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**新疆天業節水灌溉股份有限公司**  
**XINJIANG TIANYE WATER SAVING IRRIGATION SYSTEM COMPANY LIMITED\***

*(a joint stock limited company incorporated in the People's Republic of China)*

**(Stock Code: 840)**

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made by Xinjiang Tianye Water Saving Irrigation System Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”).

On 17 February 2023, the China Securities Regulatory Commission (the “**CSRC**”) issued the Trial Administrative Measures of Overseas Offering and Listing by Domestic Companies (《境內企業境外發行證券和上市管理試行辦法》) (the “**Trial Measures**”) and relevant guidelines, which include the abolition of the Notice on the Implementation of the Mandatory Provisions for the Articles of Association of Companies to be Listed Overseas (《關於執行〈到境外上市公司章程必備條款〉的通知》). The Trial Measures have been effective since 31 March 2023. From the effective date of the Trial Measures, PRC issuers shall formulate their articles of association with reference to the Guidelines for the Articles of Association of Listed Companies (《上市公司章程指引》). In light of the above Trial Measures and relevant guidelines in effect, the Stock Exchange has made consequential amendments to the Listing Rules which have come into effect since 1 August 2023 to reflect, among other things, the Trial Measures and relevant guidelines in effect. On 1 August 2023, the CSRC issued the Management Measures for Independent Directors of Listed Companies (《上市公司獨立董事管理辦法》), pursuant to which more detailed regulations on the appointment of independent directors were stipulated.

Besides, pursuant to the consultation conclusions on the “Suggestions on the Expansion of Paperless Listing Regime and its Amendments to Other Listing Rules” published by the Stock Exchange in June 2023, amendments have been made to the Listing Rules with effect from 31 December 2023. As such, among other things, under the premises of complying with all applicable laws and regulations, a listed issuer must (i) send or otherwise make available the corporate communication (as defined under the Listing Rules) to the relevant holders of its securities using electronic means; or (ii) make the corporate communication available on its website and the Stock Exchange’s website. Listed issuers must make necessary amendments to its constitutional documents for complying with such requirements prior to the first annual general meeting held after 31 December 2023.

Given the aforesaid, the Board proposes to make certain amendments to the Company’s existing articles of association to, among other things, reflect (i) the above Trial Measures and relevant guidelines in effect; (ii) other requirements of the Listing Rules and the Company Law of the People’s Republic of China (the “**Company Law**”); (iii) the latest regulatory requirements of the Stock Exchange in relation to the expansion of paperless listing regime and the dissemination of corporate communication by electronic means by listed issuers and relevant amendments to the Listing Rules effective from 31 December 2023; and (iv) the actual situation of the Company.

The English version of the proposed amendments to the Articles of Association is the unofficial translation of its Chinese version. In case of inconsistencies between the Chinese version and the English version, the Chinese version shall prevail.

The proposed amendments to the Articles of Association are subject to the approval by way of special resolution by the shareholders of the Company (the “**Shareholders**”) at the 2023 annual general meeting to be held by the Company on 7 June 2024. In particular, the amendments involving the authorities of the general meeting and the Board made in accordance with the Company Law (i.e. article 1.04, article 8.02, article 8.07, article 8.24, article 8.28, article 11.03, article 11.13 to article 11.20, article 15.01 upon the amendments in the comparison table of the amendments to the Articles of Association in the annex) will be effective from 1 July 2024 upon obtaining the approval of Shareholders, while other amendments will become immediately effective upon obtaining the approval of Shareholders. A circular containing, among other things, (i) the details of the proposed amendments to the Articles of Association; and (ii) the notice of the annual general meeting, will be despatched to Shareholders as soon as practicable.

By order of the Board  
**Xinjiang Tianye Water Saving Irrigation System Company Limited\***  
**Zhou Gang**  
*Chairman*

Xinjiang, the PRC, 29 April 2024

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Zhou Gang (Chairman), Mr. Han Gen and Mr. Jiang Dayong, and four independent non-executive Directors, namely Mr. Li Lianjun, Ms. Gu Li, Mr. Hung Ee Tek and Mr. He Xinlin.*

\* For identification purpose only

## Annex-Comparison Table of the Amendments to the Articles of Association

Details of the proposed amendments to the Articles of Association are as below:

Before amendment	After amendment
<p>Article 1.01 Xinjiang Tianye Water Saving Irrigation System Co., Ltd. is a joint stock limited company established in accordance with the <i>Company Law</i>, <b>Special Provisions</b> and other State laws and administrative regulations.</p> <p>Article 1.04 The legal representative of the Company shall be the chairman of its board of directors.</p> <p>Article 1.06 The Company revised the original regulations (hereinafter refer to “the original company article”) of the articles (or “this article”) on the extraordinary shareholders’ general meeting which was held on June 8th, 2004 and on the annual shareholders meeting which was held on April 15th, 2005 according to the Company Law, <b>Special Provisions, the Essential Clauses</b> and other relevant provision of state laws and administrative regulations.</p>	<p>Article 1.01 Xinjiang Tianye Water Saving Irrigation System Co., Ltd. is a joint stock limited company established in accordance with the <i>Company Law</i>, <b>Trial Administrative Measures of Overseas Offering and Listing by Domestic Companies</b> and other State laws and administrative regulations.</p> <p>Article 1.04 The legal representative of the Company shall be the chairman of its board of directors. <b>Resignation of the chairman is deemed to be the simultaneous resignation as the legal representative. The Company shall, within thirty days from the resignation of the legal representative, determine a new legal representative.</b></p> <p>Article 1.06 The Company revised the original regulations (hereinafter refer to “<b>the original company article</b>”) of the articles (or “<b>this article</b>”) on the extraordinary shareholders’ general meeting which was held on June 8th, 2004 and on the annual shareholders meeting which was held on April 15th, 2005 according to the Company Law, <b>Trial Administrative Measures of Overseas Offering and Listing by Domestic Companies</b> and other relevant provision of state laws and administrative regulations.</p>
<p>Article 6.03 Shares shall sign by the chairman of the board. If the Stock Exchange where the shares of the Company are listed requires the senior management staff of the Company to sign, then it shall be signed by the relevant senior management staff. The shares shall be effective after sealed by the Company (including the securities company seal) or sealed in the form of printing stamp. Sealing the company seal or the securities company seal shall be authorized by the board of directors. The signature of the chairman of the board and the senior management staff of the Company may also take the form of printing.</p>	<p>Article 6.03 Shares shall sign by the chairman of the board. If the Stock Exchange where the shares of the Company are listed requires the senior management staff of the Company to sign, then it shall be signed by the relevant senior management staff. The shares shall be effective after sealed by the Company (including the securities company seal) or sealed in the form of printing stamp. Sealing the company seal or the securities company seal shall be authorized by the board of directors. The signature of the chairman of the board and the senior management staff of the Company may also take the form of printing. <b>Under the conditions of paperless issuance and transactions of the Company’s shares, other requirements stipulated by the securities regulatory authorities and stock exchanges at the place where the Company’s shares are listed shall prevail.</b></p>

