北京京能清潔能源電力股份有限公司

(Incorporated in the People's Republic of China with limited liability)

* This document is issued for information purposes only. For definitions of certain terms used herein, please refer to the section headed "Definitions" in this prospectus. Unless otherwise specified, all references to Chinese nationals in this prospectus shall mean Mainland Chinese nationals.

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T ada he e ie f he de d e f cia i ake ec , e ab i h he de a e- ed e e ie e xh Chi e cha ac e i ic , a d afeg a d legi i a e igh a d i e e f Beiji g Ji g e g Cl ea E e g C ., Li i ed (he) a d i ha eh lde a d c edi , a d eg la e ga i ai a d ac f he C a , hi A ide f A cia i f la ed , a he C a La x f PRC (he C a La x, he La x f E e ie S a e- ed A e f he PRC, he C i i f he C , i Pa f Chi a, he Sec ie La x f PRC (he Sec ie La x, he S ecial P i i f S a e C cil O e ea F d ai i g a d Li i g f Li ied C a (he S ecial P i i), he Ma da P i i f he A ide f A cia i f he C a ie be Li ed O ide he PRC, he G ide ie f A ide f A cia i f Chi e e Li ed C a ie , he R le G e i g he Li i g f Sec ie The S ck E cha ge f H g K g Li ied, a d he de e a i i .

The C a i aj i ck li ied c a d l ic a ed i acc da ce xh he C a La x he Sec ie La x he S ecial P i i , a d he de e a a el a x a d eg la i .

A ed b he A al S a e-O ed E i Ma age e I e Rela i g Beiji g Ji g e g Cl ea E e g C ., Li ied (P e a i g) (G Zi Cha Q a 2010 N .757), i ed b S a e- ed A e S e i i a d Ad i i a i C i i f he S a e C cil 3 A g 2010, he A al f Mi i f C e ce C e f Beiji g Ji g e g E e g Tech l g I e e C ., L d., Cha ge i F eig I e ed J i S ck C a (Sha g Zi Pi 2010 N .822), i ed b he Mi i f C e ce 13 A g 2010, xh all ha eh lde f he igi al Beiji g Ji g e g E e g Tech l g I e e C ., Li ied a he e , h gh he e all c e i fa di ed a dc fi ed b k e a e f he igi al Beiji g Ji g e g E e g Tech l g I e e C ., a a 30 A il 2010, a d c d cig e all al e a i , he C a ie abli hed a d egi e ed a Beiji g Ad i i a i f Id a d C e ce 25 A g 2010, xh he E e ie Lega Pe B i e Lice e (egi a i be 110000002224112) g a ed.

The e f he C a a e Beiji g E e g I e e H ldi g C ., L d., Beiji g I e a i al Elec ic E gi ee i g C ., L d., Beiji g S a e A e Ma age e a d Ad i i a i Ce e , Beiji g Di ic Hea i g (G) C ., L d., Beiji g She gh i Scie ce a d Tech l g De el e C ., L d., Beiji g E e ie E e g Tech l g I e e C . Li ied a d BARCLAYS BANK PLC.

The egi e ed Chi e e a e f he C a i 北京京能清潔能源電力股份有限公司; a d he E gli h a e f he C a i BEIJING JINGNENG CLEAN ENERGY CO., LIMITED.

Add e f he C a : R 118, N .1 Zi G ag Ea R ad, Bada g Ec ic
De d e Z e, Ya i g C , Beiji g
P al c de: 100028
Tde e h e N .: 010-64469988
Fa N .: 010-64469736

The chai a f he b a d f di ec i he C a ' lega e e e a i e.

The C a i a e e a j i ck li ied c a .

All he C a ' a e a e di ided i e a l ha e . Each ha eh lde i e ible he C a , hi b c ibed ha e . The C a i e ible f i deb , i al a e .

A ed h gh a e l i a he ge e al ee i g a d b de e a a h i ie f he a e, hi A ide f A cia i ake effec he da %e he e ea li ed f eig ha e i ed b he C a a e li ed a d c e ce dea i g i The S ck E cha ge f H g K g Li ied. F he effec i e da e f hi A ide f A cia i , hi A ide f A cia i hall e lace he e i a ide f a cia i f he C a %hich ha bee fi ed %h he i d a d c e ce ad i i a i .

