ARTICLES OF ASSOCIATION
OF
WENZHOU KANGNING HOSPITAL CO., LTD.

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T , : 0577-88789117
Fa , : 0577-88789117

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a a a a a a a
a a a a .

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No.	Name of promoters	Shareholding (share)	Percentage of shareholding
1.	G a W	19,810,250	39.6205%
2.	G a , GL Ca a I F L.P.	13,416,750	26.8335%
3.	Wa H , ,	5,304,350	10.6087%
4.	Wa L a ,	3,794,500	7.5890%
5.	B , CDH W V , Ca a L.P.	3,347,750	6.6955%
6.	B , CDH W V , Ca a L.P.	2,326,400	4.6528%
7.	N , X Ka , I Ma a L.P.	1,543,000	3.0860%
8.	N , E Ka , I Ma a L.P.	258,000	0.5160%
9.	N , R a Ka , I Ma a L.P.	199,000	0.3980%
	T a	50,000,000	100%

U a , a Ma 2015, a a C a , , a a a a , a :

No.	Name of shareholders	Shareholding (share)	Percentage of shareholding
1.	G a W	19,810,250	37.5194%
2.	G a , GL Ca a I F L.P.	15,384,541	29.1374%
3.	Wa H , ,	5,304,350	10.0461%
4.	B , CDH W V , Ca a L.P.	3,838,754	7.2704%
5.	Wa L a ,	3,794,500	7.1866%
6.	B , CDH W V , Ca a L.P.	2,667,605	5.0523%
7.	N , X Ka , I Ma a L.P.	1,543,000	2.9223%
8.	N , E Ka , I Ma a L.P.	258,000	0.4886%
9.	N , R a Ka , I Ma a L.P.	199,000	0.3769%
	T a	52,800,000	100%

Article 19 Upon the establishment of the Company, as approved by China Securities Regulatory Commission (the "CSRC") and the Hong Kong Stock Exchange, the Company has issued not more than 20,240,000 H shares (including H shares issued upon the exercise of the Over-allotment Option).

In August 2018, the Company completed a non-public issue of 2,460,000 domestic shares to Wenzhou Zhenyan Kangning Investment Management L.P., Wenzhou Jiamei Kangning Investment Management L.P., Wenzhou Enquan Kangning Investment Management L.P., Wenzhou Jiate Kangning Investment Management L.P. and Wenzhou Shouwang Kangning Investment Management L.P..

Upon completion of the aforesaid non-public issue of domestic shares, the Company has a registered capital of RMB75,500,000. The shareholding structure is as follows: 75,500,000 ordinary shares, comprising 20,240,000 H shares and 55,260,000 domestic shares, which include:

No.	Name of shareholders	Shareholding (shares)	Percentage of shareholding
1.	Guan Weili	18,350,250	24.3050%
2.	Guangzhou GL Capital Investment Fund L.P.	15,384,541	20.3769%
3.	Wang Hongyue	3,984,350	5.2773%
4.	Wang Lianyue	3,794,500	5.0258%
5.	Shanghai Tanying Investment L.P.	3,253,180	4.3088%
6.	Shanghai Qiangang Investment Management L.P.	3,253,179	4.3088%
7.	Qingdao Jinshi Haorui Invetsment Co., Ltd.	2,780,000	3.6821%
8.	Ningbo Xinshi Kangning Investment Management L.P.	1,543,000	2.0437%
9.	Ningbo Enci Kangning Investment Management L.P.	258,000	0.3417%
10.	Ningbo Renai Kangning Investment Management L.P.	199,000	0.2636%
11.	Wenzhou Zhenyan Kangning Investment Management L.P.	804,794	1.0660%
12.	Wenzhou Jiamei Kangning Investment Management L.P.	788,921	1.0449%
13.	Wenzhou Enquan Kangning Investment Management L.P.	407,832	0.5402%
14.	Wenzhou Jiate Kangning Investment Management L.P.	267,431	0.3542%
15.	Wenzhou Shouwang Kangning Investment Management L.P.	191,022	0.2530%
16.	Public shareholders of H shares	20,240,000	26.8079%
	Total	75,500,000	100.00%

Article 20 [illegible]

Article 21 [illegible]

[illegible]

Article 22 [illegible]

Article 23 [illegible] RMB50,000,000. Upon completion of the issue of H shares, the registered capital of the Company is RMB73,040,000. Prior to non-public issue of domestic shares in August 2018, the Company had a registered capital of RMB73,040,000.

Upon completion of the aforesaid non-public issue of domestic shares, the registered capital of the Company is RMB75,500,000.

Article 24 [illegible]

Article 25 [illegible]

Article 26 [illegible]

[illegible] 25% [illegible]

Article 27 [illegible] 5% [illegible] 5% [illegible]

[illegible] 30 [illegible]

[illegible]

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, ,
, .

T C :

(1) I ;

(2) P ;

(3) G ;

(4) C ;

(5) O 07(,)12.7 0 13 155.908908 T 0.059

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T a , C a ' , a a a , a a a , a a .

