guarantees, entrusted wealth management, connected transactions, and external donations;** **……** ~~**(22) to decide individual investments outside the budget that are related to the main business of the Company in accordance with the laws and regulations, the listing rules of the stock exchange where the stock of the Company is listed and the authorization of the shareholders' meeting;**~~

No.	Before Amendments	After Amendments
	Except for the Board resolutions in respect of the matters specified in sub-clauses (6), (7), (8) and (14) of the preceding sub-section which shall be passed by not less than two-thirds of the Directors, the Board resolutions in respect of all other matters may be passed by more than one half of the Directors. The Board shall perform its duties in accordance with laws, administrative regulations, the Articles of Association and Shareholder's resolution. The Board shall explain to the general meeting when a registered accountancy firm issues an audit report with reservations regarding the Company's financial report.	**(24) Regularly evaluate and continuously improve the Company's corporate governance, and periodically assess the performance of the Board of Directors.** (25) other authorities provided by laws and regulations, and listing rules of the stock exchange where the stock of the Company is listed, and by the Articles of Association **or shareholders' meeting of the Shareholder**. Except for the Board resolutions in respect of the matters specified in sub-clauses (6), (7), (8) and **(15)** of the preceding sub-section which shall be passed by not less than two-thirds of the Directors, the Board resolutions in respect of all other matters may be passed by **more than one half** of the Directors. The Board shall perform its duties in accordance with laws, administrative regulations, the Articles of Association and Shareholder's resolution. The Board shall explain to the **shareholders' meeting** when a registered accountancy firm issues an audit report with **a non-standard opinion** regarding the Company's financial report.

No.	Before Amendments	After Amendments
104	Article 151 In cases where the expected value of fixed assets proposed for disposal by the Board, when aggregated with value of fixed assets disposed within four month before the proposed disposal, exceeds 33% of the fixed assets value set out in the latest balance sheet considered by the general meetings, the Board shall not dispose or consent to dispose such fixed assets without prior approval by the general meeting. The term "fixed assets disposal" referred to in this Article represents (among other things) transferring certain interests in assets, but not including provision of guarantees by way of fixed assets. The validity of transactions regarding fixed assets disposal by the Company shall not be affected due to a breach of the first paragraph of this Article.	Article 146 **The Board shall establish strict audit and approval procedures by setting the scope of authority for conducting external investment, assets acquisitions and disposals, asset pledge, guarantees, entrusted wealth management, connected transactions and external donations, etc.; major investment projects shall be examined by experts and other professionals, and be submitted to the shareholders' meeting for approval.**

No.	Before Amendments	After Amendments
105	Article 154 At least four meetings of the Board shall be convened every year by the Chairman of the Board, notice of the regularly scheduled Board meetings shall be served on all of the Directors at least fourteen (14) days before the date of the meeting. In the event of any of the following circumstances, the Board shall convene extraordinary meetings: (1) when proposed by three (3) or more (including three (3)) Directors; (2) when proposed by the Supervisory Board; (3) when proposed by not less than one half of the independent Directors; (4) whenever the Chairman deems necessary; (5) when proposed by the Shareholders representing not less than 10% of the voting rights; (6) when proposed by the general manager.	Article 149 At least four meetings of the Board shall be convened every year by the Chairman of the Board, notice of the regularly scheduled Board meetings shall be served on all of the Directors at least fourteen (14) days before the date of the meeting. In the event of any of the following circumstances, **the chairman shall** convene an extraordinary board meeting **within ten days of receiving the proposal**: (1) when proposed by **more than one-third** of the Directors; (2) when proposed by the **audit committee**; (3) when proposed by **more than half of** the independent Directors; (4) whenever the Chairman deems necessary; (5) **when proposed** by the Shareholders representing not less than 10% of the voting rights; ~~(6) when proposed by the general manager.~~

No.	Before Amendments	After Amendments
106	Article 156 In addition to the circumstance stipulated in Article 158 herein that the Board to consider connected transaction, the Board meeting may be not be held unless not less than half of the Directors are present. Each Director shall have one vote. Unless otherwise stipulated in Article 158 herein for connected transactions, resolutions of the Board must be passed by more than half of the Directors. When the number of votes cast for and against a resolution equals, the Chairman of the Board shall have an additional casting vote. Resolution signed by each and every Director and where the number of affirmative votes meet the requirements of laws and regulations and the Articles of Association shall be equally effective as the resolution passed at a Board meeting convened according to laws. Such written resolutions may consist of several counterparts each signed by one or more Directors. A resolution signed by a Director and transmitted to the Company by post, facsimile or personal delivery and a resolution bearing the name of a Director and transmitted to the Company by telegram or telex shall be deemed to be a document signed by him for the purposed of this Article.	Article 151 In addition to the circumstance stipulated in Article **153** herein that the Board to consider connected transaction, the Board meeting **may** be not be held unless **half or more** of the Directors are present. Each Director shall have one vote. Unless otherwise stipulated in Article **153** herein for connected transactions, resolutions of the Board must be passed by more than half of the Directors. ~~**When the number of votes cast for and against a resolution equals, the Chairman of the Board shall have an additional casting vote.**~~ Resolution signed by each and every Director and where the number of **affirmative** votes meet the requirements of laws and regulations and the Articles of Association shall be equally effective as the resolution passed at a Board meeting convened according to laws. Such written resolutions may consist of several counterparts each signed by one or more Directors. A resolution signed by a Director and transmitted to the Company **by post**, facsimile or personal delivery and a resolution bearing the name of a Director and transmitted to the Company by telegram or telex shall be deemed to be a document signed by him for the purposed of this Article.

No.	Before Amendments	After Amendments
107	Article 158 In the event that a Director is connected to companies associated with matters to be resolved at the Board meeting, such Director shall not exercise his/her voting rights on such resolution, nor shall he/she votes on behalf of other Directors. The Board meeting may be convened with a majority of the independent Directors. Resolutions shall be approved by a majority of independent Directors at the Board meeting. When there are less than three (3) independent Directors present at the Board meeting, such matter shall be submitted to the general meeting for consideration.	Article 153 In the event that a Director is connected to companies **or individuals** associated with matters to be resolved at the Board meeting, **such Director shall promptly report it in writing to the Board. A Director with such a connected relationship** shall not exercise his/her voting rights on such resolution, nor shall he/she **vote** on behalf of other Directors. The Board meeting may be convened with a majority of the independent Directors. Resolutions shall be approved by a majority of independent Directors at the Board meeting. When there are less than three (3) **independent** Directors present at the Board **meeting**, such matter shall be submitted to the **shareholders' meeting** for consideration.
108	Newly added	Article 159 **The Board of the Company shall establish an audit committee, which shall exercise the powers and functions of a supervisory committee as prescribed under the Company Law.**
109	Newly added	Article 160 **The audit committee is composed of three non-executive Directors, with the majority being independent Directors. The audit committee has a chairman, who must be an independent Director. The chairman of the audit committee should be an accounting professional. Employee representatives from the Company's Board of Directors may serve as members of the audit committee, but senior management of the Company may not serve as members of the audit committee.**