Before amendment	After amendment
<p>Article 7.02 The shareholder of the ordinary share of the company could enjoy following rights:</p> <p>(1) Get the dividends and benefit distribution in other forms in corresponding to the held shares (but they do not have the right to participate in the dividend announced later with the prepaid capital);</p> <p>(2) Participate in or appoint shareholder agent to attend the general meeting of stockholders and use the voting power;</p> <p>(3) Supervise the business operating activities of the company, raise suggestions or inquiries;</p> <p>(4) Transfer the share in corresponding to the law, administrative laws and regulations and the rules of articles of association;</p> <p>(5) Get relevant information according to the rules of articles of association, including:</p> <p>1. Get the articles of association after paying the cost.</p>	<p>Article 7.02 The shareholder of the ordinary share of the company could enjoy following rights:</p> <p>(1) Get the dividends and benefit distribution in other forms in corresponding to the held shares (but they do not have the right to participate in the dividend announced later with the prepaid capital);</p> <p>(2) Participate in or appoint shareholder agent to attend the general meeting of stockholders and use <b>the right to speak</b> and voting power <b>(unless an individual shareholder shall abstain from voting on an individual matter under the requirements of the listing rules of the place where the company is listed)</b>;</p> <p>(3) Supervise the business operating activities of the company, raise suggestions or inquiries;</p> <p>(4) Transfer the share in corresponding to the law, administrative laws and regulations and the rules of articles of association;</p> <p>(5) Get relevant information according to the rules of articles of association, including:</p> <p>1. Get the articles of association after paying the cost.</p>

Before amendment	After amendment
<p>2. After paying reasonable fees, they have the right of looking up and coping:</p> <p>(i) The register of shareholders of all parts;</p> <p>(ii) The personal data of the directors, supervisor and senior managers of the company, including:</p> <p>(a) The present and previous name, alias;</p> <p>(b) Main address (dwelling place);</p> <p>(c) Nationality;</p> <p>(d) The occupation and post of full-time and all other parttime jobs;</p> <p>(e) Identification paper documents and their numbers;</p> <p>(iii) The situation of capital stock of the company; the par value, amount, ceiling price and bottom price of every category of shares repurchased by company since the last account year, and the report about the cost that the company paid for these;</p> <p>(iv) The meeting minutes of the general meeting of stockholders.</p> <p>(6) When the company is terminated or cleared, they could participate in the distribution of residual properties of the company in corresponding to the portion of share held by them;</p> <p>(7) Other rights which are given by the law, administrative laws and regulations and articles of association.</p>	<p>2. After paying reasonable fees, they have the right of looking up and coping:</p> <p>(i) The register of shareholders of all parts;</p> <p>(ii) The personal data of the directors, supervisor and senior managers of the company, including:</p> <p>(a) The present and previous name, alias;</p> <p>(b) Main address (dwelling place);</p> <p>(c) Nationality;</p> <p>(d) The occupation and post of full-time and all other parttime jobs;</p> <p>(e) Identification paper documents and their numbers;</p> <p>(iii) The situation of capital stock of the company;</p> <p><b>(iv) The par value, amount, ceiling price and bottom price of every category of shares repurchased by company since the last account year, and the report about the cost that the company paid for these;</b></p> <p>(v) The meeting minutes of the general meeting of stockholders.</p> <p>(6) When the company is terminated or cleared, they could participate in the distribution of residual properties of the company in corresponding to the portion of share held by them;</p> <p>(7) Other rights which are given by the law, administrative laws and regulations and articles of association.</p>

Before amendment	After amendment
<p>Article 8.02 The general meeting of stockholders could exercise the following functions and powers:</p> <p>(1) <del>Decide the business policy and investment plan of the company;</del></p> <p>(2) Select and alter director, decide the reward which is related to the director;</p> <p>(3) Select and alter the supervisor which is taken up by the shareholder representative, decide the reward which is related to the supervisor;</p> <p>(4) Deliberate and approve the report of the Board;</p> <p>(5) Deliberate and approve the report of the board of supervisors;</p> <p>(6) <del>Deliberate and approve the annually financial budget plan and final accounting plan of the company;</del></p> <p>(7) Deliberate and approve the profit distribution plan and deficit covering plan of the company;</p> <p>(8) Make resolution on the increase or decrease of the registered capital of the company;</p> <p>(9) Make resolution on the items such as the corporate combination, corporate separation, the form alternation of the company, dismiss and account settlement of the company;</p>	<p>Article 8.02 The general meeting of stockholders could exercise the following functions and powers:</p> <p>(1) Select and alter director, decide the reward which is related to the director;</p> <p>(2) Select and alter the supervisor which is taken up by the shareholder representative, decide the reward which is related to the supervisor;</p> <p>(3) Deliberate and approve the report of the Board;</p> <p>(4) Deliberate and approve the report of the board of supervisors;</p> <p>(5) Deliberate and approve the profit distribution plan and deficit covering plan of the company;</p> <p>(6) Make resolution on the increase or decrease of the registered capital of the company;</p> <p>(7) Make resolution on the items such as the corporate combination, corporate separation, the form alternation of the company, dismiss and account settlement of the company;</p> <p>(8) Make resolution on the issue of bonds;</p> <p>(9) Make resolution on employing accounting firm, terminating the employ or not making further employment of the accounting firm;</p>

Before amendment	After amendment
<p>(10) Make resolution on the issue of bonds;</p> <p>(11) Make resolution on employing accounting firm, terminating the employ or not making further employment of the accounting firm;</p> <p>(12) Alter the articles of association;</p> <p>(13) Deliberate the proposal from the shareholders who hold <b>more than 3%</b> (3% included) shares alone or jointly;</p> <p>(14) Other items which are specified to be deliberated by the general meeting of shareholders by laws, administrative laws and regulations and articles of association. <del>The general meeting of shareholders could authorize or entrust the Board to do the items which are authorized or entrusted.</del></p>	<p>(10) Alter the articles of association;</p> <p>(11) Deliberate the proposal from the shareholders who hold <b>more than 1%</b> (1% included) shares alone or jointly;</p> <p>(12) Other items which are specified to be deliberated by the general meeting of shareholders by laws, administrative laws and regulations and articles of association. <b>The general meeting of shareholders could authorize the Board to make resolutions on the issuance of corporate bonds.</b></p>
<p>Article 8.05 The general meeting of shareholders could be divided into annual meeting of shareholders and temporary meeting of shareholders. The general meeting of shareholders is gathered by the Board. The annual meeting of shareholders should be held once a year and it should be held within 6 months after the finishing of previous accounting year.</p> <p>The Board should hold temporary meeting of shareholders within 2 months, if there is one of the following situations:</p> <p>(1) The number of directors is less than the regulated number of the “Corporation Law” or less than 2/3 of the number required by the articles of association;</p> <p>(2) The uncovered deficit of the company reaches 1/3 of the total paid up stock;</p>	<p>Article 8.05 The general meeting of shareholders could be divided into annual meeting of shareholders and temporary meeting of shareholders. The general meeting of shareholders is gathered by the Board. The annual meeting of shareholders should be held once a year and it should be held within 6 months after the finishing of previous accounting year.</p> <p>The Board should hold temporary meeting of shareholders within 2 months, if there is one of the following situations:</p> <p>(1) The number of directors is less than the regulated number of the “Corporation Law” or less than 2/3 of the number required by the articles of association;</p> <p>(2) The uncovered deficit of the company reaches 1/3 of the total paid up stock;</p>