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(1) W C a , a a a a , a a , a a / a a , a a ;

(2) W C a , a a a a , a a , a a , a a / a a a , a a ;
a a , a :

1. W a , a a , a a a , a C a ;

2. W a , a a , a a a , a a / a a , a a ;
, a , a , a a a , a a a , a a a , a a (, a , a)
C a ' , a , (a a a ,) a , a ;

(3) T , a C a , a , C a ' , a :

1. A , , a a ;

2. A a , a a ;

3. R a a , a , a , a a .

(4) A a , a a , a a , a a C a a a a , a , a , a a , a , a a a a , a , a a C a ' , a , (a a a ,).

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, a a C a .

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(3) D , ;

(4) R , a a , , a a , a , , , ., a a A A a ;

(5) P a a C a , a a , (a a a a , a C a a a , a , , a a a a a , C a ' , a);

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(5) T a a a a , a a a a ;

(6) T a a a a a a a .

T , a a , a ' a , C a ' a , .

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T C a a k a a , a
a - . T a a a
PRC a , a a - ,
a a a a .

W , a a , a , a -
, a a , a .

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T , a a a , a :

(1) A , k a C a ' a a
I (2) a (3) A ;

(2) T , ( ) a - , a k
a ( ) k a , ( ) , PRC
a a ;

(3) R , a k a a B a a
a , C a ' a .

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a . T a a a , a a a ,
a a a , , a a ,
, a , , a a , .

C a , a a a , a a a
a , a a a a a a a
k .

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A a . H , , , a , B a
a , a a , , , a
a :

(1) A a , , a a
a a a a a , a ,
a HK$2.50 (a a ,) ,
a B a (, a a
a , L , R , H ,
K , S kE a ,) a a ,
, a ;

(2) T a , H a H , K ;

(3) T , a , a a a a ;

(4) R a a a a , a a a , a a a a , ;

(5) T a a a a , a a a a a ;

(6) T a a a C a .

I B a , a a , C a a a a a a a a a a a a a a , a , a .

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(1) T a a a , a a C a a a a a a . T a a a , a a a a a , a a a a , a a a a a a , a a a a a R a S a .

(2) T C a a a a a a a a a a a a a a a a a a a a .

(3) I C a , a a a a , a , a a , a , a B a ; a , a 90 a , , , a , a a 30 a .

(4) [illegible]

[illegible]

(5) [illegible]

(6) [illegible]

(7) [illegible]

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a .

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a , a a a ,
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, , :

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a a a ;

(2) A a a a a a a a
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, a ( ) a C a a
a , , , ,
a , B a a a a , ,
a ( ) a a a B a .

(2) F a a a , a a
, a a a a
a a , C a ,
a a a a a a .A
a a ; , ,
, a , .

(2) [illegible]

(3) [illegible]

(4) [illegible]

(5) [illegible] Supervisory Committee [illegible]

(6) [illegible]

(7) [illegible]

[illegible]

(6) W C a a , a a , a a C a a , a ;

(7) I a a C a a , a , a C a a , a ;

(8) O , a , a , a , a a A A a .

T C a a a , a C a a a a , a a a a .

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I Supervisory Committee B a , a a , a , a a , a 30 a , a a a a C a a a , a , a a a a a a a C a .

I a a C a , C a , a a , a a a a a a a a .

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(2) Pa a a a , a a ;

(3)

(5) O [illegible]

S [illegible]

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T [illegible]

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(2) A [illegible];

(3) A , a (’)
a a , (,
) , a , ,
, , , , C a , a a a
a , a , a a A
A a .

T , a – A a
a a , :

(1) H , a , a , a ;

(2) H , a , a , a
a 30% C a ’ ,
, ;

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C a a .

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(11) A A A a ;

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(15) R a a ;

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(1) A [illegible] C [illegible] 50% C [illegible];

(2) A [illegible] C [illegible] 30% C [illegible];

(3) T [illegible] 70% [illegible];

(4) A [illegible] 10% [illegible];

(5) T [illegible] [illegible];

(6) O [illegible] C [illegible].

T [illegible] – [illegible] C [illegible], [illegible]. T [illegible] C [illegible] – [illegible] C [illegible] ([illegible] C [illegible]) [illegible] C [illegible].

W [illegible] [illegible].

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(2) T C a a a , a - a a a a ;

(3) S a a , a 10% a C a , a a a , a ;

(4) W B a a ;

(5) W Supervisory Committee a , ;

(6) O , a a , a , a , , a , ( ) a ( ) a C a a A A a .

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(1) U , a , a a , a a , a a , B a a a a , a , a . T B a a , a a a , a a A A a , a a

a a a a a a
10 a a . S a
a a a a a a a a a

(2) I B a a a a a a
a a a
5 a B a . A
a a a a
a a

(3) I B a a a a a
a 10 a
a , a a a
10% a C a a
Supervisory Committee a a a
a a .

(4) I a a a a
a a a a
a 5 a a . A
a a a a
a a

(5) I a a
a a a
a a .
T a a
a 10% a a 90 a a
a

B a a a ( ) a
a a a 10%
a . W a a
a a ( ) a ,
a a a a
a a a C a a .

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A a a a , a a a a
a .

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a a a a a a . T (,
) a a ( ), a ,
a a ( ) a , a a a ,
a a C a , , a
a , , , a a a , , ;

(4) I a a , , a a
a a a a a a a a a ,
, a , a a . I a a , a a ,
, , a a a a a a a
a a a a a a a , a ;

(5) I , , a a , a
a a , ;

(6) A a a a a , a a a
a a a a a a , a , a
a a a a , a a a
, a a a a ;

(7) R

(8) Na

(9) S

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(1) P

(2) W … C

(3) D … C

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A

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[illegible]

[illegible]

(1) [illegible]

(2) [illegible]

(3) [illegible]

[illegible]

a , a , a (,
a a , a , a a) a
, , , a , a , a ,
a a C a .