No.	Before Amendments	After Amendments
110	Newly added	Article 161 **The audit committee is responsible for reviewing the Company's financial information and its disclosure, monitoring and evaluating internal and external audit work and internal controls and the following matters shall be submitted to the Board for consideration with the approval of a majority of the members of the audit committee:** **(1) disclosure of financial information in financial accounting reports and regular reports, and the internal control evaluation reports;** **(2) engagement or dismissal of the accounting firm that undertakes the auditing of the listed company;** **(3) appointment or dismissal of the financial controller of the listed company;** **(4) changes in accounting policies, accounting estimates, or correction of significant accounting errors for reasons other than changes in accounting standards;** **(5) other matters stipulated by laws, administrative regulations, provisions of the securities regulatory authority under the State Council and the Articles of Association.**

No.	Before Amendments	After Amendments
		The audit committee shall convene a meeting at least once a quarter, and may convene extraordinary meetings upon the proposal of two or more members, or when the convener deems necessary. Meetings of the audit committee shall be held with the attendance of at least two-thirds of the members. **Resolutions made by the audit committee shall be approved by more than half of the members of the audit committee.** **Voting on resolutions of the audit committee shall be conducted on the basis of one vote per member.** **The resolutions of the audit committee shall be recorded in minutes according to relevant regulations, and the members of the audit committee present at the meeting shall sign the minutes.** **The rules of procedure for the audit committee shall be formulated by the Board.**

No.	Before Amendments	After Amendments
111	Article 149 The Board may establish certain special committees such as the audit committee, remuneration and assessment committee, nomination committee, strategic committee and sustainable development committee to assist the Board to execute its duties under the leadership of the Board, or to provide advice or consultation for the decision of the Board. Its composition and rules of procedure are to be determined by the Board in separate.	Article 162 **The Board shall establish other special committees such as the nomination committee, remuneration and assessment committee, strategic committee and sustainable development committee to perform their duties in accordance with the Articles of Association and the authorization of the Board, and the proposals of the special committees shall be submitted to the Board for consideration and decision. The Board shall be responsible for formulating the rules of procedure of special committees.**

No.	Before Amendments	After Amendments
112	Newly added	Article 163 **The nomination committee shall consist of three Directors, with the majority being independent Directors. It shall have a chairperson, who must be an independent Director. The nomination committee shall be responsible for formulating the selection criteria and procedures regarding Directors and senior management members, selecting and reviewing the candidates for Directors and senior management members and their qualifications, as well as making recommendations to the Board on the following matters:** **(1) nomination or appointment and dismissal of Directors;** **(2) appointment or dismissal of senior management members;** **(3) other matters as required by laws, administrative regulations, provisions of the securities regulatory authority under the State Council and the Articles of Association.** **The Board shall record and disclose in its resolutions the opinion of the nomination committee and the specific reasons for not adopting or fully adopting the recommendations of the nomination committee.**

No.	Before Amendments	After Amendments
113	Newly added	Article 164 **The remuneration and assessment committee shall consist of three Directors, with the majority being independent Directors. It shall have a chairperson, who must be an independent Director. The remuneration and assessment committee of the Board is responsible for formulating and reviewing the remuneration policies and proposals including the remuneration decision mechanism and process, as well as payment and stop-payment recourse arrangements for Directors and senior management, and making recommendations to the Board on:** **(1) remuneration of Directors and senior management;** **(2) formulating or amending share incentive schemes, employee stock ownership schemes, entitlements of incentive schemes participants and conditions of exercising such entitlements;** **(3) stock ownership schemes arrangements for Directors and senior management in the proposed spin-off subsidiary(ies);** **(4) other matters as stipulated by the laws, administrative regulations, provisions of the securities regulatory authority under the State Council and the Articles of Association.**

No.	Before Amendments	After Amendments
		If the Board fails to adopt or fails to fully adopt the recommendations of the remuneration and assessment committee, it shall record the opinions of the remuneration and assessment committee and the specific reasons for non-adoption in the resolutions of the Board, and make disclosures accordingly.
114	Newly added	Article 165 **The strategic committee shall consist of five Directors, with a chairperson appointed. The strategic committee is responsible for reviewing the rationality of the Company's development strategy, the scientific nature of investment decisions, and the effectiveness of internal controls. It shall study the following matters and provide recommendations to the Board:** **(1) the Company's development strategy and planning;** **(2) major investment decisions requiring approval from the shareholders' meeting and the Board;** **(3) other significant matters affecting the Company's development;** **(4) other matters authorized by the Board.**

No.	Before Amendments	After Amendments
115	Newly added	Article 166 **The sustainable development committee shall consist of three Directors, with a chairperson appointed. The sustainable development committee is responsible for providing recommendations and opinions on the Company's sustainability, environmental, social, and governance (ESG) goals and plans, in line with the Company's actual circumstances. The sustainable development committee assists the Board in overseeing the implementation of the Company's sustainability policies and measures. The committee shall study the following matters and provide recommendations to the Board:** **(1) the Company's sustainability strategy, policies, and measures;** **(2) the Company's sustainability and ESG governance, including the evaluation of ESG goals and plans, and supervising the implementation of the Company's ESG governance program;** **(3) the Company's annual sustainability report;** **(4) other significant matters affecting the Company's sustainability;** **(5) other matters authorized by the Board.**

No.	Before Amendments	After Amendments
116	Article 163 The Company shall have one (1) Board secretary. The secretary shall be a senior management member of the Company accountable to the Board.	Article 167 The Company shall have one (1) Board secretary**, responsible for the preparation of the shareholders' meetings and the meetings of the Board of the Company, the preservation of the documents and the management of the information on the Company's shareholders, and the handling of the information disclosure and other issues.** The secretary shall be a senior management member of the Company accountable to the Board. **The secretary to the Board shall comply with the relevant provisions of laws, administrative regulations, departmental rules and the Articles of Association.**

No.	Before Amendments	After Amendments
117	Article 164 Secretary to the Board of the Company shall be a natural person with the requisite professional knowledge and experience, and shall be appointed by the Board. His/her primary responsibilities are: …… (9) to procure the Board to exercise functions and powers in accordance with law; to remind the attending Directors where the resolutions to be made by the Board do not comply with the relevant laws, regulations, rules, listing rules of the stock exchange, and the Articles of Association, and request the supervisors present at meeting to express their opinions; to record the opinions of relevant supervisors and persons in the minutes if the Board insists on making the aforesaid resolutions, and report to the stock exchange; ……	Article 168 Secretary to the Board of the Company shall be a natural person with the requisite professional knowledge and experience, and shall be appointed by the Board. His/her primary responsibilities are: …… (9) to procure the Board to exercise functions and powers in accordance with law; to remind the attending Directors where the resolutions to be made by the Board do not comply with the relevant laws, regulations, rules, listing rules of the stock exchange, and the Articles of Association~~**, and request the supervisors present at meeting to express their opinions**~~; to record the opinions of **relevant Board and directors** in the minutes ~~**if the Board insists on making the aforesaid resolutions,**~~ and report to the stock exchange; ……