Before amendment	After amendment
<p>(3) The shareholder who holds more than 10% (10% included) of the share alone or jointly requires to do so;</p> <p>(4) When the Board thinks it is necessary or the board of supervisors puts forward to hold the meeting;</p> <p>(5) <del>More than 2 independent non-executive</del> Directors put forward to hold the meeting;</p> <p>(6) Other situations regulated in the articles of association.</p>	<p>(3) The shareholder who holds more than 10% (10% included) of the share alone or jointly requires to do so;</p> <p>(4) When the Board thinks it is necessary or the board of supervisors puts forward to hold the meeting;</p> <p>(5) The Supervisory Committee puts forward to hold the meeting;</p> <p>(6) Other situations regulated in <b>the laws, administrative regulations, department rules, the listing rules of the exchange where the stock of the company is listed or</b> the articles of association.</p>
<p><b>Article 8.06</b> Notices of general meetings shall be given in written form at least 20 days (excluding the date of such general meeting), while notices of extraordinary general meetings, containing the agenda, the date and the venue of the relevant meeting, must be given to all Shareholders listed in the register of members at least 15 days (excluding the date of such general meeting) prior to the day the relevant general meeting is intended to be held, and in written form or in any other manners as prescribed by the Articles of Association. Shareholders who intend to attend the relevant general meeting must respond, in writing to the Company, 10 days prior to the day the relevant general meeting is intended to be held.</p>	<p><del>Article 8.06</del> Notices of general meetings shall be given in written form at least 20 days (excluding the date of such general meeting), while notices of extraordinary general meetings, containing the agenda, the date and the venue of the relevant meeting, must be given to all Shareholders listed in the register of members at least 15 days (excluding the date of such general meeting) prior to the day the relevant general meeting is intended to be held, and in written form or in any other manners as prescribed by the Articles of Association. Shareholders who intend to attend the relevant general meeting must respond, in writing to the Company, 10 days prior to the day the relevant general meeting is intended to be held.</p>
<p>Article 8.07 On the annual general meeting of the company, the shareholders who alone or combined own a <b>total number of more than 3% (3% included)</b> of voting shares in the company, have the right to give a new proposal presented in written form to the Board of Directors 10 days before the date of general meeting of shareholders of the company. And the Board of Directors in the proposal shall mandate these matters and put them on the agenda of the meeting that the general meeting of shareholders is responsible for. General meeting of shareholders shall not make resolutions about things that have not been set out in the above notice.</p>	<p>Article 8.07 On the annual general meeting of the company, the shareholders who alone or combined own a <b>total number of more than 1% (1% included)</b> of voting shares in the company, have the right to give a new proposal presented in written form to the Board of Directors 10 days before the date of general meeting of shareholders of the company. And the Board of Directors in the proposal shall mandate these matters and put them on the agenda of the meeting that the general meeting of shareholders is responsible for. General meeting of shareholders shall not make resolutions about things that have not been set out in the above notice.</p>

Before amendment	After amendment
<p>Article 8.10 Notices of general meetings shall be given to all Shareholders irrespective of their entitlement to voting rights at general meetings. Such notices shall be given by way of delivery in person or by mail (with postage fully paid) to the relevant Shareholders at their registered address as contained in the register of members. The Company can issue or distribute the aforementioned notices to the Shareholders through the website of the Stock Exchange and of the Company or by email, and does not have to issue or distribute notices in manners as prescribed above, but in any event there shall be no violation of any laws, regulations and listing rules of the place where the Company's Shares are listed. For holders of Domestic Shares, notices of general meetings may also be made by way of announcements.</p> <p>A relevant notice as aforementioned shall be published on the website of the Stock Exchange and of the Company <del>between the 45th to 50th days</del> prior to the intended date of the relevant general meeting. Holders of Domestic Shares will be regarded as having been notified of the relevant general meeting as soon as the relevant notice is published on the website of the Stock Exchange and of the Company.</p> <p>Article 8.14 The vote power of attorney shall be prepared in the company residence or other places specified in the notice of meeting convening at least 24 hours before the meeting or 24 hours before the specific time of vote. The authorized power of attorney or other documents shall be notarized if it is signed by clients who authorize others with the right of signing. Notarized power of attorney or other authorization documents together with the vote power of attorney at the same time shall be prepared in the company residence or other places specified in the notice of meeting convening.</p>	<p>Article 8.10 Notices of general meetings shall be given to all Shareholders irrespective of their entitlement to voting rights at general meetings. Such notices shall be given by way of delivery in person or by mail (with postage fully paid) to the relevant Shareholders at their registered address as contained in the register of members. The Company can issue or distribute the aforementioned notices to the Shareholders through the website of the Stock Exchange and of the Company or by email, and does not have to issue or distribute notices in manners as prescribed above, but in any event there shall be no violation of any laws, regulations and listing rules of the place where the Company's Shares are listed. For holders of Domestic Shares, notices of general meetings may also be made by way of announcements.</p> <p>A relevant notice as aforementioned shall be published on the website of the Stock Exchange and of the Company <b>15 to 20 days</b> prior to the intended date of the relevant general meeting. Holders of Domestic Shares will be regarded as having been notified of the relevant general meeting as soon as the relevant notice is published on the website of the Stock Exchange and of the Company.</p> <p>Article 8.14 The vote power of attorney shall be prepared in the company residence or other places specified in the notice of meeting convening at least 24 hours before the meeting or 24 hours before the specific time of vote. The authorized power of attorney or other documents shall be notarized if it is signed by clients who authorize others with the right of signing. Notarized power of attorney or other authorization documents together with the vote power of attorney at the same time shall be prepared in the company residence or other places specified in the notice of meeting convening.</p>

