

Rules of Procedures for General Meetings of Chongqing Iron & Steel Company Limited
(Revised on 26 November 2025)

CHAPTER 1 GENERAL PROVISIONS

Article 1 These rules are formulated in accordance with the laws and regulations including the Company Law of the People’s Republic of China (the “Company Law”), the Securities Law of the People’s Republic of China, Guidelines on the Articles of Association of Listed Companies, Rules for the General Meetings of Listed Companies and with the Articles of Association of Chongqing Iron & Steel Company Limited (the “Articles of Association”), in order to regulate the conduct of Chongqing Iron & Steel Company Limited (the “Company”) and ensure the general meeting to perform its functions and powers under the laws.

Article 2 These Rules shall be applicable to matters relating to the convening, proposal, notification and holding of the general meeting of the Company. These Rules shall be binding upon the Company, all shareholders, authorized proxies of shareholders, Directors, the senior management and other relevant personnel who are present at the meeting.

Article 3 General meetings are divided into annual general meeting and extraordinary general meeting. The annual general meeting shall be held once every year and shall be held within six months after the end of the preceding accounting year. Extraordinary general meetings shall be held from time to time. An extraordinary general meeting is required to be held within 2 months after the occurrence of the circumstance stipulated in the Company Law and the Articles of Association.

In case of failure to hold a general meeting within the timeframe stated above, the Company shall report to the local office of the China Securities Regulatory Commission (“CSRC”) and the stock exchange where the shares of the Company are listed for trading, illustrate the reasons and make an announcement.

Article 4 The Company shall hold the general meeting strictly pursuant to the laws, administrative regulations, the Articles of Association and these Rules, to ensure that shareholders can exercise their rights according to law.

The Board shall conscientiously perform its duties, and shall organize the general meetings in a serious and timely manner. All the Directors of the Company shall exercise due diligence and fulfill their responsibilities to ensure the proper holding and lawful exercise of powers by the general meetings.

Article 5 The Company shall engage lawyers for the general meetings to provide, and subsequently announce, legal opinions on the following issues:

- (1) whether the convening of the meeting and the holding of meeting process are compliant with laws, administrative regulations, the Articles of Association, and these Rules;
- (2) whether the attendees and conveners of the meeting are legally qualified to do so;
- (3) whether the voting process and poll results of the meeting are legally valid;
- (4) as requested by the Company, legal opinions issued on other related matters.

CHAPTER 2 CONVENING OF THE GENERAL MEETING

Article 6 General meetings shall be convened by the Board within the period stipulated in the Article 3 of these Rules.

Article 7 Subject to the consent of a majority of all the independent Directors, the independent Directors shall have the right to propose to the Board that it holds an extraordinary general meeting. In response to a proposal by an independent director to hold an extraordinary general meeting, the Board shall, in accordance with laws, administrative regulations and the Articles of Association, give a written response on whether or not it agrees to hold such an extraordinary general meeting within 10 days after receipt of the proposal from the independent Directors.

If the Board agrees to hold an extraordinary general meeting, it will issue a notice holding such meeting within 5 days after it has so resolved; if the Board does not agree to hold such meeting, it shall give the reasons therefore in writing and publish the same in a public announcement.

Article 8 The Audit and Risk Committee shall have the right to propose to the Board in writing that it holds an extraordinary general meeting. The Board shall, in accordance with laws, administrative regulations and the Articles of Association, give a written response on whether or not it agrees to hold such meeting within 10 days after receipt of the proposal.

If the Board agrees to hold an extraordinary general meeting, it will issue a notice holding such meeting within 5 days after it has so resolved. The consent of the Audit and Risk Committee shall be secured if any change is to be made to the original motion in the notice.

If the Board does not agree to hold such meeting, or fails to give a response within 10 days after receipt of the proposal, it shall be deemed to be unable to or have failed to perform its duty of convening the general meeting, and the Audit and Risk Committee may itself convene and preside over such meeting.

Article 9 Shareholders individually or jointly holding 10% or more of the shares of the Company requesting the holding of an extraordinary general meeting shall abide by the following procedures:

(1) Requiring the Board in writing to convene an extraordinary general meeting and stating the objectives of the meeting. The Board shall, in accordance with laws, administrative regulations and the Articles of Association, give a written response on whether or not it agrees to hold such a meeting within 10 days after receipt of the request.