No.	Before Amendments	After Amendments
118	Article 165 Directors or senior management members of the Company may also act as the Secretary to the Board. The accountant(s) of the certified public accountants' firm appointed by the Company shall not act as the Secretary to the Board. Provided that where the office of the Secretary to the Board is held concurrently by a Director, and an act is required to be made by a Director and the Secretary to the Board separately, the person who concurrently holds the offices of Director and Secretary to the Board shall not perform the act in dual capacity.	Article 169 Directors or senior management members of the Company may also act as the Secretary to the Board. ~~**The accountant(s) of the certified public accountants' firm appointed by the Company shall not act as the Secretary to the Board.**~~ Provided that where the office of the Secretary to the Board is held concurrently by a Director, and an act is required to be made by a Director and the Secretary to the Board separately, the person who concurrently holds the offices of Director and Secretary to the Board shall not perform the act in dual capacity.
119	Newly added	Article 171 **The provisions of the Articles of Association in relation to the circumstances in which he/she shall not act as a Director and the resignation management system shall apply to the senior management.** **The fiduciary obligations and the diligent obligations of Directors stipulated in the Articles of Association shall apply to the senior management concurrently.**
120	Newly added	Article 172 **Persons who hold administrative positions other than Director and supervisor in the Company's controlling shareholder shall not serve as the Company's senior management.** **The senior management of the Company shall only receive remuneration from the Company, not from the controlling shareholders on behalf of the Company.**

No.	Before Amendments	After Amendments
121	Article 167 The general manager of the Company shall be accountable to the Board and exercise the following powers: …… (8) to propose the appointment or dismissal of the Company's deputy general manager(s) and chief accountant to the Board, and make recommendation on the remuneration; (9) to appoint or dismiss other management members other than those required to be appointed or dismissed by the Board and determine their appraisal, remuneration, awards and punishments; (10) to exercise other powers conferred by the Articles of Association or the Board.	Article 173 The general manager ~~**of the Company**~~ shall be accountable to the Board and exercise the following powers: …… (4) **to draft plans for the Company's annual budget and final accounts;** …… (9) to propose the appointment or dismissal of the Company's deputy general manager(s) and chief accountant to the Board~~**, and make recommendation on the remuneration**~~; (10) to appoint or dismiss other management members other than those required to be appointed or dismissed by the Board ~~**and determine their appraisal, remuneration, awards and punishments**~~; (11) to exercise other powers conferred by the Articles of Association or the Board.

No.	Before Amendments	After Amendments
122	Article 171 The general managers and other senior management members may resign prior to the expiration of his/her term of office. The detailed procedures and methods in relation to resignation of the general managers and other senior management members shall be referred to the employment contracts between such persons and the Company, unless otherwise provided by the laws, administrative regulations and the rules of the place where the shares of the Company are listed.	Article 177 The general managers and other senior management members may resign prior to the expiration of his/her term of office. The detailed procedures and methods in relation to resignation of the general managers and other senior management members shall be referred to the **employment contracts** between such persons and the Company, unless otherwise provided by the laws, administrative regulations and the rules of the place where the shares of the Company are listed.
123	Article 173 In performing his job duties, the general manager of the Company shall act honestly and diligently in accordance with the laws, administrative regulations and requirements under the Articles of Association.	Article 179 **The senior management members of the Company shall perform their duties, and protect the maximum interests of the Company and all the shareholders.** **The senior management members of the Company fail to perform their duty honestly and faithfully or violate their fiduciary duties to cause any damage on the interests of the Company and the public shareholders shall hold them legally liable for the compensation.**
124	CHAPTER 14 SUPERVISORY BOARD ……	Deleted
125	CHAPTER 15 QUALIFICATIONS AND DUTIES OF THE DIRECTORS, SUPERVISORS, GENERAL MANAGER AND OTHER SENIOR MANAGEMENT MEMBERS OF THE COMPANY	Deleted; the relevant provisions have been adjusted to CHAPTER 10 DIRECTORS AND THE BOARD and CHAPTER 12 GENERAL MANAGER AND OTHER SENIOR MANAGEMENT MEMBERS, and to be performed by the audit committee in the exercise of its powers.

No.	Before Amendments	After Amendments
126	Article 208 The Company's financial reports shall be made available for Shareholders' inspection at the Company twenty (20) days before the date of every annual general meeting. Each Shareholder shall be entitled to obtain a copy of the financial reports referred to in this Chapter. The Company shall at least deliver or send to each Shareholder of overseas listed foreign Shares by prepaid mail the copy of financial report together with balance sheet (including all documents to be attached thereto as required under applicable laws and regulations), profit and loss account or the statement of income and expenditure or financial summary report not later than twenty-one (21) days before the date of convening the annual general meeting, to the registered address of each Shareholder shown in the register of members.	Article 183 The Company's financial reports shall be made available for Shareholders' inspection at the Company twenty (20) days before the date of every **annual shareholders' meeting**. Each Shareholder shall be entitled to obtain a copy of the financial reports referred to in this Chapter. The Company shall **publish** ~~**to each Shareholder of overseas listed foreign Shares by prepaid mail the copy of**~~ the financial report together with balance sheet (including all documents to be attached thereto as required under applicable laws and regulations), profit and loss account or the statement of income and expenditure or financial summary report not later than twenty-one (21) days before the date of convening the **annual shareholders' meeting**~~**, to the registered address of each Shareholder shown in the register of members**~~.

