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北京迪信通商貿股份有限公司  
**Beijing Digital Telecom Co., Ltd.**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 6188)**

**PROPOSED REVISION TO THE BUSINESS SCOPE OF  
THE COMPANY  
AND  
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The board of directors (the “**Board**”) of Beijing Digital Telecom Co., Ltd. (the “**Company**”) announces that the Board has proposed revision to the business scope of the Company and amendments to the articles of association of the Company (the “**Articles of Association**”) at the Board meeting held on 27 February 2020.

**PROPOSED REVISION TO THE BUSINESS SCOPE OF THE COMPANY**

To reflect the latest development of the Company’s business, the Board proposes to revise the Company’s business scope, the details of which are set out as follows:

**Contents before revision:**

“Wholesale and retail of telecommunications devices, mobile telecommunications products, metal materials, office equipment, computers and peripherals, instruments; mobile phone repair services; technology consultancy and technical services.”

**Contents after revision:**

“Wholesale and retail of telecommunications devices, electronic products, metal materials, office equipment, computers and peripherals, instruments, software and ancillary equipment, labour protection gears, office supplies, daily necessities, household appliances, timepieces, bags and suitcases, garments, shoes and hats, lighting equipment (with no physical store operation), gifts, cosmetics, infant products, toys, musical instruments, category-1, category-2 and category-3 medical equipment, healthcare products and food; mobile phone repair services; technology consultancy, technical services, technology development and technology transfer; import and export of goods and technology; and software development.”

The above revision to the business scope is subject to final approval by the company registration authorities.

This resolution will be submitted to the first extraordinary general meeting in 2020, to be held by the Company on 15 April 2020, for consideration and approval of the shareholders of the Company.

## **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The Board proposes to make corresponding amendments (the “**Amendments**”) to the Articles of Association in view of the fact that (1) the State Council of the People’s Republic of China has issued the Reply of the State Council on the Adjustment of the Notice Period of the General Meeting and Other Matters Applicable to Overseas Listed Companies (Guo Han [2019] No. 97) (《國務院關於調整適用在境外上市公司召開股東大會通知期限等事項規定的批覆》(國函[2019]97號)), stipulating that joint stock limited companies registered in the PRC and listed overseas shall comply with relevant requirements as set out in the Company Law of the People’s Republic of China (《中華人民共和國公司法》) in respect of the notice period for convening general meetings, shareholders’ rights to propose resolutions and the convening procedures; (2) the Chinese Securities Regulatory Commission has issued the Guidance on the Application for “Full Circulation” of Unlisted Domestic Shares of H-share Companies (《H股公司境內未上市股份申請「全流通」業務指引》), pursuant to which the “Full Circulation” reform of H shares has taken place on a comprehensive scale, and the Company plans to make appropriate arrangements for the application for “Full Circulation” of H shares; and (3) some of the Company’s registered information has changed or is planned to be adjusted.

Share repurchase of H Shares of the Company will be conducted in accordance with relevant requirements and restrictions under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), including but not limited to Rules 10.05, 10.06, 19A.24 and 19A.25 of the Listing Rules.

Details of the Amendments are set out in Appendix I to this announcement.

This resolution will be submitted to the first extraordinary general meeting in 2020, the first domestic shareholders class meeting in 2020 and the first H shareholders class meeting in 2020, to be held by the Company on 15 April 2020, for consideration and approval of the shareholders of the Company.

A circular containing, among others, the details of the proposed revision to the business scope of the Company and proposed amendments to the Articles of Association, together with the notices of the first extraordinary general meeting in 2020 and the first H shareholders class meeting in 2020 will be despatched to the shareholders of the Company on 28 February 2020.

By order of the Board  
**Beijing Digital Telecom Co., Ltd.**  
**LIU Donghai**  
*Chairman*

Beijing, the PRC  
27 February 2020

*As at the date of this announcement, the executive directors of the Company are Mr. LIU Donghai, Mr. LIU Yajun, Mr. LIU Songshan and Ms. LIU Wencui; the non-executive directors of the Company are Mr. QI Xiangdong and Ms. XIN Xin; and the independent non-executive directors of the Company are Mr. LV Tingjie, Mr. LV Pingbo and Mr. ZHANG Senquan.*

## Appendix I: Explanation Table of the Proposed Amendments to the Articles of Association

### Explanation Table of the Proposed Amendments to the Articles of Association of Beijing Digital Telecom Co., Ltd.

Number	Original Article	Amended Article	Main Basis of Amendments
1.	<p><b>Article 1</b> To safeguard the legitimate rights and interests of Beijing Digital Telecom Co., Ltd. (hereinafter referred to as the “Company”), its shareholders and creditors, and to regulate the organization and activities of the Company, the Company has formulated the Articles of Association in accordance with the Company Law of the People’s Republic of China (hereinafter referred to as the “Company Law”), the Securities Law of the People’s Republic of China (hereinafter referred to as the “Securities Law”), the Special Regulations of the State Council on the Overseas Offer and Listing of Shares by Joint Stock Limited Companies (hereinafter referred to as the “Special Regulations”), the Mandatory Provisions for Articles of Association of Companies to be Listed Overseas, the Document for Supplementary Modification Proposal on Articles of Association of Companies Listed in Hong Kong and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and other relevant requirements under the laws and regulations.</p>	<p><b>Article 1</b> To safeguard the legitimate rights and interests of Beijing Digital Telecom Co., Ltd. (hereinafter referred to as the “Company”), its shareholders and creditors, and to regulate the organization and activities of the Company, the Company has formulated the Articles of Association in accordance with the Company Law of the People’s Republic of China (hereinafter referred to as the “Company Law”), the Securities Law of the People’s Republic of China (hereinafter referred to as the “Securities Law”), the Special Regulations of the State Council on the Overseas Offer and Listing of Shares by Joint Stock Limited Companies (hereinafter referred to as the “Special Regulations”), <u>the Reply of the State Council on the Adjustment of the Notice Period of Shareholders’ Meetings and Other Matters Applicable to Overseas Listed Companies</u>, the Mandatory Provisions for Articles of Association of Companies to be Listed Overseas, the Document for Supplementary Modification Proposal on Articles of Association of Companies Listed in Hong Kong and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and other relevant requirements under the laws and regulations.</p>	<p>In October 2019, the State Council issued the Reply of the State Council on the Adjustment of the Notice Period of Shareholders’ Meetings and Other Matters Applicable to Overseas Listed Companies, which states that “the requirements on the notice period of Shareholders’ Meetings, shareholders’ proposal right and convening procedures for joint stock limited companies incorporated in China and listed overseas shall be governed by the relevant provisions under the Company Law of the People’s Republic of China, instead of the provisions under the Articles 20 to 22 of the Special Regulations of the State Council on the Overseas Offer and Listing of Shares by Joint Stock Limited Companies”.</p>

Number	Original Article	Amended Article	Main Basis of Amendments
2.	<p><b>Article 2</b> The Company is a joint stock company with limited liability established in accordance with the Company Law, the Special Regulations and other relevant laws and regulations of China. The establishment of the Company is approved by “Jing Shang Wu Zi Zi [2009] No. 758” issued by Beijing Municipal Commission of Commerce. It is registered with and was granted a business licence by Beijing Administration Bureau of Industry and Commerce on 28 December 2009. The Company’s business licence number is: 110108002727434.</p> <p>The promoters of the Company are: Digital Science &amp; Technology Group Limited, Beijing Di Er Tong Consulting Company Limited, Beijing Rong Feng Tai Management and Consulting Company Limited, 3i Infocomm Limited, CDH Mobile (HK) Limited and Crown Flame Investment Limited.</p>	<p><b>Article 2</b> The Company is a joint stock company with limited liability established in accordance with the Company Law, the Special Regulations and other relevant laws and regulations of China. The establishment of the Company is approved by “Jing Shang Wu Zi Zi [2009] No. 758” issued by Beijing Municipal Commission of Commerce. It <del>is</del><b>was</b> registered with and <del>was</del> granted a business licence by Beijing Administration Bureau of Industry and Commerce on 28 December 2009. <del>The Company’s business licence number is: 110108002727434</del><b>The existing unified social credibility code of the Company’s business licence is 911100008029439243.</b></p> <p>The promoters of the Company are: Digital Science &amp; Technology Group Limited, Beijing Di Er Tong Consulting Company Limited, Beijing Rong Feng Tai Management and Consulting Company Limited, 3i Infocomm Limited, CDH Mobile (HK) Limited and Crown Flame Investment Limited.</p>	<p>The Company’s registration information has been changed.</p>