(2) If the Board agrees to hold an extraordinary general meeting, it shall issue a notice holding such meeting within 5 days after it has so resolved. The consent of the relevant shareholder(s) shall be secured if any change is to be made in the notice to the original request.

(3) If the Board does not agree to hold an extraordinary general meeting, or fails to give a response within 10 days after receipt of the request, shareholders individually or jointly holding 10% or more of the shares of the Company shall have the right to propose to the Audit and Risk Committee in writing that it holds an extraordinary general meeting.

(4) If the Audit and Risk Committee agrees to hold an extraordinary general meeting, it shall issue a notice holding such meeting within 5 days after receipt of the request. The consent of the relevant shareholder(s) shall be secured if any change is to be made in the notice to the original proposal.

(5) If the Audit and Risk Committee fails to issue a notice calling such meeting by the prescribed deadline, it shall be deemed to have failed to convene and preside over such meeting, and shareholders individually or jointly holding 10% or more of the shares of the Company for 90 days or more in succession may convene on their own and preside over such meeting.

Article 10 If the Audit and Risk Committee or shareholders decide(s) to itself/themselves convene a general meeting, it or they must notify the Board in writing thereof, report the same to the stock exchange for record.

Until the resolution(s) of the general meeting is/are announced, the shareholding percentages of the convening shareholders may be not less than 10 percent.

When the Audit and Risk Committee or shareholders issue the notice of the general meeting and announce the resolution(s) of the general meeting, it or they shall submit the relevant supporting documentation to the stock exchange.

Article 11 When the Audit and Risk Committee or shareholders itself/themselves convene a general meeting, the Board and the Secretary to the Board shall give their cooperation.

The Board shall provide the register of shareholders as of the record date. If the Board fails to provide the register of shareholders, the convener may apply to the securities registration and clearing institution to obtain the same on the strength of the relevant announcement relating to the notice convening the general meeting. The register of shareholders obtained by the convener may not be used for any purpose other than to hold the general meeting.

Article 12 When the Audit and Risk Committee or shareholders itself/themselves convene a general meeting, the necessary expenses for the meeting shall be borne by the Company.

CHAPTER 3 PROPOSALS AND NOTICES OF THE GENERAL MEETING

Article 13 Proposals shall fall within the purview of the general meetings, and shall have clear discussion subjects and specific matters to be resolved, and be in compliance with the relevant provisions of laws, administrative regulations, and the Articles of Association.

Article 14 Shareholders individually and jointly holding 1% or more of the shares of the Company may submit temporary proposals in writing to the convener 10 days prior to the date of such meeting. The convener shall issue a supplementary notice of the general meeting and make a public announcement of the contents of such temporary proposal within two days after receipt of the proposal and submit such extempore proposal the general meeting for consideration. However, any temporary proposal shall be excluded if it violates the requirements of the laws, administrative regulations or these Articles of Association, or falls outside the terms of reference of the general meeting. Where the securities regulatory rules of the place where the Company's shares are listed impose more stringent requirements on the temporary proposals, such requirements shall prevail.

Except as provided in the preceding paragraph, the convener may not make any changes to the proposals set forth in the notice of the general meeting or add any new proposals once the notice of the general meeting has been issued.

The general meeting may not vote or pass resolution on proposals that are not set forth in the notice of the general meeting or that are not consistent with Article 13 of these Rules.

Article 15 The written notice of holding the annual general meeting shall be issued to the shareholders twenty (20) business days prior to such meeting (excluding the date that the notice is dispatched) and the written notice of holding an extraordinary general meeting shall be issued to the shareholders ten (10) business days or fifteen (15) days (whichever is longer) prior to such meeting (excluding the date that the notice is dispatched) to notify shareholders whose names appear in the register of shareholders of the matters proposed to be considered and the date and place of the meeting.

Article 16 The notice convening general meeting and its supplementary notice shall fully and completely disclose the specific contents of all proposals, and provide all data or explanation necessary for the shareholders to make reasonable judgment towards the matters to be discussed.