Article 83 A a a a a , a a
a a a ’ . I a
a a , ,
, a a ,
a a a .

A , a a a a a a , a
, a , a a a , . I
a a , a a , a ,
a a a a a a , a a
a a ; a , a a ,
a a , a , a a
a , a a , a
a a a a a .

Article 84 T , a , a a , , a
a a a a ; a a
, , , a , a a
a a , a , a .

T , , a a a a
a , a , a a , :

(1) Na ;

(2) W a , , ;

(3) I a , a , a
a a a a , a ;

(4) Da , , , a a ;

(5) S , a , (a) a . I a a , a
a a , a , a a a ;

(6) S , , a a
a ;

(7) I a a , , a
, a a a .

Article 85 [illegible]

[illegible]

Article 86 [illegible]

[illegible]

Article 87 [illegible]

Article 88 [illegible]

Article 89 [illegible]

Article 90 T , a a C a ,
, , a , a , a ,
a , a a a .

Article 91 T , a a a a a
B a . W a a B a , a a ,
a a / , , a a a
a a B a (a
a , a a a a
,). W a a
, a a B a , a a ,
a a / , , a a a
, a a a a , . W
a a a a , a a a
, a a , a
. I a a a
a , a a a , a , a ,
a , a ( ) a
, .

I a , a , Supervisory Committee,
a a a , a , .I
a a a , , a a , a /
, , a a , a a
, , .

I a , a , a ,
a a a , .I
a a a a a , a a a , a ,
a a , a , a (, / /
) a , .

I a , a , a a , a ,
, , a , , a a ,
a , a a a a ,
a , a a a a , a .
I a a a a , a a a a
, a , a , a , a , ,
a (, / /) a , .

Article 92 T C a a , a ... a

[illegible]

Article 93 I a a a B a a Supervisory Committee a a a ... Ea

[illegible]

Article 94 D a a a a a a a

[illegible]

Article 95 T a a a a

[illegible]

Article 96 M a a a a B a . T a a :

(1) T a a a a a ;

(2) T a a a a a a a a a a ;

(3) T a a ( ) a a a a (a)) a a a a a a a a a a a C a a a ;

(4) T a a a a a a a ;

(5) S a ’ , , , a ,
a a ;

(6) Na , a , ;

(7) O a A
A a .

Article 97 T a , a , a ,
a a . D , , a B a ,
/ a a a a ,
a , . T , a ,
a a , a a , a
a , a 10 a .

Article 98 T a , a , a , ,
, , a , a . I , a ,
, a a a a a ,
a a , a a a a a
a , , a , a a a
a , , a ( )
a ( ) a C a a .

Section 5 Voting and Resolutions at General Meetings

Article 99 R , a , a a ,
, .

O a , a a , a , a a a
a , a a (, ,)
a , , a .

S a , a a , a , a a a -
, , a a (, ,)
a , , a .

Article 100 W a (,) a , a ,
a , , a , , a
. Ea a a a , , .

S a C a a , , , a a
, a , a a a
a a , a .

S a a a a a a a , , a , ( ) a ( ) a C a a , B a , - , a a a a , a a a a .

W , a , a a a a , a a a a a , , a a a , , a , ( ) a ( ) a C a a . H a , , a a . T , a , , , a , a , - a a a .

I a a a a a , , a a , ( ) a ( ) a C a a , a a a a , a a , a , , a , a a , ( ) a , , a .

Article 101 V , , , a a , a .

Article 102 W a a , a a (,) a , a a a a a .

Article 103 W , a a a , a , a , a a , a a , a .

Article 104 T , a a a a a a , a a , :

(1) W B a a Supervisory Committee;

(2) P , a a a a , a B a ;

(3) T a a a - a , a , B a a Supervisory Committee;

(4) T , a a d a B a d a Supervisory Committee;

(5) A , a d , a d a a , C a ;

(6) A , a C a ;

(7) Ma a , , a a a a , a d a a , d a , , , , , , , k a , ( ) a ( ) a C a a d A A a .

Article 105 T , a a a d a a , a a , a :

(1) I a d , , d a a d , a k d a , a a a d a , C a ;

(2) I , a d ;

(3) D , , , d , a d a C a a , a C a ;

(4) A d A A a ;

(5) A , a d d a a a a a a C a a d a a , a a , d , 30% a a d d a a C a ;

(6) E , a ;

(7) O a , d a , d a , a , , , , , k a , ( ) a ( ) a C a a d a d A A a d a , a , a d a , a d d , a a C a a d , d a a a , .

Article 106 T a a , a d , d d , a , a , a , a d . H d a a a d a a , a d d , .

Article 107 [illegible]

Article 108 [illegible]

Article 109 [illegible]

CHAPTER 9 SPECIAL PROCEDURES FOR VOTING AT CLASS MEETINGS

Article 110 [illegible]

[illegible]

[illegible]

[illegible]

Article 111 [illegible]

F

Article 112 T

(1)

(2)

(3)

(4)

(5)

(6)

(7)

(8)

(9)

(10) a a a a a a ;

(11) a a C a a a a a a a ; a

(12) a a a .