Number	Original Article	Amended Article	Main Basis of Amendments
3.	<p><b>Article 8</b> These Articles of Association shall not be effective without the approval by special resolution of shareholders at the Shareholders' Meeting and shall become effective on the date on which the overseas-listed foreign shares, upon approval by relevant competent authority of the PRC, are listed on The Stock Exchange of Hong Kong Limited (hereinafter referred to as "Hong Kong Stock Exchange") and shall replace the Articles of Association originally registered with the Administration for Industry and Commerce.</p> <p>These Articles of Association shall be a legally binding public document that regulates the Company's organization and activities, the rights and obligations between the Company and its shareholders as well as among the shareholders once it goes into effect.</p>	<p><b>Article 8</b> These Articles of Association shall not be effective without the approval by special resolution of shareholders at the Shareholders' Meeting and shall become effective on the date on which the overseas-listed foreign shares, upon approval by relevant competent authority of the PRC, are listed on The Stock Exchange of Hong Kong Limited (hereinafter referred to as "Hong Kong Stock Exchange") and shall replace the Articles of Association originally registered with the <del>Administration for Industry and Commerce</del> <u>company registration authority</u>.</p> <p>These Articles of Association shall be a legally binding public document that regulates the Company's organization and activities, the rights and obligations between the Company and its shareholders as well as among the shareholders once it goes into effect.</p>	<p>The government is undertaking reform and has ceased to use "Administration for Industry and Commerce" or similar expressions.</p>

Number	Original Article	Amended Article	Main Basis of Amendments
4.	<p><b>Article 13</b> The business scope of the Company is subject to the scope approved by the company registration authority.</p> <p>Scope of business: wholesale and retail of telecommunications devices, mobile telecommunications products, metal materials, office equipment, computers and peripherals, instruments; mobile phone repair services; technology consultancy and technical services.</p> <p>The Company may change its business scope and amend these Articles of Association in accordance with law upon registration of change with the Administration for Industry and Commerce and with the approval of shareholders at the Shareholders' Meeting.</p>	<p><b>Article 13</b> The business scope of the Company is subject to the scope approved by the company registration authority.</p> <p>Scope of business: wholesale and retail of telecommunications devices, <del>mobile telecommunications products</del> <u>electronic products</u>, metal materials, office equipment, computers and peripherals, instruments, <u>software and ancillary equipment, labour protection gears, office supplies, daily necessities, household appliances, timepieces, bags and suitcases, garment, shoes and hats, lighting equipment (with no physical store operation), gifts, cosmetics, infant products, toys, musical instruments, category-1, category-2 and category-3 medical equipment, healthcare products and food</u>; mobile phone repair services; technology consultancy <del>and</del>, technical services, <u>technology development and technology transfer; import and export of goods and technology; and software development.</u></p> <p>The Company may change its business scope and amend these Articles of Association in accordance with law upon registration of change with <del>Administration for Industry and Commerce</del> <u>company registration authority</u> and with the approval of shareholders at the Shareholders' Meeting.</p>	<p>(1) The Company intends to adjust its business scope.</p> <p>(2) Same as the basis for amendments to item 3.</p>

Number	Original Article	Amended Article	Main Basis of Amendments
5.	<p><b>Article 18</b> Domestic shares refer to the shares denominated in Renminbi issued by the Company to domestic investors. Foreign shares refer to the shares denominated in foreign currencies issued by the Company to overseas investors and the shares held by foreign investors. Those foreign shares listed overseas are referred to as overseas-listed foreign shares (of which those listed in Hong Kong can be referred to as H shares), and those foreign shares (unlisted overseas) are referred to as non-listed foreign shares.</p> <p>Unless otherwise specified in these Articles of Association, holders of domestic shares and foreign shares are both holders of ordinary shares and shall have the same rights and obligations.</p>	<p><b>Article 18</b> Domestic shares refer to the shares denominated in Renminbi issued by the Company to domestic investors. Foreign shares refer to the shares denominated in foreign currencies issued by the Company to overseas investors and the shares held by foreign investors. Those <u>shares issued by the Company and listed overseas (including foreign shares listed overseas and domestic shares approved by the securities regulatory authorities of the State Council and overseas securities exchange to list overseas)</u> are referred to as overseas-listed <del>foreign</del> shares (of which those listed in Hong Kong can be referred to as H shares), and those <del>foreign</del> shares (unlisted overseas) are referred to as non-listed <del>foreign</del> shares.</p> <p>Unless otherwise specified in these Articles of Association, holders of domestic shares and <u>holders of</u> foreign shares are both holders of ordinary shares and shall have the same rights and obligations.</p>	<p>In November 2019, the China Securities Regulatory Commission issued the Guidelines for the “Full Circulation” Application for Domestic Unlisted Shares of H-share Listed Companies, pursuant to which the “Full Circulation” reform of H shares has taken place on a comprehensive scale. The Company plans to make appropriate arrangement for the application of “Full Circulation” of its H shares.</p>

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6.	<p><b>Article 20</b> The total number of ordinary shares issued by the Company is 732,460,400 shares, comprising 337,700,000 domestic shares and 394,760,400 H shares. The following is the shareholding structure of the Company:</p> <table border="1" data-bbox="292 402 644 817"> <thead> <tr> <th>No.</th> <th>Shareholders</th> <th>Number of shares held</th> <th>Percentage of shareholding</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Digital Science &amp; Technology Group Limited</td> <td>211,400,000</td> <td>28.86%</td> </tr> <tr> <td>2</td> <td>Beijing Di Er Tong Consulting Company Limited</td> <td>101,300,000</td> <td>13.83%</td> </tr> <tr> <td>3</td> <td>Chengmai Dixin Changqing Investment Centre (Limited Partnership)</td> <td>17,500,000</td> <td>2.39%</td> </tr> <tr> <td>4</td> <td>Beijing Rong Feng Tai Management and Consulting Company Limited</td> <td>7,500,000</td> <td>1.02%</td> </tr> <tr> <td>5</td> <td>Other holders of foreign shares (H Share)</td> <td>394,760,400</td> <td>53.90%</td> </tr> <tr> <td colspan="2">Total</td> <td>732,460,400</td> <td>100%</td> </tr> </tbody> </table>	No.	Shareholders	Number of shares held	Percentage of shareholding	1	Digital Science & Technology Group Limited	211,400,000	28.86%	2	Beijing Di Er Tong Consulting Company Limited	101,300,000	13.83%	3	Chengmai Dixin Changqing Investment Centre (Limited Partnership)	17,500,000	2.39%	4	Beijing Rong Feng Tai Management and Consulting Company Limited	7,500,000	1.02%	5	Other holders of foreign shares (H Share)	394,760,400	53.90%	Total		732,460,400	100%	<p><b>Article 20</b> The total number of ordinary shares issued by the Company is 732,460,400 shares, comprising 337,700,000 domestic shares and 394,760,400 <del>H</del> <b>foreign</b> shares. <del>The following is the shareholding structure of the Company:</del></p> <table border="1" data-bbox="719 402 1072 817"> <thead> <tr> <th>No.</th> <th>Shareholders</th> <th>Number of shares held</th> <th>Percentage of shareholding</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Digital Science &amp; Technology Group Limited</td> <td>211,400,000</td> <td>28.86%</td> </tr> <tr> <td>2</td> <td>Beijing Di Er Tong Consulting Company Limited</td> <td>101,300,000</td> <td>13.83%</td> </tr> <tr> <td>3</td> <td>Chengmai Dixin Changqing Investment Centre (Limited Partnership)</td> <td>17,500,000</td> <td>2.39%</td> </tr> <tr> <td>4</td> <td>Beijing Rong Feng Tai Management and Consulting Company Limited</td> <td>7,500,000</td> <td>1.02%</td> </tr> <tr> <td>5</td> <td>Other holders of foreign shares (H Share)</td> <td>394,760,400</td> <td>53.90%</td> </tr> <tr> <td colspan="2">Total</td> <td>732,460,400</td> <td>100%</td> </tr> </tbody> </table>	No.	Shareholders	Number of shares held	Percentage of shareholding	1	Digital Science & Technology Group Limited	211,400,000	28.86%	2	Beijing Di Er Tong Consulting Company Limited	101,300,000	13.83%	3	Chengmai Dixin Changqing Investment Centre (Limited Partnership)	17,500,000	2.39%	4	Beijing Rong Feng Tai Management and Consulting Company Limited	7,500,000	1.02%	5	Other holders of foreign shares (H Share)	394,760,400	53.90%	Total		732,460,400	100%	Same as the basis for amendments to item 5.
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7.	<p><b>Article 21</b> Subject to approval by the securities regulatory authorities of the State Council of the plans of the Company to issue overseas-listed foreign shares or domestic shares, and after the authorization by shareholders at a general meeting, the Board of the Company may arrange for separate issuance of shares.</p> <p>The Company is entitled to implement its respective plans to issue overseas-listed foreign shares or domestic shares pursuant to the preceding paragraph within 15 months after the approval date by the securities regulatory authorities of the State Council.</p> <p>The shareholders holding unlisted shares of the Company may trade their shares overseas after obtaining relevant approvals from the securities regulatory authorities of the State Council. Such trading on the overseas securities exchange shall comply with relevant overseas regulatory procedures, regulations and requirements. No class shareholders' meeting is required for the trading of abovementioned shares on overseas securities.</p>	<p><b>Article 21</b> Subject to approval by the securities regulatory authorities of the State Council of the plans of the Company to issue overseas-listed <del>foreign shares or domestic</del> shares, and after the authorization by shareholders at a general meeting, the Board of the Company may arrange for <del>separate</del> issuance of shares.</p> <p>The Company is entitled to implement its respective plans to issue overseas-listed foreign shares or domestic shares pursuant to the preceding paragraph within 15 months after the approval date by the securities regulatory authorities of the State Council.</p> <p>The shareholders holding unlisted shares of the Company may trade their shares overseas after obtaining relevant approvals from the securities regulatory authorities of the State Council. Such trading on the overseas securities exchange shall comply with relevant overseas regulatory procedures, regulations and requirements. No <b>Shareholders' Meeting or</b> class shareholders' meeting is required for the trading of abovementioned shares on overseas securities.</p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
8.	<p><b>Article 32</b> The Company may repurchase its shares upon the approval by relevant competent authorities of China and according to the procedures set forth in these Articles of Association under the circumstances below:</p> <p>(1) cancellation of shares for the purpose of reducing its capital;</p> <p>(2) merging with other companies that hold shares in the Company;</p> <p>(3) awarding shares to the employees of the Company;</p> <p>(4) shareholders objecting to resolutions of the general meeting of shareholders concerning merger or division of the Company, requiring the Company to buy their shares.</p> <p>(5) Other circumstances as permitted by relevant laws and administrative regulations and the securities regulatory authorities of the place where the shares of the Company are listed.</p> <p>Repurchase of the Company's shares for reasons set out in Clauses (1) to (3) of this Article shall be subject to resolution at a general meeting of shareholders. After the Company has repurchased its shares in accordance with Clause (1) of this Article, such shares shall be cancelled within 10 days after repurchase, or shall be transferred or cancelled within 6 months in the circumstances set out in Clauses (2) and (4). Shares repurchased by the Company in accordance with Clause (3) of this Article shall not exceed 5% of the total shares issued by the Company; and the shares repurchased shall be transferred to employees within one year; the repurchase cost shall be covered by the after-tax profit of the Company.</p>	<p><b>Article 32</b> The Company may repurchase its shares upon the approval by relevant competent authorities of China and according to the procedures set forth in these Articles of Association under the circumstances below:</p> <p>(1) cancellation of shares for the purpose of reducing its capital;</p> <p>(2) merging with other companies that hold shares in the Company;</p> <p><del>(3) awarding shares to the employees of the Company;</del></p> <p><del>(4) shareholders objecting to resolutions of the general meeting of shareholders concerning merger or division of the Company, requiring the Company to buy their shares.</del></p> <p><del>(5)</del><sup>(3)</sup> Other circumstances as permitted by relevant laws and administrative regulations and the securities regulatory authorities of the place where the shares of the Company are listed.</p> <p><del>Repurchase of the Company's shares for reasons set out in Clauses (1) to (3) of this Article shall be subject to resolution at a general meeting of shareholders. After the Company has repurchased its shares in accordance with Clause (1) of this Article, such shares shall be cancelled within 10 days after repurchase, or shall be transferred or cancelled within 6 months in the circumstances set out in Clauses (2) and (4). Shares repurchased by the Company in accordance with Clause (3) of this Article shall not exceed 5% of the total shares issued by the Company; and the shares repurchased shall be transferred to employees within one year; the repurchase cost shall be covered by the after-tax profit of the Company.</del></p>	<p>Amendments were made to the revision of the Company Law of the People's Republic of China on adjusting the excluded situations in companies acquiring their own shares and the requirements of the Mandatory Provisions for Articles of Association of Companies to be Listed Overseas (《到境外上市公司章程必備條款》), by taking into account the Decision by the Standing Committee of the National People's Congress Regarding the Amendments to the Company Law of the People's Republic of China (《全國人民代表大會常務委員會關於修改〈中華人民共和國公司法〉的決定》) issued in October 2018.</p>