No.	Before Amendments	After Amendments
127	Article 211 The Company shall submit its annual financial and accounting reports to the securities regulatory authority under the State Council and the stock exchange within four (4) months from the end of every fiscal year, submit its half-year financial and accounting reports to the local offices of securities regulatory authority under the State Council and the stock exchange within two (2) months from the end of the first six (6) months of every fiscal year, and submit quarterly financial and accounting reports to the local offices of the securities regulatory authority under the State Council and the stock exchange within one (1) month from the end of the first three (3) months and nine (9) months respectively of every fiscal year. ……	Article 186 The Company shall submit and **disclose** its annual financial and accounting reports to **the local office of** the securities regulatory authority under the State Council and the stock exchange within four (4) months from the end of every fiscal year, submit and **disclose** its half-year financial and accounting reports to the local offices of securities regulatory authority under the State Council and the stock exchange within two (2) months from the end of the first six (6) months of every fiscal year, and submit and **disclose** quarterly financial and accounting reports to the local offices of the securities regulatory authority under the State Council and the stock exchange within one (1) month from the end of the first three (3) months and nine (9) months respectively of every fiscal year. ……
128	Article 212 The Company shall not keep accounts other than those provided by law. Assets of the Company shall not be deposited in an account maintained in the name of any individual.	Article 187 The Company shall not keep accounts other than those provided by law. **Capital** of the Company shall not be deposited in an account maintained in the name of any individual.
129	Article 214 Capital reserve fund includes the following items: (1) premium received when Shares are issued at a premium to their par value; (2) any other income required to be included in the capital reserve fund by the governing finance department of the State Council.	Deleted

No.	Before Amendments	After Amendments
130	Article 215 …… Subject to a resolution of the general meeting, after allocation has been made to the Company's statutory surplus reserve fund from its after-tax profits, the Company may set aside funds for the discretionary reserve fund. …… If a general meeting violates the provisions in the preceding paragraph of this Article and profits are distributed to the Shareholders before the Company makes up losses or makes allocations to the statutory reserve fund, the profits distributed in violation of the provisions must be returned to the Company.	Article 189 …… Subject to a resolution of the **shareholders' meeting**, after allocation has been made to the Company's statutory surplus reserve fund from its after-tax profits, the Company may set aside funds for the discretionary reserve fund. …… If a **shareholders' meeting** violates the provisions in the preceding paragraph of this Article and profits are distributed to the Shareholders before the Company makes up losses or makes allocations to the statutory reserve fund, the profits distributed in violation of the provisions must be returned to the Company. **In case of losses caused to the Company, the shareholders and the liable Directors and senior management shall be liable for compensation.**

No.	Before Amendments	After Amendments
131	Article 216 The Company may distribute dividends by the following ways (or a combination of both): (1) cash; (2) Shares. Dividends and other payments declared by the Company to be payable to holders of domestic Shares shall be declared and calculated in RMB, and paid in RMB within two months after the consideration and approval of the plan at the general meeting. Those payable to holders of overseas listed foreign Shares shall be declared and calculated in RMB, and paid in foreign currency within two months after the consideration and approval of the plan at the general meeting. The exchange rate shall be based on the relevant average closing price of foreign exchange rate announced by the People's Bank of China for the five working days prior to the date on which such dividends or other payments are declared. Foreign currency, for which the Company requires to pay cash dividends and other monies to holders of overseas listed foreign Shares, shall be obtained pursuant to relevant state regulations on the administration of foreign exchange. The dividend distribution of the Company shall be executed by the general meeting through authorizing the Board by way of ordinary resolution.	Article 190 The Company may distribute dividends by the following ways (or a combination of both): (1) cash; (2) Shares. Dividends and other payments declared by the Company to be payable to holders of domestic Shares shall be declared and calculated in RMB, and paid in RMB within two months after the consideration and approval of the plan at the **shareholders' meeting**. Those payable to holders of overseas listed foreign Shares shall be declared and calculated in RMB, and paid **in RMB** or foreign currency within two months after the consideration and approval of the plan at the **shareholders' meeting**. The exchange rate shall be based on the relevant average closing price of foreign exchange rate announced by the People's Bank of China for the five working days prior to the date on which such dividends or other payments are declared. Foreign currency, for which the Company requires to pay cash dividends and other monies to holders of overseas listed foreign Shares, shall be obtained pursuant to relevant state regulations on the administration of foreign exchange. The dividend distribution of the Company shall be executed by the **shareholders' meeting** through authorizing the Board by way of ordinary resolution.

No.	Before Amendments	After Amendments
132	Article 217 …… Cash dividend shall take precedence in the Company's profit distribution.	Article 191 …… Cash dividend shall take precedence in the Company's profit distribution. **If the Company has, in violation of the provisions of the Company Law, distributed profits to the shareholders, the shareholders shall return the profits distributed in violation of the provision to the Company; if the Company incurs losses as a result, the shareholders and the responsible Directors and senior management shall be liable for compensation.**
133	Article 221 The reserve of the Company shall be used to make up for losses of the Company, and expand the Company's production and operation or for conversion to increase the capital of the Company, but the capital reserve shall not be used to make up for losses of the Company. Where the statutory reserve is converted into capital, the balance of such reserve shall not fall below 25% of the Company's registered capital prior to such conversions.	Article 195 The reserve of the Company shall be used to make up for losses of the Company, and expand the Company's production and operation or for conversion to increase the **registered capital of the Company.** **When the reserve fund is used to make up for the Company's losses, the discretionary reserve fund and statutory reserve fund shall be utilised at first; if still insufficient, the capital reserve fund may be used according to regulations.** Where the statutory reserve is converted into **increased registered** capital, the balance of such reserve shall not fall below 25% of the Company's registered capital prior to such conversions.

No.	Before Amendments	After Amendments
134	Article 224 The Company shall implement an internal audit system staffed with designated audit personnel to conduct the internal audit and supervision on the financial receipts and outlays and economic activities of the Company.	Article 198 The Company shall implement an internal audit system, **which clearly defines the leadership system, responsibilities and authorities, personnel allocation, funding support, application of audit results and accountability for internal audit.** **The internal audit system of the Company shall be implemented after being approved by the Board and disclosed to the public.**
135	Newly added	Article 199 **The Company's internal audit institution supervises and inspects the Company's business activities, risk management, internal control, financial information and other matters.**
136	Article 225 The internal audit system of the Company and the duties and responsibilities of the audit personnel shall be put into effect upon approval by the Board. The person in charge of the audit work shall be accountable to and report to the Board.	Article 200 **The internal audit institution is accountable to the Board.** **The internal audit institution shall accept the supervision and guidance of the audit committee in the course of supervising and inspecting the Company's business activities, risk management, internal control and financial information. If the internal audit institution discovers relevant major issues or clues, it shall report directly to the audit committee immediately.**

No.	Before Amendments	After Amendments
137	Newly added	Article 201 **The internal audit institution is responsible for the specific organization and implementation of the internal control evaluation of the Company. The Company issues the annual internal control evaluation report based on the evaluation report issued by the internal audit institution and reviewed by the audit committee and relevant materials.**
138	Newly added	Article 202 **When the audit committee of the Board communicates with external audit entities such as certified public accountants' firms and national audit institutions, the internal audit institution shall actively cooperate and provide necessary support and collaboration.**
139	Newly added	Article 203 **The audit committee participates in the assessment of the person in charge of internal audit.**
140	Article 227 The certified public accountants' firm appointed by the Company shall hold office from the conclusion of the annual general meeting at which the appointment is made until the conclusion of the next annual general meeting.	Deleted