Article 17 If matters relating to election of Directors are proposed to be discussed at a general meeting, detailed information concerning the candidates shall be fully disclosed in the notice of the general meeting, which shall at least include the following:

- (1) educational background, work experience and all other positions undertaken on a part-time basis;
- (2) whether the candidates are related with the Company, its controlling shareholders or de facto controllers;
- (3) the candidates' shareholdings in the Company;
- (4) whether the candidates have been subject to any punishment by the CSRC or other relevant department or to any sanction by any stock exchange;
- (5) other information required to be disclosed under the listing rules of the securities exchange where the Company's shares are listed for trading.

Unless a Director is elected via the cumulative voting system, each candidate for Director shall be proposed via a single resolution.

Article 18 The notice of general meeting shall specify the time and place of the meeting and determine the record date. The Company shall determine the record date for equity registration in accordance with laws, administrative regulations, and the listing rules of the securities exchange where its shares are listed. Once the record date is determined, it shall not be changed.

Article 19 The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the meeting and the resolutions made at that meeting.

Article 20 Following the issuance of the notice of the general meeting, without proper cause, the general meetings shall not be postponed or cancelled, and proposals listed in the notice of a general meeting shall not be cancelled. In the event that postponement or cancellation occurs, the convener shall publish an announcement and explain the reasons thereof at least 2 working days prior to the original meeting date. Where the securities regulatory rules of the place where the Company's shares are listed contain other provisions regarding the foregoing matters, such provisions shall prevail.

CHAPTER 4 HOLDING OF THE GENERAL MEETING

Article 21 The place where the general meeting of the Company shall be held shall be the domicile of the Company or such other specified place stipulated in these articles of association.

The general meeting shall be held in a physical venue. In addition, the Company shall provide facilities that allow shareholders to attend the meeting and vote via the internet. Shareholders participating in the general meeting by the above means are deemed to be present at such meeting.

Article 22 The notice of general meeting of the Company shall clearly state the time and procedure of voting via the internet or any other manner.

The time to start voting at a general meeting held over network or by other means shall not be earlier than 3: 00 p.m. of the day preceding the date of the physical general meeting but not later than 9: 30 a.m. of the date of the physical general meeting, and shall not conclude earlier than 3: 00 p.m. of the date of the physical general meeting.

Article 23 The Board and other conveners shall take necessary precautions to ensure normal order of the general meeting. Precautions shall be taken to prevent behaviors that interfere with the

general meeting, stir up trouble and infringe legal rights and interests of shareholders, which shall be timely reported to relevant departments for investigation.

Article 24 All shareholders whose names appear on the record date for equity registration or their proxies shall be entitled to attend the general meeting and they shall not be refused by the Company and the convener for any reason. If shareholders attend the general meeting, each share they hold shall have one vote. No voting rights shall be attached to the shares held by the Company.

Article 25 Any shareholder entitled to attend and vote at a general meeting shall have the right to appoint one or more persons (who need not be a shareholder) as his/her proxy or proxies to attend and vote on his/her behalf. Such proxy may exercise the following rights according to the entrustment by the shareholder:

- (1) the shareholder's right to speak at the general meeting;
- (2) to request, either individually or jointly with others, a vote by ballot;
- (3) to exercise voting rights by raising hands or by voting; however, if a shareholder appoints more than one proxy, such proxies may only exercise voting rights by voting.

Article 26 Individual shareholders attending a meeting in person shall present their personal identification card or other valid documentation or proof that can clarify their identity; proxies attending a meeting on behalf of shareholders shall present their valid personal identification card and the power of attorney.

Corporate shareholders shall attend the meeting through their legal representative or proxies authorized by the legal representative. In the event that the legal representative is in attendance, such persons shall present their personal identification card and valid proof to show that they qualify as the legal representative; in the event that proxies are in attendance, such proxies shall present their personal identification card and the power of attorney issued by the legal representative of the corporate shareholder.

Article 27 The convener and lawyers appointed by the Company shall jointly verify the legitimacy of the qualifications of shareholders in accordance with the register of members provided by the securities registration and clearing authority, and shall register the names (or aliases) of shareholders and the respective number of shares with voting rights held. The meeting registration shall come to a close before the chairperson of the meeting announces the number of

shareholders and proxies physically present at the meeting and the total number of shares with voting rights held.