Number	Original Article	Amended Article	Main Basis of Amendments
9.	<p><b>Article 35</b> After the Company repurchases shares in accordance with law, it shall cancel or transfer such shares within the period specified by laws and administrative regulations, and shall apply to the Administration for Industry and Commerce for change in registered capital or shareholding and make announcement accordingly.</p> <p>The aggregate par value of the cancelled shares shall be deducted from the Company's registered capital.</p>	<p><b>Article 35</b> After the Company repurchases shares in accordance with law, it shall cancel or transfer such shares within the period specified by laws and administrative regulations, and shall apply to <del>Administration for Industry and Commerce company</del> <u>registration authority</u> for change in registered capital or shareholding and make announcement accordingly.</p> <p>The aggregate par value of the cancelled shares shall be deducted from the Company's registered capital.</p>	Same as the basis for amendments to item 3.

Number	Original Article	Amended Article	Main Basis of Amendments
10.	<p><b>Article 42</b> The Company shall have a register of shareholders to record the following matters:</p> <p>(1) the name (title), address (residence), occupation or nature of business of each shareholder;</p> <p>(2) the class and number of the shares of each holder;</p> <p>(3) the payment made or payable amount for the shares of each holder;</p> <p>(4) the certificate numbers of the shares of each holder;</p> <p>(5) the date on which each shareholder is entered in the register as a shareholder of the Company;</p> <p>(6) the date on which each shareholder ceases to be a shareholder of the Company.</p> <p>Unless there is evidence to the contrary, the register of shareholders shall be sufficient evidence of the shareholders' shareholdings in the Company.</p>	<p><b>Article 42</b> The Company shall have a register of shareholders to record the following matters:</p> <p>(1) the name (title), address (residence), occupation or nature of business of each shareholder;</p> <p>(2) the class and number of the shares of each holder;</p> <p>(3) the payment made or payable amount for the shares of each holder;</p> <p>(4) the certificate numbers of the shares of each holder;</p> <p>(5) the date on which each shareholder is entered in the register as a shareholder of the Company;</p> <p>(6) the date on which each shareholder ceases to be a shareholder of the Company.</p> <p>Unless there is evidence to the contrary, the register of shareholders shall be sufficient evidence of the shareholders' shareholdings in the Company.</p> <p><u>Upon the approval by the securities regulatory authority under the State Council and the Hong Kong Stock Exchange, for domestic shares transferred into overseas-listed shares and listed and traded in the Hong Kong Stock Exchange, such shares after registration are registered in the Company's register of members in the name of HKSCC Nominees Limited and recorded in the Hong Kong Securities Clearing Company Limited's account system as China Securities Depository and Clearing (Hong Kong) Company Limited.</u></p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
	<p>Where two or more persons are registered as joint shareholders of any shares, they should be deemed as joint owners of relevant shares subject to the followings:</p> <p>(1) the Company does not have to register more than 4 persons as joint shareholders of any shares;</p> <p>(2) the joint shareholders shall, together or individually, pay the amounts payable for relevant shares;</p> <p>(3) if any of the joint shareholders dies, only the surviving joint shareholders may be deemed as holders of relevant share of the Company, but the Board of Directors is entitled to require the death certificate which it considers to be proper as regard to the amendment to the register of shareholders;</p> <p>(4) as regard to the joint shareholders for any share, only the person whose name is at the first place on the register of shareholders has the rights to receive the certificate of relevant shares and notice from the Company and to attend or exercise all of the votes relating to the shares. The notice which is serviced on the above-mentioned person should be deemed to be serviced on all of the joint shareholders of relevant shares.</p>	<p>Where two or more persons are registered as joint shareholders of any shares, they should be deemed as joint owners of relevant shares subject to the followings:</p> <p>(1) the Company does not have to register more than 4 persons as joint shareholders of any shares;</p> <p>(2) the joint shareholders shall, together or individually, pay the amounts payable for relevant shares;</p> <p>(3) if any of the joint shareholders dies, only the surviving joint shareholders may be deemed as holders of relevant share(s) of the Company, but the Board of Directors is entitled to require the death certificate which it considers to be proper as regard to the amendment to the register of shareholders;</p> <p>(4) as regard to the joint shareholders for any share, only the person whose name is at the first place on the register of shareholders has the rights to receive the certificate of relevant shares and notice from the Company and to attend or exercise all of the votes relating to the shares. The notice which is serviced on the above-mentioned person should be deemed to be serviced on all of the joint shareholders of relevant shares.</p>	