Article 113 S a a a , a a a , a a a a a a (2) (8) a (11) (12) A 112, a a a a a .

T a – a a a a a :

(1) C a a a a a a a a a a a a a a A 32 , a a A A a a –;

(2) C a a a a a a a a A 32 , a a a a a –;

(3) a a C a , a a a a a a a a a a , a a a a a a a a a a a –.

Article 114 R a a a a a - a a a a a A 113.

Article 115 W C a a a a , a a 45 a a a a a a a a a a a a a a . S a a a , 20 a a a C a .

I , , a a
, a , a a a a ,
, a a a a , C a a
a , . I , C a a 5 a
a a a a a a a a , a
a a , , a a , .
U a a , a , , C a a
a , .

I a a a , , , A
a , ( ) a ( ) C a ' a a , ,
, a a .

Article 116 T a , a a a
, a .

T , a a , a , , a
, a , a , . U
C a , A A a C a
a , , a , a , a
a a a a a a , .

Article 117 I a a , a
a a - , a a a
a a .

T a , , a , a a
, , a :

(1) W C a , a a a -
, a , a a a a ,
a a a a , a , a a
, , 12 a , a
a a a - , a , a
a 20% a a , ;

(2) W C a ' a , a a a -
, a , a a
15 a a a , , a
a , S a C , ;

(3) W a a , , a a
, S a C , , a , ,
a a a - , a a
, a , .

CHAPTER 10 BOARD OF DIRECTORS

Section 1 Directors

Article 118 D a , a a 3 a a . A a , - , , a a , , A A a a , a ( ) C a ' a a .

A ' a a , B a . I a ' , a a a , a a a , a a , a a , a A A a a .

A a B a a a a a B a a , a a , I , a a - .

A ' a a , a a a a , , a a a a a a a , a a a a a a a C a .

A a C a .

Article 119 T , a a , a , a , a , a a , a a a a a a H , K , . T a a , a a :

(1) a a C a a a ;

(2) a a ;

(3) I , a a a a a ;

(4) a a a a a a a ;

(5) [illegible]

(6) [illegible]

Article 120 [illegible]

[illegible]

Article 123 W a ’ , a a ,
a a , B a . H
, a , a C a a a a
a a a a a a
a a . T , a
C a , a
, , , a a a a .
O , a , , a a a a
, , , a a
, a a , a ,a
, a a , a a
C a a a .

Article 124 I a a A A a
, a a a B a , a a a a
a a a C a B a . W a a
a a a , , a a a a a a a
, C a B a , a a
a a a a a a a .

Article 125 I a a a , a , a , a a
, a A A a a , ,
a , a a C a , a
a a .

Section 2 Independent Non-executive Directors

Article 126 T C a a a - , .
I - , , C a
a , a ’ , , a a
C a a , a a a (,
a a , a a 5%
a , , a) a a
, , a a , ,
, a C a ’ a a
.

U , a
, C a 15 A A a a a
, a a a a - , .
A - , a a , a
:

(1) B , a a a a , a , a , ( ) C a ' a a a a ;

(2) B a , , ( ) a ( ) C a ' a a ;

(3) Ha a , a a , a a , a , a ;

(4) P a a a , , a , a - , ; a

(5) S a , A A a .

Article 127 N a - B a a B a C a a - , ; a , a a - , a a a a a a a a a a a a . S , , - , a , - , a A A a a - , a a a , a a - , ( ), C a a a a - , , , .

A a - , C a a a H , K , .

Article 128 A - , a a a a C a , a , , a - a , a 6 a .

P / , a - , a a a a . D a a - , , a a a a a C a .

O a C a La a
a a , a , ( )
a ( ) C a ' a a a A
A a , a - a a
a :

(1) S a a a , a a
a , , a
a ( ) , a B a
a a - .P a , a , a
a , a a a , a
a a (a 0.027 T T(C , a)12 (a)0 2 2.6(

Article 130 Ma a - a a a a a , ( ) a ( ) C a ' a a .

Section 3 Board of Directors

Article 131 T C a a B a a a , a , a .

Article 132 T B a a 8 , 3 - . T B a a a a . W a B a a a a . (T a a a a a a a ( ) a a , C a , a a .)

T a a a a (a) B a a a a a a . T a a a a (a) B a a a 3 a a a - .

Article 133 T B a :

(1) , a , a , ;

(2) , a , ;

(3) C a ' , a a a ;

(4) , a a , a a a , a a a , C a ;

(5) , a C a ' , a a a a , ;

(6) , a a C a a a a , a , a a , ;

(7) [illegible] C [illegible];

(8) [illegible] C [illegible] [illegible] C [illegible];

(9) [illegible] C [illegible], C [illegible] [illegible] C [illegible] [illegible];

(10) [illegible] C [illegible];

(11) [illegible] B [illegible], [illegible] [illegible] ( ) [illegible];

(12) [illegible] B [illegible] [illegible] [illegible] C [illegible] [illegible];

(13) [illegible] C [illegible];

(14) [illegible] A [illegible];

(15) [illegible] C [illegible];

(16) [illegible] C [illegible];

(17) [illegible] C [illegible];

(18) [illegible] C [illegible];

(19) [illegible] C [illegible] [illegible] A 64 [illegible];

(20) a a C a ’ a a a , a C a ’ a a a ;

(21) a a a a , a ,, a , a , a ;

(22) a C a ’ a C a G a C L , R, a ;

(23)

Article 134 T B a , a , , , B a , a , , a , - a . T , B a , a , B a , a B a , a a A A a , , a B a a , a .