No.	Before Amendments	After Amendments
141	Article 228 The certified public accountants' firm appointed by the Company shall have the following rights: (1) a right to inspect at any time the books, records and vouchers of the Company, and to require the Directors, general manager and other senior management members of the Company to provide any relevant information and explanation thereof; (2) a right to require the Company to take all reasonable steps to obtain from its subsidiaries such information and explanation as are necessary for the performance of duties of such accountants' firm; (3) a right to attend general meetings and to receive all notices of, and other communications relating to, any general meeting which any Shareholder is entitled to receive, and to be heard at any general meeting in relation to matters concerning its role as the accountants' firm of the Company.	Deleted
142	Article 232 <u>The remuneration of a certified public accountants' firm or the manner in which such firm is to be remunerated shall be determined by the Shareholders in general meeting.</u>	Article 208 **<u>The audit fees payable to a certified public accountants' firm shall be determined by the shareholders' meeting.</u>**

No.	Before Amendments	After Amendments
143	Article 233 The Company's appointment of, removal of and non-reappointment of a certified public accountants' firm shall be resolved by Shareholders in general meeting. Where it is proposed that any resolution be passed at a general meeting concerning the appointment of a certified public accountants' firm, which is not an incumbent firm, to fill a casual vacancy in the office of the certified public accountants' firm, or to reappoint a retiring certified public accountants' firm which was appointed by the Board to fill a casual vacancy, or to remove the certified public accountants' firm before the expiration of its term of office, the following provisions shall apply: (1) A copy of the proposal about appointment or removal shall be sent to the firm proposed to be appointed or proposing to leave its post or the firm which has left its post in the relevant fiscal year before notice of meeting is given to the Shareholders. Leaving includes leaving by removal, resignation and retirement.	Article 209 The Company's appointment of, removal of and non-reappointment of a certified public accountants' firm shall be **submitted to the Board for review and consideration after obtaining the consent of more than half of the members of the audit committee and** resolved by Shareholders **in shareholders' meeting. The term of appointment shall be one year and renewable. The Board shall not appoint a certified public accountants' firm before the decision of the shareholders' meeting.** ~~**Where it is proposed that any resolution be passed at a shareholders' meeting concerning the appointment of a certified public accountants' firm, which is not an incumbent firm, to fill a casual vacancy in the office of the certified public accountants' firm, or to reappoint a retiring certified public accountants' firm which was appointed by the Board to fill a casual vacancy, or to remove the certified public accountants' firm before the expiration of its term of office, the following provisions shall apply:**~~ ~~**(1) A copy of the proposal about appointment or removal shall be sent to the firm proposed to be appointed or proposing to leave its post or the firm which has left its post in the relevant fiscal year before notice of meeting is given to the Shareholders.**~~ ~~**Leaving includes leaving by removal, resignation and retirement.**~~

No.	Before Amendments	After Amendments
	(2) If the leaving firm makes representations in writing and requests the Company to notify the Shareholders of such representations, the Company shall (unless the representations are received too late): (i) in any notice given to Shareholders about a resolution to be made, state the representations that has been made by the accountants' firm which is about to leave; and (ii) attach a copy of the representations to the notice and deliver it to the Shareholders in the manner stipulated in the Articles of Association. (3) If the firm's representations are not sent in accordance with paragraph (2) above, the relevant firm may require that the representations be read out at the general meeting and may lodge further complaints. (4) A certified public accountants' firm which is leaving its post shall be entitled to attend: (i) the general meeting relating to the expiry of its term of office; (ii) any general meeting at which it is proposed to fill the vacancy caused by its removal; and	~~(2) If the leaving firm makes representations in writing and requests the Company to notify the Shareholders of such representations, the Company shall (unless the representations are received too late):~~ ~~(i) in any notice given to Shareholders about a resolution to be made, state the representations that has been made by the accountants' firm which is about to leave; and~~ ~~(ii) attach a copy of the representations to the notice and deliver it to the Shareholders in the manner stipulated in the Articles of Association.~~ ~~(3) If the firm's representations are not sent in accordance with paragraph (2) above, the relevant firm may require that the representations be read out at the shareholders' meeting and may lodge further complaints.~~ ~~(4) A certified public accountants' firm which is leaving its post shall be entitled to attend:~~ ~~(i) the shareholders' meeting relating to the expiry of its term of office;~~

No.	Before Amendments	After Amendments
	(iii) any general meeting convened on its resignation. and to receive all notices of, and other communications relating to, any such meetings, and to speak at any such meeting in relation to matters concerning its role as the former certified public accountants' firm of the Company.	~~(ii)~~ **~~any shareholders' meeting at which it is proposed to fill the vacancy caused by its removal; and~~** ~~(iii)~~ **~~any shareholders' meeting convened on its resignation.~~** **~~and to receive all notices of, and other communications relating to, any such meetings, and to speak at any such meeting in relation to matters concerning its role as the former certified public accountants' firm of the Company.~~**

No.	Before Amendments	After Amendments
144	Article 234 Prior to the removal or the non-renewal of the appointment of a certified public accountants' firm, notice of such removal or non-renewal shall be given to the certified public accountants' firm concerned and such firm shall be entitled to make representation at the general meeting. Where the certified public accountants' firm resigns from its post, it shall make clear to the general meeting whether there has been any impropriety on the part of the Company. (1) Where any certified public accountants' firm intends to resign from its office, it may deposit at the Company's legal residence a resignation notice which shall become effective on the date of such deposit or on such later date as may be stipulated in such notice. Such notice shall include the following: (i) a statement to the effect that there are no circumstances connected with its resignation which it considers should be brought to the notice of the Shareholders or creditors of the Company; or (ii) a statement of any matters of which an account should be given.	Article 210 Prior to the removal or the non-renewal of the appointment of a certified public accountants' firm, notice of such removal or non-renewal shall be given to the certified public accountants' firm concerned and such firm shall be entitled to make representation at the **shareholders' meeting**. Where the certified public accountants' firm resigns from its post, it shall make clear to the **shareholders' meeting** whether there has been any impropriety on the part of the Company. ~~(1)~~ ~~**Where any certified public accountants' firm intends to resign from its office, it may deposit at the Company's legal residence a resignation notice which shall become effective on the date of such deposit or on such later date as may be stipulated in such notice. Such notice shall include the following:**~~ ~~(i)~~ ~~**a statement to the effect that there are no circumstances connected with its resignation which it considers should be brought to the notice of the Shareholders or creditors of the Company; or**~~ ~~(ii)~~ ~~**a statement of any matters of which an account should be given.**~~