Number	Original Article	Amended Article	Main Basis of Amendments
11.	<p><b>Article 43</b> The Company may maintain the register of shareholders of overseas-listed foreign shares and appoint an overseas agent to manage the register of shareholders in accordance with the memorandum of understanding or agreement concluded with the securities regulatory authorities of the State Council and overseas securities regulatory authorities.</p> <p>The original register of shareholders for foreign shares listed in Hong Kong shall be maintained in Hong Kong. A duplicate copy of the register of shareholders for the holders of overseas-listed foreign shares shall be maintained at the Company's residence. The appointed overseas agent(s) shall at all times ensure consistency between the original and the duplicate copy of the register of shareholders of overseas-listed foreign shares.</p> <p>In the event of any inconsistency between the original and the duplicate copy of the register of shareholders for overseas-listed foreign shares, the original register of shareholders shall prevail.</p>	<p><b>Article 43</b> The Company may maintain the register of shareholders of overseas-listed <del>foreign</del> shares and appoint an overseas agent to manage the register of shareholders in accordance with the memorandum of understanding or agreement concluded with the securities regulatory authorities of the State Council and overseas securities regulatory authorities.</p> <p>The original register of shareholders for <del>foreign</del> <b>overseas-listed</b> shares listed in Hong Kong shall be maintained in Hong Kong. A duplicate copy of the register of shareholders for the holders of overseas-listed <del>foreign</del> shares shall be maintained at the Company's residence. The appointed overseas agent(s) shall at all times ensure consistency between the original and the duplicate copy of the register of shareholders of overseas-listed <del>foreign</del> shares.</p> <p>In the event of any inconsistency between the original and the duplicate copy of the register of shareholders for overseas-listed <del>foreign</del> shares, the original register of shareholders shall prevail.</p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
12.	<p><b>Article 44</b> The Company shall maintain a complete register of shareholders.</p> <p>The register of shareholders shall include:</p> <p>(1) the register of shareholders that is maintained at the Company's residence (other than those share registers described in Clause (2) and Clause (3) below);</p> <p>(2) the register of shareholders in respect of the holders of overseas-listed foreign shares that is maintained in the same place as the overseas stock exchange on which the shares are listed;</p> <p>(3) the registers of shareholders that are maintained in such other places as the Board of Directors may consider necessary for the purpose of listing the Company's shares.</p>	<p><b>Article 44</b> The Company shall maintain a complete register of shareholders.</p> <p>The register of shareholders shall include:</p> <p>(1) the register of shareholders that is maintained at the Company's residence (other than those share registers described in Clause (2) and Clause (3) below);</p> <p>(2) the register of shareholders in respect of the holders of overseas-listed <del>foreign</del> shares that is maintained in the same place as the overseas stock exchange on which the shares are listed;</p> <p>(3) the registers of shareholders that are maintained in such other places as the Board of Directors may consider necessary for the purpose of listing the Company's shares.</p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
13.	<p><b>Article 46</b> All overseas-listed foreign shares shall be transferred by instrument in writing in any usual or common form or any other form which the directors may approve. The instrument of transfer of any share may be signed by hand without seal. In the event that the transferor or transferee of the shares of the Company is a recognized clearing house defined by Hong Kong laws (hereinafter referred to as “Recognized Clearing House”) or its agent, the instruments of transfer may be signed in mechanically-printed form.</p> <p>Fully paid overseas-listed foreign shares which are listed in Hong Kong may be freely transferred pursuant to these Articles of Association. However, unless the transfer complies with the following conditions, the Board of Directors may refuse the recognition of any transfer documents without stating any reasons therefor:</p> <p>(1) That transferring and other documents relating to or affecting the title to any registered securities shall be registered and the fee or fees levied pursuant to the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange is/are paid to the Company;</p>	<p><b>Article 46</b> All overseas-listed <del>foreign</del> shares shall be transferred by instrument in writing in any usual or common form or any other form which the directors may approve. The instrument of transfer of any share may be signed by hand without seal. In the event that the transferor or transferee of the shares of the Company is a recognized clearing house defined by Hong Kong laws (hereinafter referred to as “Recognized Clearing House”) or its agent, the instruments of transfer may be signed in mechanically-printed form.</p> <p>Fully paid overseas-listed <del>foreign</del> shares which are listed in Hong Kong may be freely transferred pursuant to these Articles of Association. However, unless the transfer complies with the following conditions, the Board of Directors may refuse the recognition of any transfer documents without stating any reasons therefor:</p> <p>(1) That transferring and other documents relating to or affecting the title to any registered securities shall be registered and the fee or fees levied pursuant to the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange is/are paid to the Company;</p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
	<p>(2) The transferring documents relate only to the overseas-listed foreign shares listed in Hong Kong;</p> <p>(3) The stamp duty payable on the transferring documents had been paid;</p> <p>(4) The provision of the relevant share certificate(s) and the evidences for having the right to transfer stock be reasonably required by the board of directors;</p> <p>(5) If the stock is to be transferred to joint owners, the number of the joint owners shall not exceed four; and</p> <p>(6) The stock is free from all lien.</p> <p>If the Company refuses to register any transfer of shares, the Company shall within two months of formal application for the transfer provide the transferor and transferee with a notice of refusal to register such transfer.</p>	<p>(2) The transferring documents relate only to the overseas-listed <del>foreign</del> shares listed in Hong Kong;</p> <p>(3) The stamp duty payable on the transferring documents has been paid;</p> <p>(4) The provision of the relevant share certificate(s) and the evidences for having the right to transfer stock are reasonably required by the board of directors;</p> <p>(5) If the stock is to be transferred to joint owners, the number of the joint owners shall not exceed four; and</p> <p>(6) The stock is free from all lien.</p> <p>If the Company refuses to register any transfer of shares, the Company shall within two months of formal application for the transfer provide the transferor and transferee with a notice of refusal to register such transfer.</p>	

Number	Original Article	Amended Article	Main Basis of Amendments
14.	<p><b>Article 49</b> Any holders of overseas-listed foreign shares may transfer by the standard form of transfer of the place of listing or the form of transfer signed or bearing machine printed signatures all or any part of his/her shares. Transfer of the shares held by holders of non-listed foreign shares is subject to the applicable laws and regulations of China.</p>	<p><b>Article 49</b> Any holders of overseas-listed <del>foreign</del> shares may transfer by the standard form of transfer of the place of listing or the form of transfer signed or bearing machine printed signatures all or any part of his/her shares. Transfer of the shares held by holders of non-listed <del>foreign</del> shares is subject to the applicable laws and regulations of China.</p>	Same as the basis for amendments to item 5.
15.	<p><b>Article 54</b> Applications for a replacement share certificate by shareholders of domestic shares and non-listed foreign shares shall be addressed pursuant to relevant requirements of the Company Law.</p>	<p><b>Article 54</b> Applications for a replacement share certificate by shareholders of <del>domestic shares and</del> non-listed <del>foreign</del> shares shall be addressed pursuant to relevant requirements of the Company Law.</p>	Same as the basis for amendments to item 5.
16.	<p><b>Article 55</b> Applications for a replacement share certificate by holders of overseas-listed foreign shares shall be addressed pursuant to the laws, the rules of the stock exchange, or other relevant regulations of the jurisdiction in which the original register of shareholders for overseas-listed foreign shares is maintained.</p>	<p><b>Article 55</b> Applications for a replacement share certificate by holders of overseas-listed <del>foreign</del> shares shall be addressed pursuant to the laws, the rules of the stock exchange, or other relevant regulations of the jurisdiction in which the original register of shareholders for overseas-listed <del>foreign</del> shares is maintained.</p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
17.	<p><b>Article 56</b> With respect to holders of foreign shares listed in Hong Kong who have lost their share certificates and file an application to the Company for a new share certificate, it shall be handled in compliance with the following requirements:</p> <p>(1) The applicant shall submit an application to the Company in a prescribed form along with a notarization or a statutory declaration stating the grounds upon which the application is made and the circumstances and evidence of the loss. Moreover, the applicant shall declare that no other person shall be entitled to have his/her name entered into the register of shareholders with respect to the relevant shares;</p> <p>(2) The Company shall not have received any declaration made by any person other than the applicant declaring that his/her name shall be entered into the register of shareholders with respect to such shares prior to the issue of a replacement share certificate to the applicant;</p> <p>(3) In the event that the Company intends to issue a replacement share certificate to an applicant, it shall publish an announcement of such intention at least once every 30 days within a period of 90 days in the newspaper as prescribed by the Board;</p>	<p><b>Article 56</b> With respect to holders of <del>foreign shares</del> <b>overseas-listed shares of the Company</b> listed in Hong Kong who have lost their share certificates and file an application to the Company for a new share certificate, it shall be handled in compliance with the following requirements:</p> <p>(1) The applicant shall submit an application to the Company in a prescribed form along with a notarization or a statutory declaration stating the grounds upon which the application is made and the circumstances and evidence of the loss. Moreover, the applicant shall declare that no other person shall be entitled to have his/her name entered into the register of shareholders with respect to the relevant shares;</p> <p>(2) The Company shall not have received any declaration made by any person other than the applicant declaring that his/her name shall be entered into the register of shareholders with respect to such shares prior to the issue of a replacement share certificate to the applicant;</p> <p>(3) In the event that the Company intends to issue a replacement share certificate to an applicant, it shall publish an announcement of such intention at least once every 30 days within a period of 90 days in the newspaper as prescribed by the Board;</p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
	<p>(4) Prior to its publication, the Company shall deliver, to the stock exchange on which its shares are listed, a copy of aforementioned announcement. The Company may publish the announcement upon receipt of confirmation from such stock exchange confirming the announcement has been exhibited on the premises of said stock exchange. Such announcement shall be exhibited on the premises of the stock exchange for a period of 90 days. In case an application for a replacement share certificate is made without the consent of the registered holder of the relevant shares, the Company shall deliver, by mail, to such registered shareholder a copy of the announcement to be published;</p> <p>(5) Upon expiration of the 90-day period referred to in the Clauses (3) and (4) of this Article, the Company may issue the replacement share certificate to the applicant in the event that the Company has not received any objections from any person with respect to the issuance of a replacement share certificate;</p> <p>(6) When the Company issues a replacement share certificate pursuant to the provisions of this Article, it shall cancel the original share certificate and record the cancellation of said original share certificate, along with the issuance of the replacement share certificate in the register of shareholders;</p> <p>(7) All expenses relating to the cancellation of the original share certificate and the issuance of a replacement share certificate shall be borne by the applicant, and the Company shall have the right to refuse to take any action until reasonable guarantee is provided by the applicant.</p>	<p>(4) Prior to its publication, the Company shall deliver, to the stock exchange on which its shares are listed, a copy of the aforementioned announcement. The Company may publish the announcement upon receipt of confirmation from such stock exchange confirming the announcement has been exhibited on the premises of said stock exchange. Such announcement shall be exhibited on the premises of the stock exchange for a period of 90 days. In case an application for a replacement share certificate is made without the consent of the registered holder of the relevant shares, the Company shall deliver, by mail, to such registered shareholder a copy of the announcement to be published;</p> <p>(5) Upon expiration of the 90-day period referred to in the Clauses (3) and (4) of this Article, the Company may issue the replacement share certificate to the applicant in the event that the Company has not received any objections from any person with respect to the issuance of a replacement share certificate;</p> <p>(6) When the Company issues a replacement share certificate pursuant to the provisions of this Article, it shall cancel the original share certificate and record the cancellation of the said original share certificate, along with the issuance of the replacement share certificate in the register of shareholders;</p> <p>(7) All expenses relating to the cancellation of the original share certificate and the issuance of a replacement share certificate shall be borne by the applicant, and the Company shall have the right to refuse to take any action until reasonable guarantee is provided by the applicant.</p>	