Article 135 T B a a A C , R a a A a C a N a C , a a a S a , C , a a , B a a .

A C a a 3 a a a - , , a , , a a - , , a a a a , L , R , a a a a a a a a a . T - , a a A C . T a a a C a a - , . T - , a a R , a a A a C , a a a a a - , .

Article 136 W B a , a a , a B a a , a 4 , a 33% a

Article 137 T a a B a a , , a :

(1) , a , a a a B a ;

(2) , a K a , B a ;

(3) a a , a a , C a ;

(4) , a , a a , a B a a a a B a ;

(5) , a , B a a a , a , a , a C a ;

(6) a , a a , a ;

(7) a a a a B a , a a a , B a ;

(8) , , a , , a K a a C a , a , , , a , a B a , ;

(9) a , a , , a , a a a , a C a ' a a , , , a a C a , a B a a , a a ;

(10) , , a , a , a , a , a , a A A a a a B a .

T a a a a a B a K S , a a , a a a , , a a a , a a (a C a a a , a a a a a a , a a). W a a a , a a , a a a , a a a a a a , .

Article 138 T B a a a a a a a a a a a .

R a B a a 4 a a . S a a B a . N a a a a a a a a 14 a a . R a B a a a a a B a a a a a .

T a a , a a a a Supervisory Committee a a a a a a a a B a . T a a B a a a a a a B a 10 a a a , a a a a a a a 5 a a .

I a , a a a a B a , a a a a .

Article 139 T B a , a ( ) a , A 240 A A a .

F a a , a B a , a a a a a a a a a , a B a .

Article 140 A B a , a , :

(1) Da a a , ;

(2) D a , ;

(3) Ca a a a;

(4) Da a .

Article 141 F a a a B a C a , a a a a a a a a a . W a - , a (, a C a) a a a , a , a B a , a B a ' a a , a a , a B a a a , , , a , .

Article 142 T B a , a a a a (,) a .

U a , B a a , a a a a a .

A , a B a , a a . W , a a a a a , a , a a B a a a a , .

Article 143 T a a a B a . I a , a a , a a , a a , a . T a a a a a a a , a , a a a a a a . S a , a .

T a a , a ’ , a . I a a a B a , a a a a a a , / a a a / , , a .

T C a a a a a , B a , . S a ( ) , (, , a a a a), a a a a a a , , a , a .

Article 144 I a a , a , a B a , a a / , , , a / a . S B a , a a - a , , . R B a , a , a a a - . I a - a a B a , a a , a .

Article 145 T B a , a , a a .

Article 146 T B a a B a a T , B a a

Article 147 T B a :

(1) ;

(2) ( );

(3) ;

(4) ;

(5) , (, , , ,).

CHAPTER 11 SECRETARY TO THE BOARD

Article 148 T C B . T C .

Article 149 T B , , B .

T B :

(1) , C , ;

(2) , C , , ;

(3) , C , C , , C ;

(4) , , , , A A .

Article 150 D , B . N ( ) , , C , B .

[illegible]

Article 151 [illegible]

CHAPTER 12 COMPANY SECRETARY

Article 152 [illegible]

Article 153 [illegible]

Article 154 [illegible] 15 [illegible]

Article 155 [illegible]

CHAPTER 13 GENERAL MANAGER

Article 156 [illegible]

[illegible]

Article 157 [illegible]

[illegible]

[illegible]

Article 158 [illegible]

(1) [illegible]

(2) [illegible]

(3) [illegible]

(4) [illegible]

(5) [illegible]

(6) [illegible] C[illegible];

(7) [illegible] C[illegible];

(8) [illegible] B[illegible] C[illegible] ( ) [illegible];

(9) [illegible] B[illegible];

(10) [illegible] A[illegible] A[illegible] B[illegible].

Article 159 T[illegible] C[illegible] B[illegible]. A[illegible].

Article 160 T[illegible] B[illegible].

T[illegible]:

(1) [illegible];

(2) [illegible];

(3) [illegible] B[illegible] Supervisory Committee;

(4) [illegible] B[illegible].

Article 161 W[illegible]

CHAPTER 14 SUPERVISORY COMMITTEE

Section 1 Supervisors

Article 162 T a 3 a . U , a a - a .

Article 163 A a a a a a a a a .

Article 164 W a a , a , a , , , , a , Supervisory Committee a , , a a a a 0 50.76.15 1 T -0 1 145.231T -38 a

Section 2 Supervisory Committee

Article 169 The Company shall establish a Supervisory Committee.

Article 170 The Supervisory Committee shall be composed of five supervisors, one of whom shall be the chairman of the Supervisory Committee.

The appointment and dismissal of the chairman of the Supervisory Committee shall be passed by more than two-thirds of its members.

Article 171 The Supervisory Committee shall be composed of shareholder representative supervisors, independent supervisors and employee representative supervisors. The shareholder representative supervisors and independent supervisors shall be elected and dismissed by the general meeting, and the employee representative supervisors shall be no less than one-third of the members of the Supervisory Committee, and democratically elected and dismissed by the Company's employees.