Before amendment	After amendment
<p>If the client is a legal entity, the authorized person who is authorized by resolution of the Board of Directors, its legal representative or other decision-making body, can play as a representative to attend the general meeting of shareholders of the company.</p> <p>Article 8.19 The shareholders (including nominee shareholders) in the process of vote, shall exercise the right to vote according to the shares amounts to which they representative, and each share has one vote right.</p> <p>Article 8.24 The following ordinary resolutions of the matter shall be passed by the general meeting of shareholders by:</p> <p>(4) The company's <del>annual budget and final accounts</del>, balance sheet, income statement and other financial reports;</p>	<p>If the client is a legal entity, the authorized person who is authorized by resolution of the Board of Directors, its legal representative or other decision-making body, can play as a representative to attend the general meeting of shareholders of the company. <b>If its proxy(ies) attend(s) any general meeting, it shall be deemed to be present in person.</b></p> <p>Article 8.19 The shareholders (including nominee shareholders) in the process of vote, shall exercise the right to vote according to the shares amounts to which they representative, and each share has one vote right. <b>Where applicable laws and regulations or the relevant listing rules of the place(s) where the company is listed require any shareholder to abstain from voting on a specific resolution or restrict any shareholder to vote only for (or against) a specific resolution, any vote cast by the shareholder or his or her proxy in contravention of the relevant requirement or restriction shall not be included.</b></p> <p>Article 8.24 The following ordinary resolutions of the matter shall be passed by the general meeting of shareholders by:</p> <p>(4) The company's balance sheet, income statement and other financial reports;</p>
<p>Article 8.25 The following matters shall be approved by the shareholders' meeting with special resolution:</p> <p>(1) The company increases or decreases its capital stocks and issues any kinds of shares, Warrants, or other similar securities;</p> <p>(2) Issuing of the company bonds;</p> <p>(3) Split-up, merger, dissolution and liquidation and significant purchase or sale of the company;</p> <p>(4) Modification of the Articles of Association;</p> <p>(5) Resolutions about change of the company form;</p>	<p>Article 8.25 The following matters shall be approved by the shareholders' meeting with special resolution:</p> <p>(1) The company increases or decreases its capital stocks and issues any kinds of shares, Warrants, or other similar securities;</p> <p>(2) Issuing of the company bonds;</p> <p>(3) Split-up, merger, dissolution and liquidation and significant purchase or sale of the company;</p> <p>(4) Modification of the Articles of Association;</p> <p>(5) Resolutions about change of the company form;</p>

Before amendment	After amendment
<p>(6) Other matters which is approved by the shareholders' meeting with ordinary resolution that the matters have significant influence on the company and shall be approved with special resolution. When the company purchases or sells any significant assets, or provides guarantees that exceed 30% of the company's total assets within a year, it shall be authorized by the resolutions made by the shareholder's meeting and adopted by the shareholders representing more than 2/3 of the voting rights of the shareholders who attend the shareholders' meeting.</p> <p>Article 8.27 When the board of supervisors or shareholders require to convene an interim shareholders' meeting or separate meeting of classified shareholders, it shall be transacted in accordance with the following procedures:</p> <p>(1) The board of supervisors or two or more shareholders who aggregately hold more than 10% (including 10%) of the shares which have voting rights <del>in the meeting to be held</del> can sign and submit a copy or several copies of written request of similar form and content for approval of the board of directors to convene interim shareholders' meeting <del>or separate meetings of classified shareholders,</del> and clarify the topic for discussion. The board of directors shall convene interim shareholders' meeting or separate meeting of classified shareholders as soon as possible after it receives the written request mentioned above. Then above-mentioned shares amount of the shareholders shall be calculated in accordance with the shareholding situation on the day when the shareholders put forward the written request.</p>	<p>(6) Other matters which is approved by the shareholders' meeting with ordinary resolution that the matters have significant influence on the company and shall be approved with special resolution. When the company purchases or sells any significant assets, or provides guarantees that exceed 30% of the company's total assets within a year, it shall be authorized by the resolutions made by the shareholder's meeting and adopted by the shareholders representing more than 2/3 of the voting rights of the shareholders who attend the shareholders' meeting.</p> <p><b>(7) Other matters which shall be approved with special resolution as required by the relevant listing rules of the place(s) where the company is listed.</b></p> <p>Article 8.27 When the board of supervisors or shareholders require to convene an interim shareholders' meeting or separate meeting of classified shareholders, it shall be transacted in accordance with the following procedures:</p> <p>(1) The board of supervisors or two or more shareholders who aggregately hold more than 10% (including 10%) of the shares which have voting rights of the Company can sign and submit a copy or several copies of written request of similar form and content for approval of the board of directors to convene interim shareholders' meeting and clarify the topic for discussion. The board of directors shall convene interim shareholders' meeting or separate meeting of classified shareholders as soon as possible after it receives the written request mentioned above. Then above-mentioned shares amount of the shareholders shall be calculated in accordance with the shareholding situation on the day when the shareholders put forward the written request.</p>

Before amendment	After amendment
<p>Article 8.28 The shareholders' meeting shall be convened by the board of directors and presided over by the chairman of the board of directors. If the chairman of the board of directors is unable or fails to perform his duties, the meeting shall be presided over by the deputy chairman of the board of directors. If the deputy chairman of the board of directors is unable or fails to perform his duties, the meeting shall be presided over by a director jointly elected by <del>more than</del> half of the directors. If the directors don't elect the chairman of the meeting, the shareholders who attend the meeting can elect one to act as the chairman of the meeting. If the shareholders are unable to elect the chairman of the meeting for any reasons, the shareholder who attends the meeting and holds most voting shares (including the agents of shareholders) shall act as the chairman of the meeting.</p>	<p>Article 8.28 The shareholders' meeting shall be convened by the board of directors and presided over by the chairman of the board of directors. If the chairman of the board of directors is unable or fails to perform his duties, the meeting shall be presided over by the deputy chairman of the board of directors. If the deputy chairman of the board of directors is unable or fails to perform his duties, the meeting shall be presided over by a director jointly elected by half of the directors. If the directors don't elect the chairman of the meeting, the shareholders who attend the meeting can elect one to act as the chairman of the meeting. If the shareholders are unable to elect the chairman of the meeting for any reasons, the shareholder who attends the meeting and holds most voting shares (including the agents of shareholders) shall act as the chairman of the meeting.</p>
<p><b>Chapter 9: Special Procedures for Resolution on Class Shareholders</b></p> <p><b>Article 9.01</b> The shareholders who hold different kinds of shares are classified shareholders.</p> <p>The classified shareholders have rights and undertake obligations in accordance with provisions of laws, administrative laws and regulations and articles of association.</p> <p><b>Article 9.02</b> When the company plans to change or abolish rights of the classified shareholders, it shall be approved by the shareholders' meeting with special resolution and by the influenced classified shareholders on the shareholders' meeting convened respectively according to the Article 9.04 to Article 9.08 of these Articles before it is carried out.</p>	<p><del><b>Chapter 9: Special Procedures for Resolution on Class Shareholders</b></del></p> <p><del><b>Article 9.01</b> The shareholders who hold different kinds of shares are classified shareholders.</del></p> <p><del>The classified shareholders have rights and undertake obligations in accordance with provisions of laws, administrative laws and regulations and articles of association.</del></p> <p><del><b>Article 9.02</b> When the company plans to change or abolish rights of the classified shareholders, it shall be approved by the shareholders' meeting with special resolution and by the influenced classified shareholders on the shareholders' meeting convened respectively according to the Article 9.04 to Article 9.08 of these Articles before it is carried out.</del></p>