No.	Before Amendments	After Amendments
	(2) Where a notice is deposited under the paragraph (1) of this Article, the Company shall within fourteen (14) days send a copy of the notice to relevant competent authority. If the notice contains a statement referred to in subparagraph (ii) under paragraph (1) of this Article, a copy of such statement shall be placed at the Company's registered office for Shareholders' inspection. The Company shall also send a copy of such statement to Shareholders who are entitled to be informed of the financial conditions of the Company by prepaid post, to the registered addresses shown in the register of members. (3) Where the notice of resignation of a certified public accountants' firm contains a statement referred to in subparagraph (ii) under paragraph (1) of this Article, the certified public accountants' firm may require the Board to convene an extraordinary general meeting for the purpose of giving an explanation of the circumstances connected with its resignation.	~~(2)~~ ~~**Where a notice is deposited under the paragraph (1) of this Article, the Company shall within fourteen (14) days send a copy of the notice to relevant competent authority. If the notice contains a statement referred to in subparagraph (ii) under paragraph (1) of this Article, a copy of such statement shall be placed at the Company's registered office for Shareholders' inspection. The Company shall also send a copy of such statement to Shareholders who are entitled to be informed of the financial conditions of the Company by prepaid post, to the registered addresses shown in the register of members.**~~ ~~(3)~~ ~~**Where the notice of resignation of a certified public accountants' firm contains a statement referred to in subparagraph (ii) under paragraph (1) of this Article, the certified public accountants' firm may require the Board to convene an extraordinary shareholders' meeting for the purpose of giving an explanation of the circumstances connected with its resignation.**~~
145	Article 235 Various types of the Company's insurance shall be decided at a meeting of the Board in accordance with the relevant insurance law in PRC.	Deleted

No.	Before Amendments	After Amendments
146	Article 236 The Company shall establish a liability insurance system for its Directors, supervisors, general manager and other senior management members.	Article 158 The Company shall establish a liability insurance system for its Directors~~, supervisors~~, general manager and other senior management members. **Upon approval by the shareholders' meeting, the Company may purchase or renew liability insurance for Directors, the Board shall report the contents to the shareholders' meetings, including the sum of insurance amounts, the insurance coverage and the premium rates.**

No.	Before Amendments	After Amendments
147	Article 241 Employees of the Company may form a trade union in accordance with the law, participate in union activities and protect workers' legal rights and interests. The Company shall provide all necessary conditions for the activities of any such trade union.	Article 215 Employees of the Company may form a trade union in accordance with the **Trade Union Law of the People's Republic of China**, participate in union activities and protect workers' legal rights and interests. The Company shall provide all necessary conditions for the activities of any such trade union. **The labour union shall, on behalf of the employees, conclude the collective contract with the Company with respect to the remuneration, rest and holidays, labour safety and health and insurance and benefits and other matters in accordance with the law.** **The Company shall establish and improve the democratic management system with the employee representatives' meeting as the basic form in accordance with the provisions of the Constitution and relevant laws, and carry out democratic management through the employee representatives' meeting or other forms.** **To make a decision or any important issue related to restructuring, dissolution, file for bankruptcy and business operation, or to formulate any important regulation, the Company shall solicit the opinions of the Company's labour union, and shall solicit the opinions and proposals of the employees through the meeting of the representatives of the employees or in any other way.**

No.	Before Amendments	After Amendments
148	Article 242 In the event of the merger or division of the Company, a plan shall be proposed by the Board of the Company and shall be approved in accordance with the procedures stipulated in the Articles of Association and the relevant examining and approving formalities shall be processed as required by law. Shareholders who oppose the plan of merger or division of the Company shall have the right to request that the Company or the Shareholders who consent to such plan purchase their Shares at a fair price. A special document of the Company's resolution on the merger or division should be prepared for inspection by the Shareholders. The aforesaid document should also be dispatched to the holders of overseas listed foreign Shares by mail.	Deleted
149	Newly added	Article 216 **If the payment for a merger to be made by a company does not exceed 10% of its net assets, a resolution of the shareholders' meeting is not required for the merger, unless otherwise stipulated in these Articles of Association.** **In cases where a merger is not subject to a resolution of the shareholders' meeting according to provisions of the preceding paragraph, it shall be subject to a resolution of the Board.**

No.	Before Amendments	After Amendments
150	Article 243 …… In the event of a merger, the parties to the merger shall enter into a merger agreement and prepare balance sheets and inventories of assets. The Company shall notify its creditors within ten (10) days of the date of the Company's resolution on merger and shall make newspaper announcement three times at least within thirty (30) days of the date of the Company's resolution on merger. Creditors may, within thirty (30) days after receipt of such notice from the Company, or within forty-five (45) days of the date of the newspapers announcement for those who do not receive such notice, to demand that the Company repay their debts to that creditor or provide a corresponding guarantee for such debts. ……	Article 217 …… In the event of a merger, the parties to the merger shall enter into a merger agreement and prepare balance sheets and inventories of assets. The Company shall notify its creditors within ten (10) days of the date of the Company's resolution on merger and shall **make a newspaper announcement approved by the stock exchange on which the Shares of the Company are listed or the National Enterprise Credit Information Publicity System** within thirty (30) days of the date of the Company's resolution on merger. Creditors may, within thirty (30) days after receipt of such notice from the Company, or within forty-five (45) days of the date of the newspapers announcement for those who do not receive such notice, to demand that the Company repay their debts to that creditor or provide a corresponding guarantee for such debts. ……

No.	Before Amendments	After Amendments
151	Article 244 …… In the event of a division of the Company, all the parties involved shall execute a division agreement and prepare balance sheets and inventories of assets. The Company shall notify its creditors within ten (10) days of the date of the Company's resolution on division and shall make an announcement on a newspaper three times at least approved by the stock exchange on which the Shares of the Company are listed within thirty (30) days of the date of the Company's resolution on division. ……	Article 218 …… In the event of a division of the Company, all the parties involved shall execute a division agreement and prepare balance sheets and inventories of assets. The Company shall notify its creditors within ten (10) days of the date of the Company's resolution on division and shall **make an announcement on a newspaper approved by the stock exchange on which the Shares of the Company are listed or the National Enterprise Credit Information Publicity System** within thirty (30) days of the date of the Company's resolution on division. ……

No.	Before Amendments	After Amendments
152	Newly added	Article 219 **If the Company still suffer losses after making up for them in accordance with the provisions of the second paragraph of Article 289 of the Articles of Association, it may reduce its registered capital to make up for the losses. Where the registered capital is reduced to make up for losses, the Company shall not make distributions to shareholders, nor shall it exempt shareholders from their obligations to make capital contributions or pay for shares.** **Where the registered capital is reduced in accordance with the provisions of the preceding paragraph, the provisions of the second paragraph of Article 29 shall not apply. However, the Company shall announce the reduction on newspaper approved by the stock exchange where the Company's stocks are listed or on the National Enterprise Credit Information Publicity System within 30 days from the date on which the resolution to reduce the registered capital is made at the shareholders' meeting. After the Company reduces its registered capital in accordance with the provisions of the preceding two paragraphs, it shall not distribute profits until the accumulated amount of the statutory reserve and the discretionary reserve reaches 50% of the Company's registered capital.**