Number	Original Article	Amended Article	Main Basis of Amendments
18.	<p><b>Article 60</b> The Company's shareholders of ordinary shares shall enjoy the following rights:</p> <p>(1) the right to receive dividends and other distributions proportional to the number of shares held;</p> <p>(2) the right to attend Shareholders' Meeting either in person or by proxy and exercise the voting right;</p> <p>(3) the right to supervise, advise on or inquire about the operating activities of the Company;</p> <p>(4) the right to transfer the shares held according to laws and regulations and these Articles of Association;</p> <p>(5) the right to be provided with relevant information in accordance with provisions of these Articles of Association, including:</p> <p>1. to obtain a copy of these Articles of Association, subject to payment of the cost;</p>	<p><b>Article 60</b> The Company's shareholders of ordinary shares shall enjoy the following rights:</p> <p>(1) the right to receive dividends and other distributions proportional to the number of shares held;</p> <p>(2) the right to attend Shareholders' Meetings either in person or by proxy and exercise the voting right;</p> <p>(3) the right to supervise, advise on or inquire about the operating activities of the Company;</p> <p>(4) the right to transfer the shares held according to laws and regulations and these Articles of Association;</p> <p>(5) the right to be provided with relevant information in accordance with the provisions of these Articles of Association, including:</p> <p>1. to obtain a copy of these Articles of Association, subject to payment of the cost;</p>	<p>The former State Administration for Industry and Commerce issued the Notice of Suspension of Annual Inspection of Enterprises (GSQZ [2014] No. 28) in February 2014, and decided to stop the annual inspection of enterprises with business licenses from 1 March 2014.</p>

Number	Original Article	Amended Article	Main Basis of Amendments
	<p>2. to inspect and to make duplicate copies, subject to payment at a reasonable charge, of the followings:</p> <p>(1) all parts of the register of shareholders;</p> <p>(2) personal profiles of the Company's Directors, Supervisors, General Manager and other members of senior management including: their present and former names and aliases; their principal addresses (residence); their nationalities; their full-time and all other part-time occupations and duties; their identification documents and the numbers thereof.</p> <p>(3) report(s) on the Company's share capital;</p> <p>(4) the latest audited financial report, the report of the Board of Directors, the report of auditors, and the report of the Board of Supervisors of the Company;</p> <p>(5) special resolutions of the Company;</p>	<p>2. to inspect and to make duplicate copies, subject to payment at a reasonable charge, of the followings:</p> <p>(1) all parts of the register of shareholders;</p> <p>(2) personal profiles of the Company's Directors, Supervisors, General Manager and other members of senior management including: their present and former names and aliases; their principal addresses (residence); their nationalities; their full-time and all other part-time occupations and duties; their identification documents and the numbers thereof.</p> <p>(3) report(s) on the Company's share capital;</p> <p>(4) the latest audited financial report, the report of the Board of Directors, the report of auditors, and the report of the Board of Supervisors of the Company;</p> <p>(5) special resolutions of the Company;</p>	

Number	Original Article	Amended Article	Main Basis of Amendments
	<p>(6) report(s) showing the aggregate par value, number, maximum and minimum price paid with respect to each class of shares repurchased by the Company since the end of the last financial year, and the aggregate amount incurred by the Company for this purpose;</p> <p>(7) a copy of the annual inspection report that has been filed with the administration of industry and commerce or other competent authorities in China; and</p> <p>(8) minutes of Shareholders' Meeting.</p> <p>The Company shall make available the documents mentioned in Clauses (1) to (8) other than Clause (2) above and other applicable documents at its Hong Kong office for inspection, free of charge, by the public and shareholders in accordance with requirements of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the documents mentioned in Clause (8) shall be available for inspection by shareholders only).</p> <p>If any shareholder needs to access the relevant information as set out in the preceding article, the said shareholder shall provide the Company with written documents evidencing the type and number of shares held by the said shareholder, and the Company shall provide such information as required by the said shareholder upon authentication of the shareholder.</p>	<p>(6) report(s) showing the aggregate par value, number, maximum and minimum price paid with respect to each class of shares repurchased by the Company since the end of the last financial year, and the aggregate amount incurred by the Company for this purpose;</p> <p><del>(7) a copy of the annual inspection report that has been filed with the administration of industry and commerce or other competent authorities in China; and</del></p> <p><u>(8)</u> minutes of the Shareholders' Meeting.</p> <p>The Company shall make available the documents mentioned in Clauses (1) to <u>(8)</u> other than Clause (2) above and other applicable documents at its Hong Kong office for inspection, free of charge, by the public and shareholders in accordance with requirements of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the documents mentioned in Clause <u>(8)</u> shall be available for inspection by shareholders only).</p> <p>If any shareholder needs to access the relevant information as set out in the preceding article, the said shareholder shall provide the Company with written documents evidencing the type and number of shares held by the said shareholder, and the Company shall provide such information as required by the said shareholder upon authentication of the shareholder.</p>	

Number	Original Article	Amended Article	Main Basis of Amendments
	<p>(6) the right to receive distribution of the remaining assets proportional to the number of shares held when the Company dissolves or liquidates;</p> <p>(7) other rights conferred by the laws and regulations and these Articles of Association.</p> <p>The Company shall not otherwise stay or infringe any rights attached to any shares on the sole basis that the holders of such shares with direct or indirect interests in such shares have failed to disclose the said interests to the Company.</p>	<p>(6) the right to receive distribution of the remaining assets proportional to the number of shares held when the Company dissolves or liquidates;</p> <p>(7) other rights conferred by the laws and regulations and these Articles of Association.</p> <p>The Company shall not otherwise stay or infringe any rights attached to any shares on the sole basis that the holders of such shares with direct or indirect interests in such shares have failed to disclose the said interests to the Company.</p>	

Number	Original Article	Amended Article	Main Basis of Amendments
19.	<p><b>Article 68</b> When the Company convenes the general meeting, written notices of the meeting shall be provided in no less than 45 days prior to the date of the meeting to notify all the shareholders registered in the register of shares with respect to the matters to be considered, and the date and the place of the meeting. A shareholder who intends to attend the meeting shall deliver his written reply concerning his attendance in no less than 20 days before the date of the meeting.</p> <p>In the case that the rules of the securities regulatory body or the stock exchange in the place where the shares of the Company are listed require the Company to send out, mail, deliver, distribute, announce or by other means provide relevant documents of the Company in both the Chinese and English language, if after the Company has made proper arrangement to determine whether its shareholders wish to receive either the English version or the Chinese version only, the Company may, within the scope permitted by the applicable laws and regulations and according to such applicable laws and regulations, send to the relevant shareholders the English version or the Chinese version only (in accordance with the wishes as stated by the shareholders). Subject to the applicable laws and regulations and the rules of the stock change on which the shares of the Company are listed, the communications of the Company, including but not limited to notices of general meetings, circulars to shareholders, annual reports, interim reports and quarterly reports, may also be made available to the holders of foreign shares by publication of them in the website of the Company.</p>	<p><b>Article 68</b> When the Company convenes the <u>annual</u> general meeting, written notices of the meeting shall be provided in no less than <del>45 days</del> <u>20 business days</u> prior to the date of the meeting to notify all the shareholders registered in the register of shares with respect to the matters to be considered, and the date and the place of the meeting. <del>A shareholder who intends to attend the meeting shall deliver his written reply concerning his attendance in no less than 20 days before the date of the meeting.</del> <u>A written notice shall be given 10 business days or 15 days (whichever is earlier) prior to the convening of the extraordinary general meeting.</u></p> <p>In the case that the rules of the securities regulatory body or the stock exchange in the place where the shares of the Company are listed require the Company to send out, mail, deliver, distribute, announce or by other means provide relevant documents of the Company in both the Chinese and English language, if after the Company has made proper arrangement to determine whether its shareholders wish to receive either the English version or the Chinese version only, the Company may, within the scope permitted by the applicable laws and regulations and according to such applicable laws and regulations, send to the relevant shareholders the English version or the Chinese version only (in accordance with the wishes as stated by the shareholders). <del>Subject to the applicable laws and regulations and the rules of the stock change on which the shares of the Company are listed,</del> <u>including includes</u> but not limited to notices of general meetings, circulars to shareholders, annual reports, interim reports and quarterly reports; <del>may also be made available to the holders of foreign shares by publication of them in the website of the Company.</del></p>	Same as the basis for amendments to item 1.