F he effec i e da e f hi A ide f A cia i , hi A ide f A cia i hall bec e a l egall bi di g d c e %hich eg la e he C a ' ga i a i a d ac , he igh a d bliga i be %e he C a a d ha eh lde , a da g he ha eh lde .

Thi A ide f A cia i hall be l egall bi di g he C a ' ha eh lde , he C a , e be f he C i ee f he C , i Pa f Chi a (C i i f Di ci li e I ec i), di ec , e i , e i ffice , %h ch e e d bei g e i led d ai f igh a e d a i g he C a , a d de ake c e di g bliga i i acc da ce %h hi A ide f A cia i .

Wi h e j dice he i i f A ide 243, a d acc di g hi A ide f A cia i , e ha eh lde ca e he he ha eh lde , he ha eh lde ca e he C a ' di ec , e i a d e i ffice . The ha eh lde ca e he C a . The C a ca e he ha eh lde , di ec , e i a d e i ffice .

F he e e f he ab e a ag a h, he e e _ hall i d de he i i ia i f ceedi g i ac a lica i a a bi a i ga i a i f a bi a i .

The e i ffice _i hi A ide f A cia i efe he ge e al a age , de , ge e al a age , ec e a he b a d f di ec , chief acc , a a d he e e e l a i ed b he b a d f di ec a he C a ' e i ffice . The e ge e al a age _, de , ge e al a age _ hall efe he ge e al a age _ a d de , ge e al a age _ i he C a la x a d he e chief acc , a _ hall efe chief fi a cial ffice _ i he C a La x

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I acc da ce x h he i i f he C i , i f he C , i Pa f Chi a, he c a hall e abli h ga i a i f he C , i Pa f Chi a; he ga i a i f he Pa (he Pa O ga i a i) hall la he c ele ade hi le, h di g c ec di ec i , a agi g e all i , a i a de , i g he i le e a i f he g e e ' al . The x ki g , i f he Pa hall be e abli hed ca , he ac i i ie f he Pa .

The c a hall ide he ece a c di i f he ac i i ie ca ied , b he Pa O ga i a i . The i i , i a d affi g f he Pa O ga i a i hall be i d , ded i he C a ' a age e ga i a i a d affi g. The x ki g f, d f he Pa O ga i a i hall be i d , ded i he C a ' b, dge a d hall be di b, ed f he a age e fee .

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I c lia ce x h he C i , i f PRC a d he de e a i i , he C a hall ad de c a ic a age e e , legi i a e ga ie lab , i , c d c lab , i ' ac i i ie a d ec he la x l igh a di ee f he e l ee . The c a hall ide he ece a c di i f he ac i i ie fi lab , i .

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The C a a i e i he e e ie . H e e, i hall bec e ea ca ia l c ib, ha hall bea j i liabl i ie f he deb f he e e ie i e ed, , le he e e ided f b la x

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The e a i al bjec i e f he C a a e: i i e i d ial , c , ea di ee e ie efficie c x h ad a ced ech l g a d a age e e ie ce, achie eg di e e e, f he ha eh lde f he C a , a d e he de d e f d ea e e g a de i e al eci i he ca ia l.

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The C a ' c e fb, i e hall be i acc da ce x h he ie a ed b he c a egi a i a, h iie .

The C a ' legall egi e ed c e f e a i hall be: x ge e a i a a ed e a i ie , hea i g e ice, i e e c , l a c a d x , l a a l e a i ie .

The C a hall ha e di a ha e a all i e. I a ha e he ki d f ha e a eeded, , a al b hea h iie ha a ea h ied b he S a e C , cil.

The C a ha e hall be i he f f ha e ce ifica e.

All he ha e i ed b he C a hall ha e a a e which hall be RMB1 f each ha e.

The RMB e i ed i he ecedi g a ag a h efe he la cl e c f he PRC.

C a ha e hall be i ed ba ed he i ci le f e e , fai e a dj ice. Sha e f he a e da hall ca e al igh .

F he a ed a f ha e f he a ei a ce, each ha e hall be i ed a he a ec di i a d ice. A i i di id al hall a he a e ice f a ch ha e b c ibed.

The C a a i e ha e i e i ide he PRC a di e ide he PRC, a al f he S a e C , cil a h iie i cha ge f ec iie.

F he , e f he ecedi g a ag a h, he e i e ide he PRC hall efe i e f f eig c , ie H g K g, Maca Tai a ha b c ibe f ha e i ed b he C a . The e i e i ide he PRC hall efe i e i ide he PRC, e d di g he ab e- e i ed egi , ha b c ibe f he ha e i ed b he C a .