Article 28 If the general meeting requires Directors and senior management to attend the meeting, the Directors and senior management members shall attend and answer inquiries from shareholders.

Article 29 General meetings shall be presided over and chaired by the Chairman of the Board. Should the Chairman of the Board be unable or fails to perform his duties, the meeting shall be presided over by the Vice Chairman of the Board (or where the Company has 2 or more Vice Chairmen, the meeting shall be presided over by the Vice Chairman of the Board elected by a majority of the directors); should the Vice Chairman of the Board be unable or fails to perform his duties, the meeting shall be presided over by a director elected by a majority of the directors.

The general meeting convened by the Audit and Risk Committee shall be presided over by the chairperson of the Audit and Risk Committee. If the chairperson of the Audit and Risk Committee cannot perform or fails to perform his duties, a member of the Audit and Risk Committee shall be jointly elected by a majority member of the Audit and Risk Committee to chair the meeting.

Shareholder(s) may convene the meeting themselves and a representative nominated by the convener(s) shall preside over the meeting.

When the general meeting is held and the chairperson of the meeting violates these Rules which makes it difficult for the general meeting to continue, a person may be elected at the general meeting to act as the chairperson of the meeting, subject to the approval of a majority of the shareholders having the voting rights who are attending the meeting.

Article 30 At the annual general meeting, the Board shall report on its work over the last year.

Each of independent Directors shall also report on their work.

CHAPTER 5 VOTING AND RESOLUTIONS AT THE GENERAL MEETING

Article 31 Prior to the voting, the chairperson of the meeting shall announce the number of shareholders and proxies physically present at the meeting and the total number of shares with voting rights held. The meeting registry shall represent the official data for the number of shareholders and proxies physically present at the meeting and the total number of shares with voting rights held.

Article 32 Resolutions of a general meeting of shareholders shall be classified as ordinary resolutions and special resolutions.

Ordinary resolutions of a general meeting shall be passed by votes representing a majority of the voting rights held by the shareholders (including shareholders who appoint proxies to attend the general meeting) attending the general meeting.

Special resolutions of a general meeting shall be passed by votes representing two-thirds or more of the voting rights held by the shareholders (including shareholders who appoint proxies to attend the general meeting) attending the general meeting.

Article 33 Where a shareholder has connected relationship to a matter to be considered at a general meeting, he/she shall recuse himself/herself from voting, and the voting shares held by him/her shall not be counted into the total number of voting shares present at the general meeting.

When the general meeting considers matters that could materially affect the interest of medium and small investors, the votes by medium and small investors shall be counted separately, and the results of such separate vote counting shall be disclosed in a timely manner.

The Company's shares held by the Company shall have no voting right on resolutions regarding such issues, and such portion of shares shall not be reckoned in the total of voting shares in the general meeting.

Where a shareholder purchases voting shares of the Company in violation of the provisions of paragraphs 1 and 2 of Article 63 under the Securities Law, such shares in excess of the prescribed proportion are prohibited from exercising voting rights within 36 months after purchase, and they will not be counted in the total number of shares with voting right represented by shareholders present at the general meeting.

The Board, independent Directors and shareholders holding 1% or more of the shares with voting rights or the investor protection institution established in accordance with laws, administrative regulations or the requirements of the CSRC may solicit voting rights from shareholders publicly. The solicitation of voting rights from shareholders shall fully disclose the specific voting intention and other information to the solicited persons. Solicitation of voting rights from shareholders by way of compensation or otherwise in disguised form of compensation is prohibited. Except under statutory conditions, the Company is forbidden to impose a limit of minimum shareholding ratio on the solicitation of voting rights.

Article 34 As for resolutions in respect of the election of Directors, cumulative voting system shall be adopted at the general meeting pursuant to the Articles of Association or the resolution of the general meeting. For a single shareholder and its persons acting in concert hold 30% or more of the shares, or two or more independent directors be elected at the general meeting, cumulative

voting system shall be adopted.

The “cumulative voting system” as referred to in the preceding paragraph means that when a general meeting elects Directors, each share carries a number of voting rights equivalent to the number of Directors to be elected, and a shareholder may cluster his/her voting rights.