Before amendment	After amendment
<p>Article 9.03 The following circumstances shall be regarded as change or abolition of rights of the classified shareholders:</p>	<p><del>Article 9.03 The following circumstances shall be regarded as change or abolition of rights of the classified shareholders:</del></p>
<p>(1) Increasing or decreasing the amount of the shares of that class, or increasing or decreasing the amount of the classified shares which have equal or more voting rights, distribution rights, and other rights comparing with the shares of that class;</p>	<p><del>(1) Increasing or decreasing the amount of the shares of that class, or increasing or decreasing the amount of the classified shares which have equal or more voting rights, distribution rights, and other rights comparing with the shares of that class;</del></p>
<p>(2) Converting all or a part of the shares of that class to shares of other classes, or converting all or a part of the shares of another class to shares of that class or authorize it with such conversion rights;</p>	<p><del>(2) Converting all or a part of the shares of that class to shares of other classes, or converting all or a part of the shares of another class to shares of that class or authorize it with such conversion rights;</del></p>
<p>(3) Canceling or decreasing the rights of acquiring the generated dividend or cumulative dividend of the shares of that class;</p>	<p><del>(3) Canceling or decreasing the rights of acquiring the generated dividend or cumulative dividend of the shares of that class;</del></p>
<p>(4) Decreasing or canceling the rights of acquiring dividend preferentially or acquiring preferential distribution of property in the company liquidation of the shares of that class;</p>	<p><del>(4) Decreasing or canceling the rights of acquiring dividend preferentially or acquiring preferential distribution of property in the company liquidation of the shares of that class;</del></p>
<p>(5) Increasing, canceling or decreasing the shares conversion right, right of choice, voting right, assignment right, preferential right of allotment, and right of acquiring the corporation securities of the shares of that class;</p>	<p><del>(5) Increasing, canceling or decreasing the shares conversion right, right of choice, voting right, assignment right, preferential right of allotment, and right of acquiring the corporation securities of the shares of that class;</del></p>
<p>(6) Canceling or decreasing the rights of collecting the payables of the company in particular currency of the shares of that class;</p>	<p><del>(6) Canceling or decreasing the rights of collecting the payables of the company in particular currency of the shares of that class;</del></p>
<p>(7) Establishing shares of new classes which have equal or more voting rights, distribution rights or other rights comparing with the shares of that class;</p>	<p><del>(7) Establishing shares of new classes which have equal or more voting rights, distribution rights or other rights comparing with the shares of that class;</del></p>
<p>(8) Restricting the conversion or proprietary rights of the shares of that class or increasing such restrictions;</p>	<p><del>(8) Restricting the conversion or proprietary rights of the shares of that class or increasing such restrictions;</del></p>
<p>(9) Issuing stock subscription rights or rights of shares conversion of the shares of that class or another class;</p>	<p><del>(9) Issuing stock subscription rights or rights of shares conversion of the shares of that class or another class;</del></p>

Before amendment	After amendment
<p>(10) Increasing the rights and privileges of shares of other classes;</p> <p>(11) The company reorganization scheme will cause that shareholders of different classes undertake responsibilities un-proportionately in the reorganization;</p> <p>(12) Modifying or abolishing the clauses of this Chapter.</p> <p>Article 9.04 The influenced classified shareholders, no matter whether they have voting rights originally on the shareholders' meeting, have voting rights on the separate meetings of classified shareholders in respect of the matters of (2) to (8), (11) to (12) in Article 9.03 of these Articles. But the interested shareholders don't have voting rights on the separate meeting of classified shareholders.</p> <p>The aforesaid interested shareholders are defined as the following:</p> <p>(1) When the company sends buy back offers to all the shareholders according to the same ratios or buys back the shares of itself in stock exchange through public means of exchange in accordance with the regulations in Article 4.04 of these Articles, the "interested shareholders" refer to the controlling shareholders defined in Article 7.05 of these Articles;</p> <p>(2) When the company buys back the shares of itself outside the stock exchange through the method of agreement according to the regulations in Article 4.04 of these Articles, the "interested shareholders" refer to the shareholders who are relevant with the very agreement;</p> <p>(3) In the company reorganization scheme, the "interested shareholders" refer to the shareholders who undertake responsibilities of less ratios than other shareholders of that class or the shareholders who have different interests from other shareholders of that class.</p>	<p><del>(10) Increasing the rights and privileges of shares of other classes;</del></p> <p><del>(11) The company reorganization scheme will cause that shareholders of different classes undertake responsibilities un-proportionately in the reorganization;</del></p> <p><del>(12) Modifying or abolishing the clauses of this Chapter.</del></p> <p><del>Article 9.04 The influenced classified shareholders, no matter whether they have voting rights originally on the shareholders' meeting, have voting rights on the separate meetings of classified shareholders in respect of the matters of (2) to (8), (11) to (12) in Article 9.03 of these Articles. But the interested shareholders don't have voting rights on the separate meeting of classified shareholders.</del></p> <p><del>The aforesaid interested shareholders are defined as the following:</del></p> <p><del>(1) When the company sends buy back offers to all the shareholders according to the same ratios or buys back the shares of itself in stock exchange through public means of exchange in accordance with the regulations in Article 4.04 of these Articles, the "interested shareholders" refer to the controlling shareholders defined in Article 7.05 of these Articles;</del></p> <p><del>(2) When the company buys back the shares of itself outside the stock exchange through the method of agreement according to the regulations in Article 4.04 of these Articles, the "interested shareholders" refer to the shareholders who are relevant with the very agreement;</del></p> <p><del>(3) In the company reorganization scheme, the "interested shareholders" refer to the shareholders who undertake responsibilities of less ratios than other shareholders of that class or the shareholders who have different interests from other shareholders of that class.</del></p>