The ha e i ed b he C a i e i ide he PRC f b c i i Re i bi hall be efe ed a d e ici e e ha e . The ha e i ed b he C a i e ide he PRC f b c i i f eig c e c hall be efe ed a f eig i e e ha e . The e ea li ed f eig i e e ha e hall be efe ed a e ea li ed ha e .

The e f eig c e c i he ecedi g a ag a h hall efe he la cl e c f ed c e ible i he c , ie egi (e ce f RMB), which i ec g ied b a ef eig e cha ge a h i a d acce able a f he ha e.

The e ea li ed ha e i ed b he C a which i li ed i H g K g i efe ed a H ha e, a ed , he RMB-de i a ed ha e a ed b he H g K g S ck E cha ge f li i g a e b c i i a d adi ga e i H g K g dlla . U a al f he S a e C , cil age cie a h ied b he S a e C , cil, a d h he c e f H g K g S ck E cha ge, he d e ici e e ha e ca be c e ed i H ha e.

Af e he ab e-_e i ed i , a ce a d ffe i g, he ca i a l , c , e f he C _ a c _ i e f 8,244,508,144 i , ed di a ha e i a l, f %hich:

Beiji g E e g I e _e H ldi g C ., L d, h ld 5,081,793,482 d _e ic ha e , e e e i g 61.639% i he C _ a ' a l ha e ca i a l;

Beiji g I e a i a l El ec ic E gi ee i g C ., L d., h ld 92,654,249 d _e ici e _e ha e , e e e i g 1.124% i he C _ a ' a l ha e ca i a l;

Beiji g S a e- %ed Ca i a l O e a i a d Ma age_e Ce e h ld 224,348,291 d _e ici e _e ha e , e e e i g 2.721% i he C _ a ' a l ha e ca i a l;

Beiji g Di ic Hea i g (G , _) C ., L d. h ld 16,035,322 d _e ici e _e ha e , e e e i g 0.194% i he C _ a ' a l ha e ca i a l;

Sha eh lde f e ea li ed ha e (H ha e) h ld 2,829,676,800 ha e , e e e i g 34.322% i he C _ a ' a l ha e ca i a l.

The d _e ici e _e ha e i , ed b he C _ a a ece a l de ied a he Chi a Sec, i ie De i a d Cl ea i g C _ a i Li _i ed. The H ha e f he C _ a a e _ai l , de he ce a l de i ' c, d , %hich be g H g K g Sec, i ie Cl ea i g C _ a Li _i ed a d _a a l be held b ha eh lde i i di id, a l a _e .

Af e he _la f i , i g e ea li ed ha e a dd _e ici e _e ha e ha e bee a _ ed b he S a e C , cil a, h iie i cha ge f ec, iie , he C _ a ' b a d f di ec _a a a ge f i _l e _e a i f , ch _la b _ea f e _a a e i , a ce .

The C _ a ' _la f i , a ce f e ea li ed ha e i acc da ce %h he _ ecedi g _a ag a h _a be i _l e _e ed %hi 15 _ h , _ a _ a l b he S a e C , cil a, h iie i cha ge f ec, iie .

Whe e he C _ a i , e e ea li ed ha e a dd _e ici e _e ha e e a a d a he a l , _be f ha e _ ecified i he i , a ce _la , , ch ha e hall be f ll , b cibed i e i gle i , a ce. Whe e _ecial ci c, _ a ce _a ke i i _ ib le f e e , ch i gle i , a ce be f ll , b cibed, he ha e _a be i , ed i e e al age , , bjec he a _ a l f he S a e C , cil a, h iie i cha ge f ec, iie .

The egi e ed ca i a l f he C _ a i RMB8,244,508,144.

U le he ☒e ided i hela☒a d ad i i a ie eg la i ,li i g le f he ha e 'li i g lace, hi A ide f A cia i , he ha e f he C a a be a fe ed acc di g la☒☒h a lie . The a fe ed ha e hall be egi e ed i egi a i age c a i ed b he C a .

The C a hall acce i ha e a he bjec f a ledge.

The ha e f he C a held b he e hall be a fe ed☒hi e ea f he da e f e abli he f he C a . The ha e i ed bef e he C a bid i e a ha e hall be a fe ed☒hi e ea f he da e☒e he ha e f he C a a eli ed a d aded i a ck e cha ge.