Article 172 The Supervisory Committee shall be accountable to the general meeting and exercise the following functions and powers according to laws:

(1) to examine the Company's financial standing;

(2) to supervise the directors and senior management officers to ensure that they perform their duties to the Company not in violation of any laws, administrative regulations or these Articles of Association, and to put forward suggestions for dismissing any directors or senior management officers who are in violation of laws, administrative regulations, these Articles of Association or resolutions of thegeneral meetings;

(3) to demand rectification made by a director and any other senior management officers when the act of the foregoing persons damages the Company's interests;

(4) to verify the financial information such as the financial reports, business reports and profit distribution plans and others to be submitted by the Board to the general meetings and, should any queries arise, to entrust, in the name of the Company, certified public accountants and practicing auditors to conduct a review thereof;

(5) to propose to convene an extraordinary general meeting and to convene and preside over general meetings when the Board fails to perform such duties of convening and presiding over general meetings;

(6) [illegible];

(7) [illegible] B [illegible];

(8) C [illegible] C La ;

(9) [illegible] C [illegible];

(10) [illegible] A [illegible].

Article 173 T [illegible] Supervisory Committee [illegible] Supervisory Committee. [illegible]

W [illegible].

Article 174 T Supervisory Committee [illegible] Supervisory Committee ([illegible] A [illegible]) [illegible].

Article 175 A [illegible] Supervisory Committee [illegible]. T [illegible].

R [illegible].

Article 176 T [illegible] Supervisory Committee. S [illegible]

S [illegible]

Article 177 A [illegible] Supervisory Committee [illegible] 10 [illegible]
A [illegible] Supervisory Committee [illegible] 3 [illegible]

A [illegible] Supervisory Committee [illegible]:

(1) [illegible];

(2) [illegible];

(3) [illegible].

Article 178 T C [illegible] Supervisory Committee. S [illegible] (
[illegible]), [illegible]

T [illegible] C [illegible].

CHAPTER 15 QUALIFICATIONS AND OBLIGATIONS OF THE COMPANY'S DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Article 179 A a a a , a C a a a :

(1) A a a a ;

(2) A a a a , , , a a a a a a a ; a a a a a 5 a a a a a ;

(3) A a , a a a a a a a a a a a , a 3 a a a a ;

(4) A a a a a a a a a a , a 3 a a a ;

(5) A a a a a a a ;

(6) A a a a a a a a a a a ;

(7) A a a a a S a C a a a a ;

(8) A a a a a a a a a a a a ;

(9) A [illegible] 5 [illegible];

(10) A [illegible];

(11) O [illegible] C [illegible].

T [illegible] S [illegible] C [illegible].

Article 180 T [illegible] C [illegible].

Article 181 I [illegible] C [illegible] C [illegible] S [illegible] C [illegible]:

(1) [illegible] C [illegible];

(2) a [illegible] C [illegible];

(3) [illegible] C [illegible] C [illegible];

(4) [illegible] C [illegible] A [illegible] A [illegible].

Article 182 Ea [illegible]

Article 183 T [illegible]

(1) [illegible]

(2) [illegible]

(3) [illegible]

(4) [illegible]

(5) [illegible]

(6) [illegible]

(7) [illegible]

(8) [illegible]

(9) [illegible]

(10) a , , , , , a , C a , a , a C a ' a C a a a , , a ;

(11) a a C a , C a , a a a , , ' a ;

(12) , a A A a , , , a a , C a ' a a C a , , a , B a ;

(13) a a C a , , a a a ;

(14) , a a a a C a a a , , , a , , a , a C a ; , a a , a , a :

1. a a ;

2. , , , ;

3. , , , , a a C a .

Ga , a , A a A a , C a , a a , C a a a , , a A a a a , a .

Article 184 D , , a a C a a a , (a a C P –) a , , a a a a , a a :

(1) [illegible] a [illegible] C [illegible] a ;

(2) [illegible] a [illegible] a [illegible] I (1) [illegible] A [illegible] ;

(3) [illegible] a [illegible] a [illegible] a [illegible] C [illegible] a [illegible] a [illegible] I (1) a [illegible] (2) [illegible] A [illegible] ;

(4) [illegible] a [illegible] a [illegible]

A a , a a a , a a a ,
a a a a , a ,
a , .

U , , a a
C a a , B a a , a
a a A a a a a
B a a a , a , , a a
a , C a a , k
a , a a a , , a a
a a a , , k , a , a
, , a a .

A , , a a C a a
a a a a a , a a
a a , a C P , , a
a a a .

Article 188 I a a , , a a
C a , a B a C a
a a , a a a , ,
, a , a , , , a
, , a a C a a a
a , a a a a , a a
C a , , a a a
a , , , A C a , a
a / , a a a , a a
.

Article 189 T C a a , a a , a a a
, , a a .

Article 190 T C a a a a a a a
, a , , a a C a
a C a ’ a a , C P
, , .

T , a a a a , ,
, a :

(1) C a a , a C a a , a ;

(2) C a a , a , a a C a , a a a a , a , a , a C a ; a

(3) I a a , C a a a , C a a a a , a a a C a P , a a a a , a .

Article 191 A , a C a a , A , , a a a a , a a .

Article 192 A , a , a C a a 1 A 190, a , C a , :

(1) a a C P a , a C a a , a a , a ;

(2) a a C a a , a a a , a .