The detailed rules for the operation of the cumulative voting system are as follows:

(1) the total number of valid votes a shareholder has equals the number of voting shares held multiplied by the number of candidates to be elected. Shareholders may concentrate their voting rights on a single candidate or distribute them among multiple candidates in any combination;

(2) prior to voting on a resolution with respect to the election for Directors at the general meeting, the chairperson shall explicitly inform the attending shareholders that cumulative voting is applied for the resolution. The Secretary to the Board shall explain and clarify the cumulative voting rules and vote filling method.

(3) the total number of votes cast by a shareholder on each resolution shall be equal to or less than the number of valid votes held by that shareholder; if the total exceeds the number of valid votes held, the shareholder’s votes on that resolution shall be invalidated. Shareholders shall cast their votes for a number of candidates equal to or less than the number to be elected; if the number exceeds the number to be elected, the votes cast by that shareholder for that resolution shall be invalid.

(4) after the end of the voting, the vote counting should be undertaken by the scrutineer of the general meeting and the number of votes obtained by the candidates for Directors shall be announced. Candidates shall be ranked in descending order of votes received. Those ranked within the number of positions to be filled at that general meeting (or in that round of voting) shall be elected. The number of votes received by an elected Director shall be a majority of the total number of non-cumulative voting shares held by shareholders present at the general meeting.

(5) if two or more candidates receive the same number of votes, and that number is the lowest among the candidates to be elected, and electing all such candidates would result in the number of elected directors exceeding the number to be elected, or not electing any such candidates would result in the number of elected Directors falling short of the number to be elected, the general meeting shall conduct a second round of voting for the candidates with the same number of votes. If the second round of voting still fails to determine the elected candidates, none of the candidates with the same number of votes shall be elected.

The directors referred to in this Article are directors who are not employee representatives.

The Board shall provide shareholders with the bibliographical details and basic information of the candidates for Directors.

Article 35 The election of non-independent Directors and independent Directors shall be voted on as separate resolutions, with eligibility for election determined independently for each.

(1) when electing non-independent Directors, the valid votes a shareholder has equals the number of shares with voting rights held multiplied by the number of non-independent Directors to be elected at that general meeting (or in that voting round). Such votes may only be cast for non-independent Director candidates;

(2) when electing independent Directors, the valid votes a shareholder has equals the number of shares with voting rights held by the shareholder multiplied by the number of independent Directors to be elected at that general meeting (or in that round of voting). Such votes may only be cast for independent Director candidates.

Article 36 Other than the cumulative voting system, the general meeting shall vote on each proposal separately. For matters that contain different proposals, voting shall be in the order of the time that each proposal was proposed. Other than force majeure and other special circumstances that cause the suspension of or failure to make resolutions at the general meeting, the general meeting shall not postpone or refuse to vote on resolutions.

Article 37 Proposals may not be amended during consideration at the general meeting, and, if revised, such proposal shall be considered as a new proposal, and shall not be voted on during this general meeting.

Article 38 The same vote may only be cast once on site, online or by other means, provided that if the same vote is cast more than once, only the first vote will be deemed valid.

Article 39 Shareholders present at the general meeting shall express one of the following opinions on each proposal submitted for voting: affirmative, negative or abstain, unless securities registration and clearing institutions, as the nominal holders of Shares that can be traded through the Stock Connect Program between Mainland China and Hong Kong, make declarations according to the intention of actual holders.

If a vote is not filled out, or filled out incorrectly, or is indecipherable, or not cast at all, the voter of such vote shall be deemed to have waived their voting right, and the voting result for the Shares held by such voter shall be considered as “abstained”.

Article 40 The general meeting shall elect two shareholder representatives to participate in the vote counting and supervising before the voting of the proposal starts. If the matter to be considered is connected to the relevant shareholders, such shareholders and their proxies shall not participate in the vote count and supervise.

When the general meeting is voting on the proposals, the lawyer and shareholder representatives shall be jointly responsible in counting and checking the votes. The voting results shall be announced on site, and the voting results for relevant resolutions shall be recorded in the minutes.