Before amendment	After amendment
<p>Article 9.05 Resolutions of separate meeting of classified shareholders can only be made when the shareholders who attend the meeting and hold more than 2/3 of shares which have voting rights vote and approve it according to the Article 9.04 of these Articles.</p> <p>Article 9.06 Notice of a class meeting shall be given in written form at least 20 days (excluding the date of such meeting), while notice of an extraordinary class meeting, containing the agenda, the date and the venue of the relevant class meeting, must be given to all holders of that particular class as listed in the register of members 15 days (excluding the date of such meeting) prior to the day the relevant class meeting is intended to be held, and in written form or in the manners as prescribed by the Articles of Association. Shareholders who intend to attend the relevant class meeting must respond, in writing to the Company, 10 days prior to the day the relevant class meeting is intended to be held.</p> <p>The company can convene the separate meeting of classified shareholders when the shareholders planning to attend the meeting represent more than half of the total shares of that class which have voting rights on the meeting, or the company shall inform the items to be discussed on the meeting and the date and site of the meeting to shareholders once again through announcement in five days. After the announcement, the company can convene the separate meeting of classified shareholders, and such announcement shall be published on newspaper.</p> <p>Article 9.07 The notices of the separate meeting of classified shareholders are necessary to be sent only to the shareholders who have voting rights on the meeting.</p> <p>The separate meeting of classified shareholders shall be held with the same procedures of the shareholders' meeting as far as possible. The relevant clauses about the procedures of the holding of shareholders' meeting in the articles of association are applicable to the separate meeting of classified shareholders.</p>	<p><del>Article 9.05 Resolutions of separate meeting of classified shareholders can only be made when the shareholders who attend the meeting and hold more than 2/3 of shares which have voting rights vote and approve it according to the Article 9.04 of these Articles.</del></p> <p><del>Article 9.06 Notice of a class meeting shall be given in written form at least 20 days (excluding the date of such meeting), while notice of an extraordinary class meeting, containing the agenda, the date and the venue of the relevant class meeting, must be given to all holders of that particular class as listed in the register of members 15 days (excluding the date of such meeting) prior to the day the relevant class meeting is intended to be held, and in written form or in the manners as prescribed by the Articles of Association. Shareholders who intend to attend the relevant class meeting must respond, in writing to the Company, 10 days prior to the day the relevant class meeting is intended to be held.</del></p> <p><del>The company can convene the separate meeting of classified shareholders when the shareholders planning to attend the meeting represent more than half of the total shares of that class which have voting rights on the meeting, or the company shall inform the items to be discussed on the meeting and the date and site of the meeting to shareholders once again through announcement in five days. After the announcement, the company can convene the separate meeting of classified shareholders, and such announcement shall be published on newspaper.</del></p> <p><del>Article 9.07 The notices of the separate meeting of classified shareholders are necessary to be sent only to the shareholders who have voting rights on the meeting.</del></p> <p><del>The separate meeting of classified shareholders shall be held with the same procedures of the shareholders' meeting as far as possible. The relevant clauses about the procedures of the holding of shareholders' meeting in the articles of association are applicable to the separate meeting of classified shareholders.</del></p>

Before amendment	After amendment
<p>Article 9.08 Besides the shareholders of shares of other classes, shareholders of domestic shares and overseas listed foreign shares are regarded as shares of different classes.</p> <p>The following circumstances are not applicable to the special procedures of voting by classified shareholders:</p> <p>(1) Approved by the shareholders' meeting with special resolution, the company issues singly or simultaneously domestic shares and overseas listed foreign shares at the interval of 12 months and the amount of the domestic shares and overseas listed foreign shares to be issued don't respectively exceed 20% of the shares of that class which have been issued to public; or</p> <p>(2) The plan of issuing domestic shares and overseas listed foreign shares at the establishment of the company is completed within 15 months since the approval date of the Securities Commission of the State Council.</p>	<p><del>Article 9.08 Besides the shareholders of shares of other classes, shareholders of domestic shares and overseas listed foreign shares are regarded as shares of different classes.</del></p> <p><del>The following circumstances are not applicable to the special procedures of voting by classified shareholders:</del></p> <p><del>(1) Approved by the shareholders' meeting with special resolution, the company issues singly or simultaneously domestic shares and overseas listed foreign shares at the interval of 12 months and the amount of the domestic shares and overseas listed foreign shares to be issued don't respectively exceed 20% of the shares of that class which have been issued to public; or</del></p> <p><del>(2) The plan of issuing domestic shares and overseas listed foreign shares at the establishment of the company is completed within 15 months since the approval date of the Securities Commission of the State Council.</del></p>

Before amendment	After amendment
<p>Article 11.03 The board of directors is responsible for the shareholders' meeting and exercise the following functions:</p> <ol style="list-style-type: none"> <li>(1) Convening shareholders' meeting and presenting reports to the shareholders' meeting;</li> <li>(2) Implementing the resolutions made at the shareholders' meetings;</li> <li>(3) Determining the company's business and investment plans;</li> <li>(4) <b>Working out</b> the company's annual financial budget plans and final account plans;</li> <li>(5) Working out the company's profit distribution plans and loss recovery plans;</li> <li>(6) Working out the company's debt policies and financial policies; working out the company's plans on the increase or reduction of registered capital, as well as on the issuance of corporate bonds;</li> <li>(7) Working out the company's plans on significant purchase, buying back the shares of the company itself or sale and company's plans on merger, split, change of the company form, or dissolution;</li> <li>(8) Making decisions on the establishment of the company's internal management departments;</li> </ol>	<p>Article 11.03 The board of directors is responsible for the shareholders' meeting and exercise the following functions:</p> <ol style="list-style-type: none"> <li>(1) Convening shareholders' meeting and presenting reports to the shareholders' meeting;</li> <li>(2) Implementing the resolutions made at the shareholders' meetings;</li> <li>(3) Determining the company's business <b>proposals, investment proposals</b> and investment plans;</li> <li>(4) <b>Determining</b> the company's annual financial budget plans and final account plans;.</li> <li>(5) Working out the company's profit distribution plans and loss recovery plans;</li> <li>(6) Working out the company's debt policies and financial policies; working out the company's plans on the increase or reduction of registered capital, as well as on the issuance of corporate bonds;</li> <li>(7) Working out the company's plans on significant purchase, buying back the shares of the company itself or sale and company's plans on merger, split, change of the company form, or dissolution;</li> <li>(8) Making decisions on the establishment of the company's internal management departments;</li> </ol>

Before amendment	After amendment
<p>(9) Employment or recall of the company's manager; employment or recall of the company's senior management personnel such as the deputy manager, chief financial officer and etc. and employment or recall of the secretary of board of directors according to the nomination of the manager, and making decisions on the remuneration and method of payment for the personnel mentioned above;</p> <p>Appointing or replacing the members of the board of directors and board of supervisors of the wholly-owned subsidiaries; Appointing, replacing or recommending the shareholder representatives, directors and supervisors of the holding subsidiary companies and the joint stock subsidiaries;</p> <p>(10) Making decisions on the setting of the embranchments of the company;</p> <p>(11) Working out modification scheme of the articles of association;</p> <p>(12) Working out the company's basic management system;</p> <p>(13) With the exception of the matters which should be resolved by the shareholders' meeting according to the Company Law and these articles, deciding other significant matters and administrative matters of the company and signing other important agreements; and</p> <p>(14) Other functions authorized by the shareholders' meeting, laws, regulations, and these articles of association.</p> <p>When the board of directors makes resolutions on matters mentioned above, <del>the matters of (6), (7), and (11) requires approval of more than 2/3 of the voting directors, while other matters</del> requires approval of more than half of the voting directors.</p> <p>When the board of directors makes resolutions about the connected transactions of the company, they must be signed by the independent unexecutive directors before the resolutions take effect.</p>	<p>(9) Employment or recall of the company's manager; employment or recall of the company's senior management personnel such as the deputy manager, chief financial officer and etc. and employment or recall of the secretary of board of directors according to the nomination of the manager, and making decisions on the remuneration and method of payment for the personnel mentioned above;</p> <p>Appointing or replacing the members of the board of directors and board of supervisors of the wholly-owned subsidiaries; Appointing, replacing or recommending the shareholder representatives, directors and supervisors of the holding subsidiary companies and the joint stock subsidiaries;</p> <p>(10) Making decisions on the setting of the embranchments of the company;</p> <p>(11) Working out modification scheme of the articles of association;</p> <p>(12) Working out the company's basic management system;</p> <p>(13) With the exception of the matters which should be resolved by the shareholders' meeting according to the Company Law and these articles, deciding other significant matters and administrative matters of the company and signing other important agreements; and</p> <p>(14) Other functions authorized by the shareholders' meeting, laws, regulations, and these articles of association.</p> <p>When the board of directors makes resolutions on matters mentioned above, <b>it</b> requires approval of more than half of the voting directors.</p> <p>When the board of directors makes resolutions about the connected transactions of the company, they must be signed by the independent unexecutive directors before the resolutions take effect.</p>