Article 193 F , A C a , , – a a a a a , a a a , a a .

Article 194 W , a C a a / , C a , C a a , a , a a a a a , a :

(1) a , a C a a a / , ;

(2) [illegible]

(3) [illegible]

(4) [illegible]

(5) [illegible]

(6) [illegible]

Article 195 [illegible]

(1) [illegible]

(2) [illegible]

(3) [illegible]

(4) [illegible]

[illegible]

[illegible]

(1)

(2)

(3) 244

Article 196

(1)

(2)

Article 197

CHAPTER 16 FINANCIAL ACCOUNTING SYSTEM AND DISTRIBUTION OF PROFITS

Article 198 [illegible]

Article 199 [illegible]

[illegible]

Article 200 [illegible]

Article 201 [illegible]

[illegible]

[illegible]

T C [illegible] T [illegible]

Article 202 T [illegible] C [illegible] PRC [illegible] PRC [illegible] C [illegible] I [illegible] F [illegible] C [illegible]

Article 203 I [illegible] C [illegible] PRC [illegible] PRC [illegible] C [illegible]

Article 204 T C [illegible] 60 [illegible] 120 [illegible]

T C [illegible]

Article 205 T C [illegible] A [illegible] C [illegible]

Article 206 T [illegible]:

(1) [illegible];

(2) [illegible] S a C [illegible]

Article 207 W a a a - a a ,
a a a 10% a C a ' a
. T C a a a a a
a , a a a C a ' a a
a 50% C a ' a a .

S a , a a a C a ' a
a C a
a , a ' a a
a a a a
a a a .

A C a a a a a
a - a , a a a a a
a - a , a .

A C a a a a a a
a a a
a a a a ,
a a a a a
A A a .

S a a
a a a a
a a , a a a a ,
a
C a .

N a a C a
C a .

Article 208 T C a a C a '
, a a C a a
C a ' a a . H , a a a a
C a ' .

W a a a , a
a a a a 25% a a
C a .

Article 209 T C a a (a , a):

(1) a ;

(2) a ;

(3) a , a , a , a ( ) .

T C a a a a RMB a . S a C a , a a a a R a H K a . S H K a , C a ' a a a a a a S a a , a .

T B a a a a a a , a C a .

Article 210 A a , a a a a C a a a , a a a a a a , a a a ( ).

Article 211 T C a a a a , a a a a a a , a a a a a .

T , a a C a a , a ( ) , , a K a , ( ) , .

T , a a C a , a HK S E a , a a , a , T O a H K .

S ... PRC ...

T C ...

I ...

T C ...

(1) ...

(2) ...

Article 212 A ...

Article 213 T C ...

CHAPTER 17 APPOINTMENT OF AN ACCOUNTING FIRM

Article 214 T C a a , a a a a a , a S a a a a a C a .

T a , C a a a a a , a a a . T a a a a , a a a a , a a .

S C a ' a , a a , a a a , B a a , a .

Article 215 T a a , a C a a , a a , a a a .

Article 216 A a , a C a a :

(1) , a , a , a , C a a a a a a C a a a a ;

(2) , C a a a a a a a , a a a a ;

(3) , a a , a , a a a a a a , a a a a a a a C a .

Article 217 I a , a a , B a a a a , a a . H , a a , a C a , a a , a a .

Article 218 Sa a A 217, a a C a , a . T B a a a a , a a .

[illegible]

Article 219 [illegible]

Article 220 [illegible]

[illegible]

(1) [illegible]

(2) [illegible]

1. [illegible]

2. [illegible]

(3) [illegible]

(4) T a , , a a , :

1. , a , a a ;

2. , a , a , a a a ; a

3. , a , , a a a a .

T a , , a a a , a , , , a a , , , , a , a a a C a .

Article 221 W C a , a a , , a . T a , , a , a . W a a , , a , a , a , a C a .

(1) T a , a , , a , a C a . S a a a C a a a a . T a :

1. a , a a a a C a ;

2. a , a a a .

(2) W 14 a , , , a a a (1) A , C a a a a . P a a a , a a a a (1) 2. A , C a a a a , a a a a a . T C a a a , a , , a a a a a - , a a , a , , , , a a a , , a

(3) In addition to the circumstances prescribed in paragraph (1) 2. of this Article, a Bank may also apply to the China Banking and Insurance Regulatory Commission for approval to dissolve and liquidate itself.

CHAPTER 18 MERGER, DIVISION, DISSOLUTION AND LIQUIDATION

Section 1 Merger and Division

Article 222 The merger of a Commercial Bank may be conducted by way of merger by absorption or merger by consolidation. After the merger of Banks, the creditor's rights and debts of the parties to the merger shall be assumed by the surviving Bank or the Bank newly established by the merger. The Commercial Bank that is dissolved by the merger shall cancel its registration with the market regulatory administration in accordance with law. The Commercial Bank that is newly established by the merger shall apply to the market regulatory administration for registration of establishment in accordance with law.

For the merger of Banks, the Banks shall enter into a merger agreement, and shall prepare a balance sheet and an inventory of assets. The Commercial Bank shall notify its creditors within ten days from the date of making a resolution on the merger, and make a public announcement in a newspaper or on the National Enterprise Credit Information Publicity System within thirty days. The creditors may, within thirty days from the date of receiving the notice or, for those who do not receive the notice, from the date of the public announcement, require the Commercial Bank to pay off the debts or provide corresponding guarantees.