A shareholder or his/her proxy casting the vote online or in other ways shall have the right to

check the voting results through the corresponding voting system.

Article 41 A general meeting shall not be declared closed for shareholders who attend in person at a time earlier than for those shareholders who attend via internet or other permitted means. The chairperson of the meeting shall announce the voting details and results of each proposal at the physical venue and shall declare whether or not a proposal is adopted on the basis of the relevant voting results.

Prior to formally announcing the voting results, all those who are involved in the meeting whether in person or via internet or other permitted means, including any companies, persons responsible for counting the votes, persons responsible for supervising the counting process, substantial shareholders, internet service providers and other relevant parties shall have the obligation to keep matters related to voting confidential.

Article 42 If the chairperson of the meeting has any doubt about the results of voting resolutions, a vote count may be organized for the submitted votes; if the chairperson fails to conduct such a vote count, shareholders or proxies attending the meeting that disagree with the results announced by the chairperson of the meeting have the right to request a vote count immediately after the announcement of the poll results, and the chairperson of the meeting shall immediately organize a vote count.

Article 43 Where a vote count is taken at a general meeting, the results thereof shall be recorded in the minutes. The minutes, together with the attendance register of shareholders present and the proxy forms of shareholders represented by proxy, shall be kept at the Company's registered office.

Article 44 Minutes of a general meeting shall be taken by the Secretary to the Board and include:

- (1) the time, place, agenda, and the name(s) of the convener(s);
- (2) the names of the chairperson of the meeting and the Directors and senior management attending or present in the meeting;
- (3) the number of shareholders (including the holders of domestic shares and overseas listed foreign shares, if any) and proxies present at the meeting, the total number of voting shares they hold and its proportion to the total voting shares of the Company;
- (4) the consideration process, key points of speeches and the voting results with respect to each proposal;

(5) the inquiries, opinions or suggestions of shareholders as well as the corresponding replies or explanations;

(6) the names of lawyers, vote counters and scrutineers;

(7) other information that shall be included in the minutes as required by the Articles of Association.

The convener shall ensure that the minute is true, accurate and complete. Such minutes shall be signed by Directors, the Secretary to the Board, the convener(s) or his/their representative and the chairperson of the meeting present. The minutes shall be kept together with the signed register of shareholders in attendance, the instruments of proxy of shareholders and the valid information on voting online and by any other means for at least ten years.

Article 45 The convener of the general meeting shall ensure that the meeting is held continuously till final resolutions are made. If the general meeting is suspended or fails to make resolutions for such special reasons as force majeure, the convener shall take necessary measures to resume the meeting as soon as possible or close the meeting forthwith and make an announcement in a timely manner. Meanwhile, the convener shall make a report to the local representative office of CSRC.

Article 46 Where a proposal concerning the election of Directors is approved at the general meeting, the newly elected Directors shall assume office at the time when the relevant proposal of election was approved.

Article 47 Where any proposal for distribution of cash or stock dividends, or capitalization of capital reserves is approved at the general meeting, the Company shall implement a specific plan within two months after the conclusion of the general meeting.

Article 48 Any resolution of the Company's general meeting shall be invalid if its content violates laws or administrative regulations.

The Company's controlling shareholders or de facto controller shall not restrict or obstruct small and medium investors of the Company from legally exercising voting right or prejudice legitimate rights and interests of the Company and its small and medium investors.

If the procedures for convening a general meeting, Board meeting or the manner of voting thereat violate laws, administrative regulations or the Articles of Association, or if the content of a resolution violates the Articles of Association, the shareholders may, within sixty days from the date on which the resolution is made, request the People's Court to revoke it. However, this does

not apply if such procedures for convening the general meeting, Board meeting or the manner of voting thereat have only minor flaws that have no substantial impact on the resolution.

Where the Board, shareholders and other stakeholders dispute the validity of a resolution of a general meeting, they shall promptly file a lawsuit with the People's Court. Before the People's Court makes a judgement or ruling, such as revoking the resolution, the stakeholders shall execute the resolution of the general meeting and no party may refuse to execute such resolutions on the grounds of their alleged invalidity. The Company, its Directors and senior management shall perform their duties diligently to ensure the normal operation of the Company.