No.	Before Amendments	After Amendments
153	Newly added	Article 220 **If the registered capital is reduced in violation of the Company Law or other relevant regulations, shareholders shall return the funds received, and any reduction or exemption of shareholders' capital contributions shall be reversed; in case of any losses caused to the Company, shareholders and responsible Directors and senior management shall be liable for compensation.**
154	Newly added	Article 221 **Where an increase in registered capital of the Company is made by means of issue of new shares, the shareholders shall not have any preemptive rights unless the Articles of Association provides otherwise or the shareholders' meeting resolves that the shareholders shall have such preemptive rights.**
155	Article 245 When the merger or division of the Company involves changes in registered particulars, such changes shall be registered with the company registration authority in accordance with the law. When the Company dissolves, the Company shall cancel its registration in accordance with the law. When a new company is established, its establishment shall be registered in accordance with the law.	Article 222 When the merger or division of the Company involves changes in registered particulars, such changes shall be registered with the company registration authority in accordance with the law. When the Company dissolves, the Company **shall** cancel its registration in accordance with the law. When a new company is established, its establishment **shall** be registered in accordance with the law. **Where the Company increases or reduces its registered capital, the Company shall, in accordance with law, apply for change in its registration with the Company registration authorities.**

No.	Before Amendments	After Amendments
156	Article 246 The Company shall be dissolved and liquidated upon the occurrence of any of the following events: (1) expiration of business term; (2) a resolution on dissolution is passed by Shareholders at a general meeting; (3) dissolution is necessary due to a merger or division of the Company; (4) the Company is legally declared bankrupt due to its failure to repay debts due; (5) the Company's business license is revoked or it is ordered to close down or it is cancelled according to law; (6) where the Company gets into serious trouble in operations and management and its continuation may cause substantial loss to the interests of its Shareholders, and no solution can be found through any other channel, Shareholders representing 10% or more of the total voting rights of the Company may request the people's court to dissolve the Company; (7) other circumstances where the Company shall be dissolved pursuant to laws and regulations.	Article 223 The Company shall be dissolved and liquidated upon the occurrence of any of the following events: (1) expiration of business term; (2) a resolution on dissolution is passed by Shareholders at a **shareholders' meeting**; (3) dissolution is necessary due to a merger or division of the Company; ~~**(4) the Company is legally declared bankrupt due to its failure to repay debts due;**~~ (4) the Company's business license is revoked or it is ordered to close down or it is cancelled according to law; (5) where the Company gets into serious trouble in operations and management and its continuation may cause substantial loss to the interests of its Shareholders, and no solution can be found through any other channel, Shareholders representing 10% or more of the ~~**total**~~ **voting rights** ~~**of the Company**~~ may request the people's court to dissolve the Company; (6) other circumstances where the Company shall be dissolved pursuant to laws and regulations.

No.	Before Amendments	After Amendments
	Under the circumstances mentioned in subparagraph (1) of this Article, the Company may survive by amending the Articles of Association. Any amendment to the Articles of Association pursuant to the preceding paragraph shall be passed by Shareholders representing more than two-thirds of voting rights at the general meeting.	**Where the Company encounters any of** the circumstances mentioned in subparagraphs (1) **and (2)** of this Article **and has not yet distributed its property to shareholders, it** may survive by amending the Articles of Association **or by a resolution of the shareholders' meeting**. Any amendment to the Articles of Association pursuant to the preceding paragraph shall be passed by Shareholders representing more than two-thirds of voting rights at the **shareholders' meeting**. **Where the Company encounters the cause of dissolution as prescribed in the preceding paragraph, it shall, within ten days, make public the cause of dissolution through the National Enterprise Credit Information Publicity System.**

No.	Before Amendments	After Amendments
157	Article 247 Where the Company is dissolved under subparagraph (1) and (2) of the proceeding Article, a liquidation committee shall be set up within fifteen (15) days, and its members shall be determined by Shareholders at a general meeting by way of ordinary resolution. Where the Company is dissolved under subparagraph (4) of the preceding Article, the people's court shall, according to the relevant laws, organise to form a liquidation committee comprising the Shareholders, relevant authorities and relevant professionals to carry out liquidation procedures. Where the Company is dissolved under subparagraph (5) of the preceding Article, the competent authority shall organize to form a liquidation committee comprising the Shareholders, relevant authorities and relevant professionals to carry out liquidation procedures.	Article 224 **Where the Company is dissolved under subparagraphs (1), (2), (4) and (5) provisions of Article 223, it shall be liquidated. The Directors are the obligors of liquidation of the Company, and shall establish a liquidation committee to carry out liquidation within 15 days from the date of occurrence of events giving rise to dissolution.** **The liquidation committee shall consist of Directors, unless other persons are elected by the shareholders' meeting.** **If the liquidation obligor fails to perform its liquidation obligations in a timely manner and causes losses to the Company or its creditors, it shall be liable for compensation.**

No.	Before Amendments	After Amendments
158	Article 249 The liquidation committee shall notify creditors within ten (10) days from the date of its establishment and make a newspaper announcement three times at least within sixty (60) days of that date. Creditors shall, within thirty (30) days after receipt of the notice, or for those who do not receive the notice, within forty-five (45) days from the date of the announcement, declare their claims to the liquidation committee. The creditors who declare their claims shall explain matters relating to their claims and provide relevant evidential documents. The liquidation committee shall register the creditor's claims in accordance with laws. During the period of declaration of claims, the liquidation committee shall not repay any debts to the creditors.	Article 225 The liquidation committee shall notify creditors within ten (10) days from the date of its establishment and **make a newspaper announcement approved by the stock exchange on which the Shares of the Company are listed or the National Enterprise Credit Information Publicity System** within sixty (60) days of that date. Creditors shall, within thirty (30) days after receipt of the notice, or for those who do not receive the notice, within forty-five (45) days from the date of the announcement, declare their claims to the liquidation committee. The creditors who declare their claims shall explain matters relating to their claims and provide relevant evidential documents. The liquidation committee shall register the creditor's claims in accordance with laws. During the period of declaration of claims, the liquidation committee shall not repay any debts to the creditors.