Article 223 The division of a Commercial Bank may be conducted by way of spin-off or split-up.

After the spin-off of a Commercial Bank, the creditor's rights and debts of the Commercial Bank shall be assumed by the Commercial Bank after the spin-off and the Commercial Bank newly established by the spin-off in accordance with the agreement entered into between them. The Commercial Bank shall prepare a balance sheet and an inventory of assets, and shall notify its creditors within ten days from the date of making a resolution on the spin-off, and make a public announcement in a newspaper or on the National Enterprise Credit Information Publicity System within thirty days. The Commercial Bank that is newly established by the spin-off shall apply to the market regulatory administration for registration of establishment in accordance with law. The Commercial Bank that is dissolved by the split-up shall cancel its registration with the market regulatory administration in accordance with law.

In the case of a split-up of a Commercial Bank, the creditor's rights and debts of the Commercial Bank shall be assumed by the Commercial Bank newly established by the split-up, unless otherwise agreed by the creditors and the Commercial Bank before the split-up.

Article 224 A [illegible]

A [illegible]

D [illegible]

Article 225 W [illegible]

Section 2 Dissolution and Liquidation

Article 226 T [illegible]:

(1) A [illegible];

(2) T [illegible];

(3) I [illegible];

(4) T [illegible];

(5) I [illegible];

(6) I ... C ... 10% ... C ...

Article 227 W ... C ... A ... 226 (1), (2), (5) ... (6) ... A ... A ... 15 ... T ... W ...

W ... C ... A ... 226 (4) ... A ... A ...

Article 229 T a a a, 10 a a, a, a a, 60 a, a a a a a ( ) a C a /a . C a, 30 a 45 a a a a a a a, ' a a .

W ' , a a a a a a , a a ' , a a . T a a a ' .

T a a a a a a ' .

Article 230 T a a a a :

(1) a C a , a a a a a a a ;

(2) a a ;

(3) a a C a ;

(4) a a a a a a ;

(5) a a ;

(6) a a ; a

(7) a a a a C a .

Article 231 A a a a a a C a a a a a a a a a , a a a a , a ' a .

T a a a a a a , a , a a a a a , a a a C a a a a a a a a .

CHAPTER 19 AMENDMENT TO ARTICLES OF ASSOCIATION

Article 235 T C a a A A a a a , a , a a A A a .

Article 236 U a , C a a A A a :

(1) A a a C a La a a , a A A a a a a ;

(2) T a a C a a , a A A a ;

(3) T a a a A A a a .

Article 237 A A A a a , a a , a a a a a , a a . S a C a , a a a a a a a .

Article 238 T B a a A A a a , a a a .

N a , a a a , , a B a A A a :

(1) W a a a a , a (a a a a , a , a a , a a a C a A A a), B a a A A a a , a ;

(2) I a a , a a
a , A A a a
, a , a B a
a A A a a a
, a .

Article 239 A a A A a a a
a a , , a
a ( ) a C a a , a
, a a a .

CHAPTER 20 NOTICE

Article 240 N C a a , a a :

(1) a ;

(2) ;

(3) a a ;

(4) , a , , a a , , k
a , ( ) a ( ) a C a a
, a C a ' , a
a k a , ;

(5) , a , ;

(6) a a C a a
a a , ;

(7) a a a , a a
a ( ) a C a a a ,
A A a .

W C a , a , a , a a
a a a , ,
a , a .

U , A A a ,
a - , a a , a
a , a - - , ,
a , , HKE -EPS HK S KE a ,
, a a a a a

L , R . T a , a a , C a ' . I , a a a - , a a a a , a .

U , , a , – A A a a , a a PRC a , a , a , a a A A a , a , , a C a a PRC a a , a , a a S a C , ; a , a H a H , K , a , a , a A A a , a , , a , H , K , a a a , a . A , , a , C a 13 L , R , C a H , K , S E a , a E , a , a , a , a a E , a a .

U C a ' a a , a ( ) a ( ) a C a a , a / , C a a , a a - , a a a , , , , C a a a a a ' a ( ) a ( ) a C a a , a a a a , a , , a a a , a .

Article 241 U A A a , a a a , A a a a , a , a B a Supervisory Committee.

Article 242 I a , a a a (a a) , . I , a a a . I a a , - a , a a a . I , a , a , a a , a , a .

Article 243 W a a E a a C a , a , , , a a a ( ) a ( ) a C a a , a a a a C a , a E , C a a a a a a a a , a C a a E , C a a a .

CHAPTER 21 SETTLEMENT OF DISPUTES

Article 244 T C a a , , , :

(1) W a a a a a A a , C a La a a a a - , a a C a , a a - , a a a a a a a a , a a a a a a , a a , a a a a .

W a , a a a , a a ; a a a a a a a a a , a a a a a a a a a C a C a , a a .

D a a a a a a .

(2) T a a a a a a C a I a E a T A a C a a a a H K I a a A a C a a a a . O a a , a a a a , a a a a a a .

(3) T a PRC

(4) T

CHAPTER 22 SUPPLEMENTARY ARTICLES

Article 245 D

(1) I A A

(2) A

(3) A

Article 246 I A A