The di ec , e i a d e i ffice f he C a hall e he C a he ha e held b he a d he cha ge he e f. D i g he e f hei ffice, he ha e a fe ed b a f he each ea hall e ceed 25% f he al ha e f he C a ha he hld . The ha e f he C a held b he af e aid e hall be a fe ed☒hi e ea f he da e☒e he ha e f he C a a eli ed a d aded i a ck e cha ge. If a f he af e aid e lea e f hi , he hall a fe he ha e f he C a ha he hld ☒hi i h f ch de a e. If he li i g le f heli i g e e f he ha e f he C a ide he☒e e ici a fe fH ha e , ch le hall e ail.

If a di ec , e i e i ffice f he C a , a ha eh lde h ldi g 5% e f he ha e f he C a el he ha e f he C a ☒hi i h , b i g h e hae, b he ha e ☒hi i h af e eli g, all he gai a i i g he e f hall bel g he C a . S ch gai hall be c llec ed b he b a d f di ec f he C a . B if a ec , i ie c a , de☒ie , ld ha e , he eb h ldi g e ha 5% f he ha e , he al e f he e ha e hall be bjec he aid i h e ici .

If he b a d f di ec f he C a d e c l ☒h he f eg i g a ag a h, he ha eh lde ca e e he b a d d ☒hi 30 da . If he b a d d e e f ce , ch igh ☒hi he aid e i d, he ha eh lde a ee ile d c e ce li iga i i c , i hei ☒ a e f hei e e f he C a .

If he b a d f di ec f he C a d e c l ☒h he fi a ag a h, he e ible di ec hall be j i l a d e e all e ible i acc da ce ☒h hela☒

Acc di g e ai al a dde el e eed, he C a a, acc di g hela d eg lai a d e l, i fge eal ee i g, i ce a e he ca ial , , a de a i f hi A ide f A cia i .

The C a a i ce a ei ca ial b he f ll g eh d:

(1) P blici , a ce f ha e;

(2) N - , blici , a ce f ha e;

(3) Di ib, i f b , ha e e i i g ha eh lde;

(4) C e i f c e e ei ca ial;

(5) O he eh d e cibed b hela d eg lai a ed b he de a eg la a h iie.

I ce a i g ca ial b i , i g e ha e hall ca ied , i acc da ce h he ced, e ecified i de a Sa ela a dad i i a i e eg lai af e ha i g bee a ed i acc da ce h hi A ide f A cia i .

The C a a ed, ce i egi e ed ca ial. If he C a ed, ce i egi e ed ca ial, , ch ed, c i hall be i acc da ce h he e, ie e f he C a La x he de a ed eg lai a d hi A ide f A cia i .

If he C a ed, ce i egi e ed ca ial, a bala ce hee a da i e f a e h, ld be e a ed.

Whe he C a ed, ce i egi e ed ca ial, he C a hall if he c edi a d ake a , blic a , ce e i acc da ce h i i f he C a La e a i deb ide c e di g g, a a ee a e, ied b he c edi .

The ed, ced egi e ed ca ial f he C a a be le ha he a , i i , .

The C a a , i he f ll g cic , a ce , e , cha e i i , ed , a di g ha e acc di g legal ced, e f ll g he ad i fa e i e e l, i i acc da ce h he ced, e ided f i hi A ide f A cia i , a d, b i i a da al b he de a Sa ea, h iie:

(1) Ca cel a i f ha e i de ed, ce i egi e ed ca ial;

(2) Me ge h a he c a h ldi g ha e i he C a ;

(3) A a ke f e d, di ib i f ha e aff f he C a ;

(4) Ac i i i f ha e he d b ha eh de (hei e e) e agai a e i ed i a ge e a ee i g he e ge di i i f he C a ;

(5)

U ca cel a i f he i f ha e b gh back, he C a hall a l he igi al c a egi a i a h i f egi a i f he cha ge i egi e ed ca ial.

The a , f he C a ' egi e ed ca ial hall be ed ced b he al a al e f he ha e ca celled.