Number	Original Article	Amended Article	Main Basis of Amendments
20.	<p><b>Article 70</b> The Company shall, based on the written replies received from shareholders, calculate the number of voting shares represented by the shareholders who intend to attend the meeting 20 days prior to the date of the general meeting of shareholders. In the event that the number of voting shares represented by the shareholders who intend to attend the meeting represents one half or more of the Company's total voting shares, the Company may hold the meeting. If otherwise, then the Company shall, within 5 days, notify the shareholders again by public notice of the matters to be considered, and the place and the date for the meeting. The Company may hold the meeting following the publication of such notice.</p> <p>No matters unspecified in the notice of extraordinary general meeting shall be decided on at such meeting.</p>	<p><b>Article 70</b> <del>The Company shall, based on the written replies received from shareholders, calculate the number of voting shares represented by the shareholders who intend to attend the meeting 20 days prior to the date of the general meeting of shareholders. In the event that the number of voting shares represented by the shareholders who intend to attend the meeting represents one half or more of the Company's total voting shares, the Company may hold the meeting. If otherwise, then the Company shall, within 5 days, notify the shareholders again by public notice of the matters to be considered, and the place and the date for the meeting. The Company may hold the meeting following the publication of such notice.</del></p> <p><u>Subject to compliance with the applicable laws and regulations and the rules of the stock exchange on which the shares of the Company are listed, the notice may be made available by issuance at the website of the Hong Kong Stock Exchange or publication on one or more designated newspapers for holders of overseas-listed shares listed in Hong Kong. Upon such announcement, the notice of the relevant Shareholders' Meeting shall be deemed to have been received by the holders of overseas-listed shares listed in Hong Kong.</u></p> <p>No matters unspecified in the notice <u>or supplementary notice</u> of <del>extraordinary</del> general meeting shall be decided on at such meeting.</p>	Same as the basis for amendments to item 1.

Number	Original Article	Amended Article	Main Basis of Amendments
21.	<p><b>Article 72</b> Unless otherwise provided in these Articles of Association, notice of general meeting of shareholders shall be served on each shareholder (whether or not entitled to vote at the meeting), by personal delivery or prepaid mail to their addresses as shown in the register of shareholders. For the holders of domestic shares, notices of the general meeting may also be issued by way of public announcements.</p> <p>The public announcement as referred to in the preceding paragraph shall be published in 1 or more national newspapers designated by the securities regulatory authorities of the State Council within 45 days to 50 days prior to the date of the meeting. Upon publication of such announcements, the holders of domestic shares shall be deemed to have received the notice for the Shareholders' Meeting.</p>	<p><b>Article 72</b> Unless otherwise provided in these Articles of Association, notice of general meeting of shareholders shall be served on each shareholder (whether or not entitled to vote at the meeting), by personal delivery or prepaid mail to their addresses as shown in the register of shareholders. For the holders of domestic shares, notices of the general meeting may also be issued by way of public announcements.</p> <p>The public announcement as referred to in the preceding paragraph shall be published in 1 or more national newspapers designated by the securities regulatory authorities of the State Council <u>pursuant to the time limit of the notice of the Shareholders' Meeting set out in the Articles of Association</u> <del>within 45 days to 50 days prior to the date of the meeting</del>. Upon publication of such announcements, the holders of domestic shares shall be deemed to have received the notice for the Shareholders' Meeting.</p>	Same as the basis for amendments to item 1.

Number	Original Article	Amended Article	Main Basis of Amendments
22.	<p><b>Article 94</b> Shareholders who hold different classes of shares shall be known as class shareholders.</p> <p>Class shareholders shall be entitled to rights and assume obligations according to the laws, administrative regulations and these Articles of Association.</p> <p>Where the Company issues shares which do not carry voting rights, the words “nonvoting” shall appear in the designation of such shares.</p> <p>Where the share capital includes shares with different voting rights, the designation of each class of shares, other than those with the most favourable voting rights, must include the words “restricted voting” or “limited voting”.</p>	<p><b>Article 94</b> Shareholders who hold different classes of shares shall be known as class shareholders.</p> <p>Class shareholders shall be entitled to rights and assume obligations according to the laws, administrative regulations and these Articles of Association.</p> <p><u>Upon approval by the securities regulatory authorities under the State Council and the overseas stock exchange(s), where the Company’s domestic shares are converted into overseas-listed shares and traded on the overseas stock exchange(s), the converted overseas-listed shares shall be deemed the same class of shares as the existing overseas-listed shares.</u></p> <p>Where the Company issues shares which do not carry voting rights, the words “nonvoting” shall appear in the designation of such shares.</p> <p>Where the share capital includes shares with different voting rights, the designation of each class of shares, other than those with the most favourable voting rights, must include the words “restricted voting” or “limited voting”.</p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
23.	<p><b>Article 96</b> The following circumstances shall be deemed as a variation or abrogation of rights of a class shareholder:</p> <p>(1) an increase or decrease in the number of shares of such class, or an increase or decrease in the number of shares of another class having voting rights or distribution rights or other privileges equal to or superior to those of the shares of such class;</p> <p>(2) the conversion of all or part of the shares of such class into the shares of another class or the conversion or creation of a right of conversion of all or part of the shares of another class into the shares of such class;</p> <p>(3) the removal or reduction of rights to receive accrued dividends or rights to cumulative dividends attached to the shares of such class;</p> <p>(4) the reduction or removal of the preferential rights attached to the shares of such class for the receipt of dividends or for the distribution of assets in the event that the Company is liquidated;</p> <p>(5) the addition, removal or reduction of the rights of conversion, options rights, voting rights, transfer rights, pre-emptive rights, or rights to acquire securities of the Company attached to the shares of such class;</p>	<p><b>Article 96</b> The following circumstances shall be deemed as a variation or abrogation of rights of a class shareholder:</p> <p>(1) an increase or decrease in the number of shares of such class, or an increase or decrease in the number of shares of another class having voting rights or distribution rights or other privileges equal to or superior to those of the shares of such class;</p> <p>(2) the conversion of all or part of the shares of such class into the shares of another class or the conversion or creation of a right of conversion of all or part of the shares of another class into the shares of such class;</p> <p>(3) the removal or reduction of rights to receive accrued dividends or rights to cumulative dividends attached to the shares of such class;</p> <p>(4) the reduction or removal of the preferential rights attached to the shares of such class for the receipt of dividends or for the distribution of assets in the event that the Company is liquidated;</p> <p>(5) the addition, removal or reduction of the rights of conversion, options rights, voting rights, transfer rights, pre-emptive rights, or rights to acquire securities of the Company attached to the shares of such class;</p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
	<p>(6) the removal or reduction of the rights to receive payment receivable from the Company in the particular currencies attached to the shares of such class;</p> <p>(7) the creation of a new class of shares having voting rights or distribution rights or other privileges equal to or superior to those of the shares of such class;</p> <p>(8) the restriction of the transfer or ownership of the shares of such class or the imposition of stricter restrictions thereof;</p> <p>(9) the issue of any rights to subscribe for, or to convert into, shares in the Company of the same class or another class;</p> <p>(10) the enhancement of rights or privileges of the shares of other classes;</p>	<p>(6) the removal or reduction of the rights to receive payment receivable from the Company in the particular currencies attached to the shares of such class;</p> <p>(7) the creation of a new class of shares having voting rights or distribution rights or other privileges equal to or superior to those of the shares of such class;</p> <p>(8) the restriction of the transfer or ownership of the shares of such class or the imposition of stricter restrictions thereof;</p> <p>(9) the issue of any rights to subscribe for, or to convert into, shares in the Company of the same class or another class;</p> <p>(10) the enhancement of rights or privileges of the shares of other classes;</p>	

Number	Original Article	Amended Article	Main Basis of Amendments
	<p>(11) the restructuring of the Company pursuant to which shareholders of different classes assume disproportionate liability;</p> <p>(12) the revision or abrogation of the provisions of this Chapter.</p>	<p>(11) the restructuring of the Company pursuant to which shareholders of different classes assume disproportionate liability;</p> <p>(12) the revision or abrogation of the provisions of this Chapter.</p> <p><u>In respect of such revision or abrogation of class shareholders' rights as caused by the changes in domestic and overseas laws, administrative regulations and listing rules on the stock exchange(s) where the shares of the Company are listed as well as the decisions made by domestic and overseas regulatory authorities according to law, no approval is required from the shareholders' meeting or the class meeting.</u></p> <p><u>Upon approval by the securities regulatory authorities under the State Council and the overseas stock exchange(s) if applicable, any transfer by the Company's holders of domestic shares of all or part of the shares to foreign investors for listing and trading on the overseas stock exchange(s), or any conversion of all or part of non-listed domestic shares into overseas listed shares for listing and trading on the foreign stock exchange(s), shall not be deemed the Company's intention to vary or abrogate the rights of class shareholders.</u></p>	