Where the People's Court makes a judgement or ruling on the relevant matter, the Company shall fulfil its obligations to disclose the information in accordance with laws, administrative regulations, the requirements of the CSRC and the stock exchange, fully explain the impact of the judgement or ruling, and actively cooperate with the authorities in the enforcement of the judgement or ruling after it has come into effect. Where previous matters need to be corrected, the Company shall handle the correction in a timely manner and fulfil its obligations to disclose the information accordingly.

CHAPTER 6 SPECIAL PROCEDURES FOR VOTING AT CLASS MEETING

Article 49 Where the Company issues different classes of shares, holders of different classes of shares are class shareholders.

Class shareholders shall have the same rights and obligations in accordance with law, administrative regulations and the Articles of Association.

Article 50 Rights conferred on any class shareholder may not be varied or abrogated unless approved by a special resolution at the general meeting and by shareholders of that class at a separate general meeting held in accordance with Articles 53 to 56.

Where changes to domestic or foreign laws, administrative regulations, or listing rules of the listing venue, or decisions lawfully made by domestic or foreign regulatory authorities result in alterations to or the abolition of the rights of class shareholders, no approval from the general meeting or class meeting shall be required.

Article 51 The following circumstances shall be deemed to be variation or abrogation of the rights attaching to a particular class of shares:

- (1) to increase or decrease the number of shares of that class, or to increase or decrease the number of shares of a class having voting or equity rights or privileges equal or superior to those of shares of that class;
- (2) to exchange all or part of the shares of that class for shares of another class or to exchange or to create a right to exchange all or part of the shares of another class for shares of that class;
- (3) to remove or reduce rights to accrued dividends or rights to cumulative dividends attached to shares of that class;

- (4) to reduce or remove preferential rights attached to shares of that class to receive dividends or to the distribution of assets in the event that the Company is liquidated;
- (5) to add, remove or reduce conversion privileges, options, voting rights, transfer or preemptive rights, or rights to acquire securities of the Company attached to shares of that class;
- (6) to remove or reduce rights to receive payment payable by the Company in particular currencies attached to shares of that class;
- (7) to create a new class of shares having voting or equity rights or privileges equal or superior to those of the shares of that class;
- (8) to restrict the transfer or ownership of shares of that class or to increase the types of restrictions attaching thereto;
- (9) to allot and issue rights to subscribe for, or to convert the existing shares into, shares in the Company of that class or another class;
- (10) to increase the rights or privileges of shares of another class;
- (11) to restructure the Company in such a way so as to result in the disproportionate distribution of obligations between the various classes of shareholders;
- (12) to vary or abrogate the provisions of this Chapter.

Article 52 The affected class shareholders, whether or not otherwise having voting rights at the general meeting, shall have the right to vote at class meetings with respect to matters involving items (2) to (8) and (11) to (12) of Article 51. However, interested shareholders shall not have the right to vote at class meetings.

The term “interested shareholders” described in the previous provision shall have the following meanings:

- (1) if the Company made an acquisition offer to all shareholders with the same proportion or has acquired its own shares through open transactions on a securities exchange in accordance with the Articles of Association hereof, the controlling shareholders as defined in the Articles of Association hereof shall be deemed to be “interested shareholders”;
- (2) if the Company has acquired its own shares by an agreement outside a securities exchange in accordance with the Articles of Association hereof, shareholders related to such agreement shall be deemed to be “interested shareholders”;
- (3) under a restructuring proposal of the Company, an “interested shareholder” means a shareholder within a class who bears less than a proportionate burden imposed on that class under the proposed restructuring or who has an interest in the proposed restructuring different from the interest of shareholders of that class.

Article 53 Resolutions of a class of shareholders shall be passed by votes representing more than two-thirds of the voting rights of shareholders of that class represented at the relevant meeting who, according to Article 52, are entitled to vote thereat.

Article 54 When holding a class meeting, the Company shall issue written notice in accordance

with the notification timeframe requirements set out in Article 15 of these Rules, informing all class of shareholders whose names appear on the shareholders' register about the matters to be considered at the meeting, as well as the date and venue thereof.

Where the listing rules of the place on which the Company's shares are listed contain specific provisions, such provisions shall prevail.