U le he C a ha al ead e e ed i he li ida i age, i c l [illegible] h he f ll [illegible] g i i b ig back i i ed a d a di g ha e:

(1) Whe he C a b back ha e a hei a al e, he a , he e f hall be ded c ed f he b k bala ce f di ib able fi a d/ f he ceed f a e[illegible] ha e i a ce ade b back he ld ha e;

(2) Whe he C a b back ha e a a ice highe ha hei a al e, he i c e di g hei a al e hall be ded c ed f he b k bala ce f di ib able fi a d/ f he ceed f a e[illegible] ha e i a ce ade b back he ld ha e; a d he i i e ce f he a al e hall be ha dled acc di g he f ll [illegible] g e h d:

1. Whe e he ha e b gh back [illegible] e i ed a hei a al e, he a , hall be ded c ed f he b k bala ce f di ib able fi ;

2. Whe e he ha e b gh back [illegible] e i ed a a ice highe ha hei a al e, he a , hall be ded c ed f he b k bala ce f di ib able fi a d/ f he ceed f a e[illegible] ha e i a ce ade b back he ld ha e; h [illegible] e, he a , ded c ed f he ceed f he e[illegible] ha e i a ce hall e ceed he al e i, b ai ed a he i e f i a ce f he ld ha e e, cha ed e ceed he a , i he C a ' e i, acc ca ial c e e acc (i d di g he e i, f he e[illegible] ha e i a ce) a he i e f e, cha e;

(3) The , aid b he C a f he, , e e f h bel [illegible] hall be aid f he C a ' di ib able fi :

1. Ac iii f he igh b back i [illegible] ha e;

2. A e d e a c ac f e, cha e fi [illegible] ha e;

3. Rel ea e f a fi bliga i de a e, cha e c ac.

(4) Af e he a al e f he a ,lled ha e ha bee ded c ed f he egi e ed ca ial f he C a i acc da ce [illegible] h el e a eg, la i , ha i f he a , ded c ed f he di ib able fi a d ed b back ha e a he a al e f he b gh back ha e hall be id ded i he C a ' e i, acc (ca ial c e e acc).

The C a i , b idia ie (i d, di g affiliia e) hall a a i e ide a fi a cial a i a ce i a f , cha e e ec i e, cha e f he ha e i he C a . P, cha e f ha e i he C a a efe ed ab e hall i d, de e ha di ect i di ect , de ake bligai f he, , e f, cha i g ha e i he C a .

The C a i , b idia ie (i d, di g affiliia e) hall a a i e ide a fi a cial a i a ce i a f , he ab e bliga i de ed, ce di cha ge hei bligai .

The i i f hi A ide hall a l he ci c, a ce de cibed i A ide 39 f hi Cha e .

0

F he, , e f hi Cha e, he e fi a cial a i a ce hall i d, de (b li ied) he fi a cial a i a ce i he f e , bel x

(1) Gif ;

(2) G, a a ee (i d, di g he, de aki g fliabili i f e b he g, a a i de ec, e he e f ace f he bligai b he bliga), i de i (i d, di g, h e, i de i a i igf he C a ' fal) a d dea e ai e f igh ;

(3) P i i fal a c d, i fac ac , de ich he bligai f he C a a e be f, lfilled i he bligai f he he a hec ac, a cha gei he a , chl a c ac a l a hea ig e f igh , de , chl a c ac ;

(4) Fi a cial a i a ce i a he f e he C a i i l e ha e a e he , cha i a ce x, ldlead a aj ed, ci i he C a ' e a e .

F he, , e f hi Cha e, he e , de ake bligai hall i d, de he, de aki g f a bligai b he bliga b c d, di g ac ac aki g a a ge e (he he , ch c ac a a ge e i e f ceable ead he he , ch bligai i , de ake b he bliga i di id, all j i l xha he e) b cha gi g i fi a cial i i i a he x .

The ac li ed bel x hall be ega ded a he ac hibi ed, de A ide 37 f hi Cha e :

(1) Whe e he C a ide he de a fi a cial a i a ce , hf, ll f he be efi f he C a a d he ai , , e f he fi a cial a i a ce i , cha e ha e i he C a , he fi a cial a i a ce i a i cide al a fa e all la f he C a ;

(2) La l di ib, i f he C a ' e i he f f di ide d ;

(3) Di ib, i f di ide d i he f fi a e ;

(4) Redc i f egi e ed ca i a , e cha e f ha e , ha eh di g c i g, e c., i acc da ce %&h he A id e f A cia i f he C a ;

(5)

(4) The e ial , be f he ha e held b each ha eh lde ;

(5) The da e [illegible]hich each ha eh lde i egi e ed a a ha eh lde ; a d

(6) The da e [illegible]hich each ha eh lde cea e be a ha eh lde .