Before amendment	After amendment
8 articles are added to Chapter 11	<p>Continued in Chapter 11</p> <p><b>Article 11.13</b> The audit committee is established under Board of the Company. The audit committee comprises at least three independent non-executive Directors, and at least one of the independent non-executive Directors shall possess the accounting or related financial management expertise as required by Rule 3.10(2) of the Listing Rules. The audit committee has one chairman, which shall be assumed by an independent non-executive Director.</p>
	<p><b>Article 11.14</b> The term of the audit committee shall align with the term of the Board. Upon expiry of the term, a member could be re-elected for reappointment. In case a member ceases to assume the position of Director of the Company during the term, he/she would automatically lose the eligibility as a member and the Board could fill up the number of members in accordance with the preceding clause.</p> <p><b>Article 11.15</b> The audit committee could exercise the following authorities:</p> <ol style="list-style-type: none"> <li>(1) examine the finance of the Company;</li> <li>(2) audit the financial information of the Company and disclosure thereof, audit significant accounting policies of the Company and their consistent implementation, and supervise the financial operation; monitor the truthfulness of financial and accounting reports and the effectiveness of financial accounting reporting procedures implemented by the management;</li> <li>(3) examine, supervise and evaluate internal audit works of the Company, supervise the internal audit system of the Company and its implementation; evaluate the work procedures and work results of the internal audit department;</li> <li>(4) make suggestions on the appointment or replacement of external auditors, adopt appropriate measures to supervise the works of external auditors, review the reports from external auditors, and ensure external auditors assume the corresponding responsibilities towards their audit works;</li> <li>(5) urge the Company to ensure the sufficiency of resources for the operation of the internal audit department, and coordinate the communication between the internal audit department and external auditors;</li> </ol>

Before amendment	After amendment
	<p>(6) evaluate the mechanism for employees of the Company to report on financial accounting reports, internal control or other improper acts, and the Company's independent and fair investigation on reported matters and the mechanism for taking appropriate actions;</p> <p>(7) report to the Board on its decisions and suggestions;</p> <p>(8) other authorities as stipulated by the Articles of Association or granted by the Board.</p> <p><b>Article 11.16</b> The following matters shall be passed by more than half of the members of the audit committee before being resolved by the Board:</p> <p>(1) employment and dismissal of the accounting firm(s) for auditing of the Company;</p> <p>(2) employment and dismissal of financial controller;</p> <p>(3) disclosure of financial accounting reports;</p> <p>(4) other matters as stipulated by laws, administrative regulations, department rules, the listing rules of the stock exchange of the place(s) where the stocks of the Company are listed or the Articles of Association.</p> <p><b>Article 11.17</b> The nomination committee is established under the Board and comprises five Directors, of which over half of the members shall be independent non-executive Directors. The nomination committee has one chairman, which shall be assumed by the chairman of the Board or an independent non-executive Director. The term of the nomination committee shall align with the term of the Board. Upon expiry of the term, a member could be re-elected for reappointment. In case a member ceases to assume the position of Director of the Company during the term, he/she would automatically lose the eligibility as a member and the Board could fill up the number of members in accordance with the preceding clause.</p>

Before amendment	After amendment
	<p data-bbox="810 214 1430 278"><b>Article 11.18</b> The nomination committee could exercise the following authorities:</p> <ol data-bbox="810 321 1430 832" style="list-style-type: none"> <li data-bbox="810 321 1430 485">(1) examine the structure, number of members and composition of the Board (including skills, knowledge and experience), and make suggestions on any intended changes to the Board;</li> <li data-bbox="810 527 1430 623">(2) provide opinions and suggestions to the Board on the appointment or reappointment of Directors;</li> <li data-bbox="810 666 1430 729">(3) evaluate the independence of independent non-executive Directors;</li> <li data-bbox="810 772 1430 832">(4) other authorities as stipulated by the Articles of Association or granted by the Board.</li> </ol> <p data-bbox="810 874 1430 1421"><b>Article 11.19</b> The remuneration and appraisal committee is established under the Board and comprises five Directors, of which over half of the members shall be independent non-executive Directors. The remuneration and appraisal committee has one chairman, which shall be assumed by an independent non-executive Director. The term of the remuneration and appraisal committee shall align with the term of the Board. Upon expiry of the term, a member could be re-elected for reappointment. In case a member ceases to assume the position of Director of the Company during the term, he/she would automatically lose the eligibility as a member and the Board could fill up the number of members in accordance with the preceding clause.</p> <p data-bbox="810 1464 1430 1527"><b>Article 11.20</b> The remuneration committee could exercise the following authorities:</p> <ol data-bbox="810 1570 1430 1868" style="list-style-type: none"> <li data-bbox="810 1570 1430 1698">(1) study the remuneration policy and appraisal standards for Directors and senior management, conduct appraisal and make suggestions to the Board;</li> <li data-bbox="810 1740 1430 1868">(2) organize the performance evaluation of the Board on Directors, and make suggestions to the Board on the remuneration packages for individual Directors and senior management;</li> </ol>