Article 55 Where a class meeting is held by sending notices of meeting, such notices shall need only be served on class shareholders who are entitled to vote thereat.

The procedures of a class meeting shall be conducted as nearly as possible as those of the general meetings. The provisions of the Articles of Association relating to any general meeting shall apply to any class meeting.

Article 56 Save as shareholders of shares of other classes, holders of domestic shares and holders of overseas listed foreign shares are deemed as shareholders of different classes.

The special procedures for voting at a class of shareholders shall not apply in the following circumstances:

(1) where the Company issues domestic shares and overseas listed foreign shares, upon the approval by a special resolution of its general meeting, either separately or concurrently once every 12 months, not exceeding 20% of each of its existing issued;

(2) where the Company's plan to issue domestic shares and overseas listed foreign shares at the time of its establishment is carried out within 15 months from the date of approval of the securities regulatory authority under the State Council or the valid period of its approvals;

(3) upon approval by the securities regulatory authority under the State Council, the holders of domestic shares of the Company transfer the shares they hold to overseas investors and trade them in overseas.

CHAPTER 7 SUBSEQUENT EVENTS AND ANNOUNCEMENTS

Article 57 The Board of the Company shall comply with the information disclosure regulations of the securities regulatory authorities and the listing stock exchanges. Matters discussed or resolutions passed at the general meeting that require disclosure shall be announced comprehensively, promptly and accurately through designated media. Information concerning material matters shall be reported to the securities exchange without delay and filed with the relevant regulatory authorities.

Article 58 The resolutions of a general meeting shall be promptly announced, and the announcement shall include the number of shareholders and proxies attending the meeting, total number of shares with voting rights held and its percentage with respect to the total number of shares with voting rights of the Company, voting method, poll results of each proposal, and detailed information of each resolution that was approved.

Special notification shall be made in the results announcement of the general meeting for resolutions that were not approved, or resolutions of the previous general meeting that were amended in this general meeting.

Article 59 The Office of the Board shall be responsible for the safekeeping of such written information including the register of attendees, powers of attorney, voting statistics sheet, minutes of the meeting, legal opinions witnessed by solicitors and announcements of resolutions.

CHAPTER 8 AUTHORIZATION TO THE BOARD BY THE GENERAL

MEETING

Article 60 The general meeting may grant authorization to the Board by passing resolutions.

Article 61 Matters that should be decided by the general meeting as stipulated in the laws, regulations, relevant regulations of the securities regulatory authorities of the place where the shares are listed and the provision in the Articles of Association shall be considered at the general meeting. Where necessary, reasonable and lawful, the general meeting may authorize the Board to decide on specific matters relating to the matters to be resolved which cannot or do not need to be decided immediately at the general meeting.

If the shareholders authorize the Board in a general meeting to determine matters which shall be determined by ordinary resolutions, the matter should be resolved by a majority of the attending shareholders (including shareholders who appoint proxies to attend the general meeting) who have voting rights; if the authorization relates to matters which shall be determined by special resolutions, the matter should be resolved by two-thirds or more of the attending shareholders (including shareholders who appoint proxies to attend the general meeting) who have voting rights. The content of the authorization shall be clear and specific.

Article 62 When making decisions on authorization, the Board shall conduct sufficient

discussions and demonstrations, and if necessary, engage an intermediary institution to provide consultation opinions to ensure the scientificity and rationality of the decision-making matters. In the course of making decisions on authorization, the Board shall completely discharge its disclosure obligations and consciously accept the supervision from the Company's shareholders, the Audit and Risk Committee, and the relevant securities regulatory authorities.

CHAPTER 9 SUPPLEMENTARY PROVISIONS

Article 63 Unless otherwise specified, the terms used in these Rules shall have the same meanings as those terms in the Articles of Association.

Article 64 These Rules and their amendments shall come into force from the date of their approval by resolution at the general meeting and shall form an appendix to the Articles of Association.

Article 65 These rules shall be interpreted by the Board.

Article 66 In case of any relevant clause of these Rules conflicts with the provisions of the laws, administrative regulations or the Articles of Association, such provisions of the laws, administrative regulations, or the Articles of Association shall prevail.