Number	Original Article	Amended Article	Main Basis of Amendments
24.	<p><b>Article 99</b> A written notice of a class meeting shall be given 45 days prior to the date of the class meeting to notify all of the registered shareholders of such class of the matters to be considered, the date and the place of the class meeting. A shareholder who intends to attend the class meeting shall deliver his written reply for the attendance at the meeting 20 days prior to the date of the meeting.</p> <p>In the event that the shareholders who intend to attend such a meeting represent more than half of the total number of voting shares of that class, the Company may hold the class meeting; otherwise, the Company shall within 5 days notify the shareholders of the class, again by public notice, of the matters to be considered as well as the date and place for the class meeting. The Company may then hold the class meeting after the publication of such notice.</p>	<p><b>Article 99</b> <del>A written notice of a class meeting shall be given 45 days prior to the date of the class meeting to notify all of the registered shareholders of such class of the matters to be considered, the date and the place of the class meeting. A shareholder who intends to attend the class meeting shall deliver his written reply for the attendance at the meeting 20 days prior to the date of the meeting. Where the Company convenes a class shareholders' meeting, the period for issuing a written notice shall be the same as the written notice period for the non-class shareholders' meeting to be convened on the same day of such class meeting.</del></p> <p><u>A shareholder who intends to attend the class meeting shall deliver his written reply for the attendance at the meeting 20 days prior to the date of the meeting. Where the Company convenes a class shareholders' meeting, the period for issuing a written notice shall be the same as the written notice period for the non-class shareholders' meeting to be convened on the same day of such class meeting.</u></p> <p><del>In the event that the shareholders who intend to attend such a meeting represent more than half of the total number of voting shares of that class, the Company may hold the class meeting; otherwise, the Company shall within 5 days notify the shareholders of the class, again by public notice, of the matters to be considered as well as the date and place for the class meeting. The Company may then hold the class meeting after the publication of such notice.</del></p>	Same as the basis for amendments to item 1.

Number	Original Article	Amended Article	Main Basis of Amendments
25.	<p><b>Article 101</b> Apart from the holders of other classes of shares, holders of domestic shares and holders of non-listed foreign shares shall be deemed to be of the same class; holders of domestic shares and holders of overseas-listed foreign shares shall be deemed to be of different classes; and holders of non-listed foreign shares and holders of overseas-listed foreign shares shall be deemed to be of different classes.</p> <p>In the case of authorization, allocation or issue of shares, the special procedures for voting of class shareholders shall not apply under the following circumstances:</p> <p>(1) where, upon approval by a special resolution passed at a Shareholders' Meeting (subject to the unconditional authorization or the terms and conditions stipulated in the resolution), the Company authorizes, allocates or issues domestic shares and overseas-listed foreign shares either separately or concurrently once every twelve months, and the number of each of the domestic shares and overseas-listed foreign shares so issued does not exceed 20% of the number of the respective outstanding shares; or</p>	<p><b>Article 101</b> Apart from the holders of other classes of shares, holders of domestic shares <del>and holders of non-listed foreign shares shall be deemed to be of the same class; holders of domestic shares and holders of overseas-listed foreign shares shall be deemed to be of different classes; and holders of non-listed foreign shares, and holders of overseas-listed foreign shares</del> and holders of overseas-listed shares shall be deemed to be of different classes.</p> <p><del>In the case of authorization, allocation or issue of shares,</del> The special procedures for voting of class shareholders shall not apply under the following circumstances:</p> <p>(1) where, upon approval by a special resolution passed at a Shareholders' Meeting (subject to the unconditional authorization or the terms and conditions stipulated in the resolution), the Company authorizes, allocates or issues domestic shares and overseas-listed <del>foreign</del> shares either separately or concurrently once every twelve months, and the number of each of the domestic shares and overseas-listed <del>foreign</del> shares so issued does not exceed 20% of the number of the respective outstanding shares; <del>or</del></p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
	<p>(2) where such shares are part of a plan of the Company to issue domestic shares or overseas-listed foreign shares at its establishment, which has been completed within 15 months of the approval by the competent regulatory bodies under the State Council.</p>	<p>(2) where such shares are part of a plan of the Company to issue domestic shares or overseas-listed <del>foreign</del> shares at its establishment, which has been completed within 15 months of the approval by the competent regulatory bodies under the State Council; <u>or</u></p> <p><u>(3) upon approval by the securities regulatory authorities under the State Council and the overseas stock exchange(s), the transfer by the Company's holders of domestic shares of all or part of the shares held thereby to foreign investors for listing and trading on the overseas stock exchange(s); or the conversion of all or part of domestic shares into overseas-listed shares for listing and trading on the foreign stock exchange(s).</u></p>	

Number	Original Article	Amended Article	Main Basis of Amendments
26.	<p><b>Article 154</b> The Company shall send by prepaid mail to each holders of overseas-listed foreign shares, at the address of such shareholder as shown in the register of shareholders, a copy of the annual report containing the balance sheet (including each document to be contained in the appendices of the balance sheet as required by relevant laws and regulations), the income statement or the statement of recognized income and expenses or the summarized financial report, at least 21 days prior to the date of every annual general meeting.</p>	<p><b>Article 154</b> The Company shall send by prepaid mail to each holders of overseas-listed <del>foreign</del> shares, at the address of such shareholder as shown in the register of shareholders, a copy of the annual report containing the balance sheet (including each document to be contained in the appendices of the balance sheet as required by relevant laws and regulations), the income statement or the statement of recognized income and expenses or the summarized financial report, at least 21 days prior to the date of every annual general meeting.</p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
27.	<p><b>Article 159</b> The Company's after-tax profit shall be allocated in the following order:</p> <p>(1) the making up of any loss;</p> <p>(2) allocation to the statutory common reserve fund;</p> <p>(3) allocation to discretionary common reserve fund in accordance with the resolution passed at the Shareholders' Meeting;</p> <p>(4) payment of ordinary share dividends. No profit shall be distributed as dividends or in any other form as bonus before making up losses and setting aside of the Company's statutory reserve fund.</p> <p>Any amount paid up in advance of calls on any shares may carry interest but shall not entitle the shareholder of such shares to participate in respect thereof in a dividend subsequently declared.</p>	<p><b>Article 159</b> The Company's after-tax profit shall be allocated in the following order:</p> <p>(1) the making up of any loss;</p> <p>(2) allocation to the statutory common reserve fund;</p> <p>(3) allocation to discretionary common reserve fund in accordance with the resolution passed at the Shareholders' Meeting;</p> <p>(4) payment of ordinary share dividends. No profit shall be distributed as dividends or in any other form as bonus before making up losses and setting aside of the Company's statutory reserve fund.</p> <p>Any amount paid up in advance of calls on any shares may carry interest but shall not entitle the shareholder of such shares to participate in respect thereof in a dividend subsequently declared.</p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
	<p>The power to cease sending dividend warrants by post will not be exercised until such dividend warrants have been so left uncashed on two consecutive occasions. However, such power may also be exercised after the first occasion on which such a dividend warrant is returned undelivered.</p> <p>Subject to the laws and regulations of China and the rules of the Hong Kong Stock Exchange, the Company may exercise its power to forfeit unclaimed dividends, but only upon the expiry of the period for which the dividends can be claimed. With regard to the exercise of power to issue warrants in bearer form, no new warrants shall be issued to replace one that has been lost, unless the Company is satisfied beyond reasonable doubt that the original has been destroyed.</p> <p>With regard to the right to dispose of the shares held by untraceable shareholders of overseas-listed foreign shares, the Company's right to dispose is subject to the following conditions: (1) during a period of 12 years, dividends in respect of the shares in question have been distributed at least three times and no such dividend has been claimed; and (2) upon expiry of the 12-year period, the Company has given notice of its intention to dispose of such shares by way of an announcement published in newspapers and informs the Hong Kong Stock Exchange of its intention.</p>	<p>The power to cease sending dividend warrants by post will not be exercised until such dividend warrants have been so left uncashed on two consecutive occasions. However, such power may also be exercised after the first occasion on which such a dividend warrant is returned undelivered.</p> <p>Subject to the laws and regulations of China and the rules of the Hong Kong Stock Exchange, the Company may exercise its power to forfeit unclaimed dividends, but only upon the expiry of the period for which the dividends can be claimed. With regard to the exercise of power to issue warrants in bearer form, no new warrants shall be issued to replace <del>the</del> one that has been lost, unless the Company is satisfied beyond reasonable doubt that the original has been destroyed.</p> <p>With regard to the right to dispose of the shares held by untraceable <del>shareholders</del><b>holders</b> of overseas-listed <del>foreign</del> shares, the Company's right to dispose is subject to the following conditions: (1) during a period of 12 years, dividends in respect of the shares in question have been distributed at least three times and no such dividend has been claimed; and (2) upon expiry of the 12-year period, the Company has given notice of its intention to dispose of such shares by way of an announcement published in newspapers and informs the Hong Kong Stock Exchange of its intention.</p>	