Before amendment	After amendment
	<p>(3) <b>supervise the implementation of the Company’s remuneration system;</b></p> <p>(4) <b>ensure no Director shall be involved in determining his/her own remuneration;</b></p> <p>(5) <b>other authorities as stipulated by the Articles of Association or granted by the Board.</b></p>
<p>Article 15.01 People shall not act as the directors, supervisors and senior management personnel with one of the following circumstances:</p> <p>(1) People with no civil capacity or limited civil capacity;</p> <p>(2) Because of embezzlement, bribery, property occupation, diverted property crime or destruction of social economic order crime, people who are sentenced to punishment and the execution expires is not exceeding five years or because of crime people who are deprived of political rights and the execution expires is not exceeding five years;</p> <p>(3) People who are acting the factory directors and managers or the directors of the enterprise and the companies that are bankrupt because of bad management, and have the individual responsibility for the bankruptcy of the enterprise and the company, in addition, it is less than 3 years since the end of the day when the company and the enterprise are bankrupt and liquidated;</p> <p>(4) People who are acting the legal representatives of the enterprise and the company whose business license is revoked because of violation and having the individual responsibility, in addition, it has been less than 3 years since the day of revocation of the business license of the company and the enterprise;</p> <p>(5) The large amount of the negative debt that the individual has which is overdue;</p>	<p>Article 15.01 People shall not act as the directors, supervisors and senior management personnel with one of the following circumstances:</p> <p>(1) People with no civil capacity or limited civil capacity;</p> <p>(2) Because of embezzlement, bribery, property occupation, diverted property crime or destruction of social economic order crime, people who are sentenced to punishment and the execution expires is not exceeding five years or because of crime people who are deprived of political rights and the execution expires is not exceeding five years. <b>For those with suspended sentence, it is less than two years from the expiry of the suspended sentence;</b></p> <p>(3) People who are acting the factory directors and managers or the directors of the enterprise and the companies that are bankrupt because of bad management, and have the individual responsibility for the bankruptcy of the enterprise and the company, in addition, it is less than 3 years since the end of the day when the company and the enterprise are bankrupt and liquidated;</p> <p>(4) People who are acting the legal representatives of the enterprise and the company whose business license is revoked because of violation and having the individual responsibility, in addition, it has been less than 3 years since the day of revocation of the business license of the company and the enterprise;</p> <p>(5) The large amount of the negative debt that the individual has which is overdue, <b>and is listed as a defaulter by the People’s Court;</b></p>

Before amendment	After amendment
<p>(6) People who are facing the criminal law and put on case and investigated by the judicial organ, in addition, the case have not been completed;</p> <p>(7) The laws and the administrative rules and regulations stipulate the people who cannon leaders of enterprises;</p> <p>(8) The unnatural persons;</p> <p>(9) People who are identified by the relative appropriate agency as violating the rules of the relevant securities regulations, and who are involved in a fraud or dishonest behavior, and it has been not more than five years since the date of the ruling.</p>	<p>(6) People who are facing the criminal law and put on case and investigated by the judicial organ, in addition, the case have not been completed;</p> <p>(7) The laws and the administrative rules and regulations stipulate the people who cannon leaders of enterprises;</p> <p>(8) The unnatural persons;</p> <p>(9) People who are identified by the relative appropriate agency as violating the rules of the relevant securities regulations, and who are involved in a fraud or dishonest behavior, and it has been not more than five years since the date of the ruling.</p>
<p>Article 16.05 The Company's financial statements shall be formulated in accordance with Chinese accounting standards and regulations, <del>and shall also be in accordance with international or overseas listing accounting standards. The significant differences occurring in accordance with the two accounting standards shall be classified in the financial statement. The Company shall, in time of allocating profit of the after tax profit of the relevant fiscal year, take the statement with lower after tax profit as final.</del></p> <p>Article 16.06 The Company's announcement or disclosure of interim results or financial information shall be formulated in accordance with Chinese accounting standards and regulations, <del>and shall be in accordance with international or overseas listing accounting standards.</del></p>	<p>Article 16.05 The Company's financial statements shall be formulated in accordance with Chinese accounting standards and regulations.</p> <p>Article 16.06 The Company's announcement or disclosure of interim results or financial information shall be formulated in accordance with Chinese accounting standards and regulations.</p>

Before amendment	After amendment
<p>Chapter 21: Notice</p> <p>Article 21.01 Notices of the Company (for the purpose of this chapter, “notices” include notices of general meetings issued by the Company to Shareholders, Corporate Communications of the Company or other written materials) may be issued in each of the following manner:</p> <ol style="list-style-type: none"> <li>(1) delivery in person;</li> <li>(2) by mail (with postage fully paid);</li> <li>(3) in the form of an announcement;</li> <li>(4) in a manner recognized by the listing and/or securities authorities. Regulating the stock exchange on which the Company’s Shares are listed, or in a manner that is otherwise permissible under the Articles of Association.</li> </ol> <p>Article 21.03 “Corporate Communications” means any documents issued, or will be issued by the Company to the holder of any securities of the Company for their reference or for their action, including but not limited to:</p> <ol style="list-style-type: none"> <li>(i) reports of the Board, the Company’s annual accounts and auditors’ reports and the Company’s summary of financials (if applicable);</li> </ol>	<p>Chapter 21: Notice</p> <p>Article 21.01 Notices of the Company (for the purpose of this chapter, “notices” include notices of general meetings issued by the Company to Shareholders, Corporate Communications of the Company or other written materials) may be issued in each of the following manner:</p> <ol style="list-style-type: none"> <li>(1) delivery in person;</li> <li>(2) by mail (with postage fully paid);</li> <li>(3) in the form of an announcement;</li> <li>(4) in a manner recognized by the listing and/or securities authorities. Regulating the stock exchange on which the Company’s Shares are listed, or in a manner that is otherwise permissible under the Articles of Association.</li> <li><b>(5) by facsimile or email;</b></li> <li><b>(6) on the premise of complying with laws, administrative regulations and the listing rules of the place(s) where the stocks of the Company are listed, by publication on the websites designated by the Company and the Hong Kong Stock Exchange;</b></li> <li><b>(7) other means recognized by the Company or agreed with the recipient in advance or notified to the recipient;</b></li> </ol> <p>Article 21.03 “Corporate Communications” means any documents issued, or will be issued by the Company to the holder of any securities of the Company for their reference or for their action, including but not limited to:</p> <ol style="list-style-type: none"> <li>(i) reports of the Board, the Company’s annual accounts and auditors’ reports and the Company’s summary of financials (if applicable);</li> </ol>

Before amendment	After amendment
<p>(ii) the Company's interim reports and the Company's summary of interim reports (if applicable);</p> <p>(iii) notices of meetings of the Company;</p> <p>(iv) listing documents of the Company;</p> <p>(v) the Company's circulars;</p> <p>(vi) authorization letters in relation to the Company; and</p> <p>(vii) reply forms and other documentary materials.</p>	<p>(ii) the Company's interim reports and the Company's summary of interim reports (if applicable);</p> <p>(iii) notices of meetings of the Company;</p> <p>(iv) listing documents of the Company;</p> <p>(v) the Company's circulars;</p> <p>(vi) authorization letters in relation to the Company; and</p> <p>(vii) reply forms and other documentary materials. <b>Other corporate communication listed in the Listing Rules.</b></p> <p><b>Article 21.08 If the listing rules of the stock exchange where the Company's shares are listed stipulate that the Company shall send, post, distribute, dispatch, announce or otherwise provide relevant documents of the Company in English version and Chinese version and the Company has made appropriate arrangements to confirm whether the shareholders hope to receive only the English version or the Chinese version, the Company may (as per the intent stated by the shareholders) send only the English version or the Chinese version to the related shareholders as permitted by and in accordance with the applicable laws and regulations.</b></p>

*Note:* Apart from the above table, if the serial numbering of the articles of the Articles of Association is changed due to the addition, deletion or re-arrangement of certain articles, the serial numbering of the articles of the Articles of Association as so amended shall be changed accordingly, including cross-references.