No.	Before Amendments	After Amendments
159	Article 252 In the event of Company's liquidation owing to dissolution, if the liquidation committee, after ascertaining the Company's assets and preparing a balance sheet and an inventory of assets, discovers that the Company's assets are insufficient to repay its debts, it shall immediately apply to the people's court for a declaration of bankruptcy. After the Company is declared bankrupt by a ruling of the people's court, the liquidation committee shall transfer the liquidation matters to the people's court.	Article 228 ~~**In the event of Company's liquidation owing to dissolution,**~~ **If** the liquidation committee, after ascertaining the Company's assets and preparing a balance sheet and an inventory of assets, discovers that the Company's assets are insufficient to repay its debts, it shall immediately apply to the people's court for a declaration of bankruptcy **and liquidation**. After the **bankruptcy application is accepted by the people's court**, the liquidation committee shall transfer liquidation matters to the **bankruptcy administrator designated by the** people's court.
160	Article 253 Following the completion of liquidation, the liquidation committee shall present a report on liquidation and prepare a statement of the receipts and payments and the financial accounts for the period of the liquidation which shall be audited by PRC certified public accountants and then submitted to the general meeting or relevant competent authorities for confirmation. The liquidation committee shall also within thirty (30) days after such confirmation, submit the documents referred to in the preceding paragraph to the company registration authority and apply for cancellation of registration of the Company, and announce the termination of the Company.	Article 229 Following the completion of liquidation, the liquidation committee shall present a report on liquidation **and submit it to the shareholders' meeting or the people's court for confirmation and submit the same to the Company registration authority for cancellation of the Company's registration.**

No.	Before Amendments	After Amendments
161	Article 254 Any member of the liquidation committee shall dutifully and lawfully fulfill the liquidation obligation. Any member of the liquidation committee shall not abuse his/her official powers to accept bribes or other unlawful gains, and not to expropriate the Company's assets. If any member of the liquidation committee causes any loss to the Company or the creditors with will or serious negligence, the said member shall be liable for compensation.	Article 230 **Any member of the liquidation committee shall ~~dutifully and lawfully fulfill the liquidation obligation.~~ perform their liquidation duties and be obligated to be loyal and diligent. Any member of the liquidation committee who is negligent in performing his/her liquidation duties and causes any losses to the Company shall be liable for compensation;** If any member of the liquidation committee causes losses to creditors with will or serious negligence, the said member shall be liable for compensation.
162	Article 257 Any amendment to the Articles of Association involving anything set out in the Trial Administrative Measures shall become effective upon approval by the department in charge of company approval affairs authorized by the State Council and by the securities supervision and administrative authority of the State Council. If there is any change relating to the registered particulars of the Company, application shall be made for registration of the changes in accordance with the laws.	Article 233 **Amendments to the Articles of Association resolved by the shareholders' meeting shall be reported to the competent authorities for approval if such amendments should be subject to the approval of the competent authorities**; If there is any change relating to the registered particulars of the Company, application shall be made for registration of the changes in accordance with the laws.
163	Newly added	Article 236 **Notices of the Company shall be sent via the following methods:** **(1) by hand;** **(2) by post;** **(3) by announcement;** **(4) other ways required by the Articles of Association.**

No.	Before Amendments	After Amendments
164	Newly added	Article 237 **The notice of the shareholders' meeting shall be made by announcement.**
165	Article 260 Unless otherwise provided for in Articles of Association, notices issued by the Company to holders of overseas listed foreign shares in the form of announcement shall be published on the website of Stock Exchange of Hong Kong through the Electronic Publication System of the Hong Kong Stock Exchange on the same date as required by the relevant listing rules. Such announcement shall also be published on the website of the Company. In addition, such announcement shall be lodged with the registered address of each Shareholder on the register of holders of overseas listed foreign shares by way of hands or pre-paid postage. As such, Shareholders will be given full notice and adequate time to exercise their rights or act as instructed by the notice. ……	Article 238 Unless otherwise provided for in Articles of Association, notices issued by the Company to holders of overseas listed foreign shares in the form of announcement shall be published on the website of Stock Exchange of Hong Kong through the Electronic Publication System of the Hong Kong Stock Exchange on the same date as required by the relevant listing rules. Such announcement shall also be published on the website of the Company. ~~**In addition, such announcement shall be lodged with the registered address of each Shareholder on the register of holders of overseas listed foreign shares by way of hands or pre-paid postage. As such, Shareholders will be given full notice and adequate time to exercise their rights or act as instructed by the notice.**~~ ……

No.	Before Amendments	After Amendments
166	Article 261 Where a notice is to be sent by post, it shall be placed in an envelope properly addressed with postage prepaid, and any such notice is deemed to be served forty-eight (48) hours after the date of dispatch when it is deposited at the post box. An announcement on the notice to be sent to holders of domestic shares by the Company shall be published on one or several newspapers designated by the regulatory authorities under the State Council. All the holders of domestic shares are deemed to have received such notice upon the publication of such announcement.	Article 239 Where a notice is to be sent **by post**, it shall be placed in an envelope properly addressed with postage prepaid, and any such notice is deemed to be served forty-eight (48) hours after the date of dispatch when it is deposited at the post box. An announcement on the notice to be sent to holders of domestic shares by the Company shall be published on one or several newspapers designated by the **securities regulatory authority under the State Council or the stock exchange where the stocks are listed**. All the holders of domestic shares are deemed to have received such notice upon the publication of such announcement.

No.	Before Amendments	After Amendments
167	Article 262 As specified in the preceding provision, corporate communications shall be provided and/or delivered to Shareholders in writing. However, for the ways of provision and/or delivery of corporate communications to Shareholders by the Company under the requirements of the Hong Kong Stock Exchange Listing Rules, the Company may, upon obtaining the prior written consent or tacit consent of Shareholders, deliver or provide corporate communications to the Shareholders of the Company by electronic means or by publication of such information on the website of the Company, subject to the requirements of relevant laws and regulations as well as the Hong Kong Stock Exchange Listing Rules as amended from time to time. Corporate communications include but are not limited to, among others, circulars, annual reports, interim reports, quarterly reports, notices of general meetings and other types of corporate communications as set out in the Hong Kong Stock Exchange Listing Rules.	Article 240 ~~**As specified in the preceding provision, corporate communications shall be provided and/or delivered to Shareholders in writing. However,**~~ For the ways of provision and/or delivery of corporate communications to Shareholders by the Company under the requirements of the Hong Kong Stock Exchange Listing Rules, the Company may, upon obtaining the prior written consent or tacit consent of Shareholders, deliver or provide corporate communications to the Shareholders of the Company by electronic means or by publication of such information on the website of **Hong Kong Stock Exchange or** the Company, subject to the requirements of relevant laws and regulations as well as the Hong Kong Stock Exchange Listing Rules as amended from time to time. Corporate communications include but are not limited to, among others, circulars, annual reports, interim reports, quarterly reports, notices of **shareholders' meetings** and other types of corporate communications as set out in the Hong Kong Stock Exchange Listing Rules
168	CHAPTER 25 SETTLEMENT OF DISPUTES	Deleted
169	Article 264 In these Articles of Association, the terms "not less than", "within", "not more than" and "expiration" include the figure itself, while "not expired", "less than", "more than", "other than" do not include the figure itself.	Article 241 In these Articles of Association, the terms "not less than", "~~**within**~~", "not more than" and "expiration" include the figure itself, while **"over",** "less than", "more than", "other than" do not include the figure itself.