Number	Original Article	Amended Article	Main Basis of Amendments
28.	<p><b>Article 164</b> Dividends in respect of ordinary shares shall be denominated and declared in Renminbi. Dividends in respect of domestic shares shall be paid in Renminbi. Dividends in respect of overseas-listed foreign shares and other distributions shall be paid in the currency of the place where the shares are listed, and where there is more than one of such places, in the currency of the place of primary listing as determined by the Board of Directors. Dividends in respect of non-listed foreign shares shall be paid in Hong Kong dollars.</p>	<p><b>Article 164</b> Dividends in respect of ordinary shares shall be denominated and declared in Renminbi. Dividends in respect of domestic shares shall be paid in Renminbi. Dividends in respect of overseas-listed <del>foreign</del> shares and other distributions shall be <u>denominated and declared in Renminbi, and shall be paid</u> in the currency of the place where the shares are listed, and where there is more than one of such places, in the currency of the place of primary listing as determined by the Board of Directors. <del>Dividends in respect of non-listed foreign shares shall be paid in Hong Kong dollars.</del></p>	Same as the basis for amendments to item 5.
29.	<p><b>Article 177</b> In the event of a merger or division of the Company, the Company's Board of Directors shall submit a motion, which shall be approved in accordance with the procedures stipulated in these Articles of Association and go through relevant examination and approval formalities pursuant to laws. Shareholders who object to the merger or division proposal shall be entitled to request that the Company or the consenting shareholders acquire such dissenting shareholders' shares at a fair price.</p> <p>The content of the resolution on the merger or division of the Company shall be contained in a special document which shall be made available for inspection by shareholders of the Company. The document as stated above shall be sent by mail to holders of overseas-listed foreign shares. The Company may publish such content in the form of announcements (including announcements published through the website of the Company) subject to the fulfillment of requirements of the laws, regulations and the listing rules of the place where the shares of the Company are listed.</p>	<p><b>Article 177</b> In the event of a merger or division of the Company, the Company's Board of Directors shall submit a motion, which shall be approved in accordance with the procedures stipulated in these Articles of Association and go through relevant examination and approval formalities pursuant to laws. Shareholders who object to the merger or division proposal shall be entitled to request that the Company or the consenting shareholders acquire such dissenting shareholders' shares at a fair price.</p> <p>The content of the resolution on the merger or division of the Company shall be contained in a special document which shall be made available for inspection by shareholders of the Company. The document as stated above shall be sent by mail to holders of overseas-listed <del>foreign</del> shares. The Company may publish such content in the form of announcements (including announcements published through the website of the Company) subject to the fulfillment of requirements of the laws, <u>administrative</u> regulations and the listing rules of the place where the shares of the Company are listed.</p>	Same as the basis for amendments to item 5.
30.	<p><b>Article 180</b> Changes in registration particulars of the Company resulting from the merger or division must be registered with the Administration for Industry and Commerce in accordance with law. Cancellation of the Company shall be registered in accordance with the law when the Company is dissolved. Incorporation of the Company shall be registered when a new company is incorporated in accordance with law.</p>	<p><b>Article 180</b> Changes in registration particulars of the Company resulting from the merger or division must be registered with the <u>Administration for Industry and Commerce company registration authority</u> in accordance with law. Cancellation of the Company shall be registered in accordance with the law when the Company is dissolved. Incorporation of the Company shall be registered when a new company is incorporated in accordance with law.</p>	Same as the basis for amendments to item 3.

Number	Original Article	Amended Article	Main Basis of Amendments
31.	<p><b>Article 189</b> Following the completion of liquidation, the liquidation committee shall prepare a liquidation report, a statement of income and expenses and financial accounts for the liquidation, which shall be verified by a China registered accountant and submitted to the Shareholders' Meeting or the relevant competent authorities for confirmation.</p> <p>The liquidation committee shall, within 30 days of such confirmation, submit the aforementioned documents to the Administration for Industry and Commerce for an application for a cancellation of registration of the Company, and publish an announcement in respect of the termination of the Company.</p>	<p><b>Article 189</b> Following the completion of liquidation, the liquidation committee shall prepare a liquidation report, a statement of income and expenses and financial accounts for the liquidation, which shall be verified by a China registered accountant and submitted to the Shareholders' Meeting or the relevant competent authorities for confirmation.</p> <p>The liquidation committee shall, within 30 days of such confirmation, submit the aforementioned documents to the <del>Administration for Industry and Commerce</del> <b>company registration authority</b> for an application for a cancellation of registration of the Company, and publish an announcement in respect of the termination of the Company.</p>	Same as the basis for amendments to item 3.

Number	Original Article	Amended Article	Main Basis of Amendments
32.	<p><b>Article 192</b> The Company shall abide by the following principles for dispute resolution:</p> <p>(1) Any disputes or claims (i) between the Company and the Directors or members of senior management; and (ii) between holders of foreign shares (including holders of overseas-listed foreign shares and holders of non-listed foreign shares) and the Company, between holders of foreign shares (including holders of overseas-listed foreign shares and holders of non-listed foreign shares) and the Directors, Supervisors, General Manager or other members of senior management, and between holders of overseas-listed foreign shares and holders of non-listed foreign shares or holders of domestic shares, with respect to any rights or obligations by virtue of these Articles of Association, the Company Law, the Special Provisions and any rights or obligations conferred upon or imposed by any other relevant laws and administrative regulations concerning the affairs of the Company, shall be submitted to arbitration by the parties concerned. When the aforementioned dispute or claim of rights is submitted to arbitration, the entire claim or dispute shall be submitted to arbitration, and all persons whose causes of action were based on the same ground, giving rise to the dispute or claim or whose participation shall be necessary for the resolution of such dispute or claim, shall, where such person is the Company, the Company's shareholders, Directors, Supervisors, General Manager, or other members of senior management of the Company, comply with the arbitration. Disputes with respect to the definition of shareholders and disputes concerning the register of shareholders need not be resolved by arbitration.</p>	<p><b>Article 192</b> The Company shall abide by the following principles for dispute resolution:</p> <p>(1) Any disputes or claims (i) between the Company and the Directors or members of senior management; and (ii) between <del>holders of foreign shares (including holders of overseas-listed foreign shares and holders of non-listed foreign shares)</del> and the Company, between <del>holders of foreign shares (including holders of overseas-listed foreign shares and holders of non-listed foreign shares)</del> and the Directors, Supervisors, General Manager or other members of senior management, and between holders of overseas-listed <del>foreign shares</del> <del>holders of non-listed foreign shares or</del> and holders of domestic shares, with respect to any rights or obligations by virtue of these Articles of Association, the Company Law, the Special Provisions and any rights or obligations conferred upon or imposed by any other relevant laws and administrative regulations concerning the affairs of the Company, shall be submitted to arbitration by the parties concerned. When the aforementioned dispute or claim of rights is submitted to arbitration, the entire claim or dispute shall be submitted to arbitration, and all persons whose causes of action were based on the same ground, giving rise to the dispute or claim or whose participation shall be necessary for the resolution of such dispute or claim, shall, where such person is the Company, the Company's shareholders, Directors, Supervisors, General Manager, or other members of senior management of the Company, comply with the arbitration. Disputes with respect to the definition of shareholders and disputes concerning the register of shareholders need not be resolved by arbitration.</p>	Same as the basis for amendments to item 5.

Number	Original Article	Amended Article	Main Basis of Amendments
	<p>(2) A claimant may select an arbitration to be administered either by the China International Economic and Trade Arbitration Commission in accordance with its Rules, or the Hong Kong International Arbitration Center in accordance with its Securities Arbitration Rules. Once a claimant submits a dispute or claim of rights to arbitration, the other party must submit to the arbitration institution selected by the claimant. If a claimant selects the Hong Kong International Arbitration Center as the arbitration institution, either party to the dispute or claim may apply for the arbitration venue to be in Shenzhen, in accordance with the Securities Arbitration Rules of the Hong Kong International Arbitration Center.</p> <p>(3) Unless laws and regulations specify otherwise, laws and regulations of China are applicable to arbitration of settling the dispute or claim for rights as described in Clause (1) above.</p> <p>(4) The award of the arbitration shall be final and conclusive and binding on all the parties.</p>	<p>(2) A claimant may select an arbitration to be administered either by the China International Economic and Trade Arbitration Commission in accordance with its Rules, or the Hong Kong International Arbitration Center in accordance with its Securities Arbitration Rules. Once a claimant submits a dispute or claim of rights to arbitration, the other party must submit to the arbitration institution selected by the claimant. If a claimant selects the Hong Kong International Arbitration Center as the arbitration institution, either party to the dispute or claim may apply for the arbitration venue to be in Shenzhen, in accordance with the Securities Arbitration Rules of the Hong Kong International Arbitration Center.</p> <p>(3) Unless laws and regulations specify otherwise, laws and regulations of China are applicable to arbitration of settling the dispute or claim for rights as described in Clause (1) above.</p> <p>(4) The award of the arbitration shall be final and conclusive and binding on all the parties.</p>	
33.	<p><b>Article 197</b> These Articles of Association are prepared in both Chinese and English versions. In the case of any discrepancies between these versions, the Chinese version last approved by and registered with the Administration for Industry and Commerce shall prevail.</p>	<p><b>Article 197</b> These Articles of Association are prepared in both Chinese and English versions. In the case of any discrepancies between these versions, the Chinese version last approved by and registered with <del>the Administration for Industry and Commerce</del> <u>company registration authority</u> shall prevail.</p>	Same as the basis for amendments to item 3.