The egi e f ha eh lde i he c d, i e e ide ce f ha eh lde 'h ldi g f he C a ha e , , le he [illegible]e [illegible]h , , i e e ide ce.

The C a a , , , a a , de a di g ag ee e eached be [illegible]e he S a e C , cil a, h i ie i cha ge f ec, i ie a d a ec, i ie eg, la ga i a i , ide he PRC, kee , ide he PRC i egi e f h lde f e ea li ed ha e , a d e , he ad i i a i he e f a age , ide he PRC. The igi al egi e f ha eh lde f he H ha e hall be ke i H g K g.

The C a hall kee a i d icile ad, lica e f he egi e f h lde f e ea li ed ha e . The a , i ed age , ide he PRC hall e , e ha he egi e f h lde f e ea li ed ha e a d i d, lica e a e c i e a all i e .

Whe e he igi al a d d, lica e f he egi e f h lde f e ea li ed ha e a e i c i e , he igi al hall , e ail .

The C a hall kee ac le e egi e f ha eh lde .

The egi e f ha eh lde hall i d, de he f ll [illegible]g, a :

(1) A egi e ke a he C a ' d icile he ha h e , ecified i Ie (2) a d (3) f hi a ide;

(2) The egi e ( ) f h lde f e ea li ed ha e ke i he, lace( ) f he ck e cha ge( ) , ide he PRC [illegible]hich he ha e a eli ed;

(3) Regi e f ha eh lde ke i , ch he, lace a he b a d f di ec a decide ece a f li i g, , e .

The a i , a f he egi e f ha eh lde hall e la e a he . The a fe f ha e egi e ed i a ce ai a f he egi e f ha eh lde hall , d, i g he c i , a ce f he egi a i f , ch ha e , be egi e ed i a he a f he egi e .

Cha ge a d c ec i each a f he egi e f ha eh lde hall be ca ied , i acc da ce [illegible]h he la [illegible]x f he, lace [illegible]he e each a i ke .

All aid H ha e a e fed a fe able acc di g hi A ide f A cia i . U le ee i g he f ll g c di i , he B ad a ded i e ec g i ea i , e f a fe h , gi i g a ea :

(1) A a fe i , e he i , e hich e da e ha e e hi a affec ha e e hi , be egi e ed, a d HK$2.50 (each a fe i , e) , ch he highe fee de e ied b he b a d f di ec (b , ch fee hall e ceed he a i , e ibed i he li i g le f he H g K g S ck E cha ge f i e i e) hall be aid f , ch egi a i ;

(2) The a fe i , e l e da e H ha e li ed i H g K g;

(3) The d e a d f a fe i , e ha al ead bee aid;

(4) Re e a ha e ce ifica e a d , ch he e ide ce a he di ec a ea ab e , i e e he a fe ' igh a fe a el dged;

(5) T a fe fa ha e e ha f , j i h lde ;

(6) The ha e c ce ed a e fee fa lie i fa f he C a ;

(7) A ha e hall be a fe ed a i fa a e f , , d i d , de he lega di abili .

Sha eh lde f a f eig i e e ha e a a fe all a f hi ha e h , gh a i , e i he , , a i g f i he e e a e i f , ch ha e 'li i g lace i , ch he f a he di ec a acce . The a fe f H ha e a ad he a da d a fe f e ibed b he H g K g S ck E cha ge. The a fe i , e a be , de ha d l , if he a fe a fee e i a e ea i gh , e i i ee( ) defi ed b H g K g Sec , ie a d F , e O di a ce, a ha d e i e achi e i i ed ig a , e hall be acce able.

N cha ge e , l i g f ha e a fe a be ade he egi e f ha eh lde hi 30 da i a ha eh lde 'ge e al ee i g 5 da i he efe e ce da e e b he C a f he , e f di ib , i f di ide d .

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Whe he C a c e e a ge e al ee i g, di ib e di ide d , c e ce li , ida i a ici a e i he ac i i ie e , i i g he ide ifica i f ha eh lde , he c e e f he b a d f di ec ge e al ee i g hall decide he ec d da e. The ha eh lde e a e a e a ea he egi e f ha eh lde a he d e f adi g he ec d da e, hall e j he e e a igh .

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A e ha challe ge he egi e f ha eh lde a d e , ie hi a e be e e ed i e ed f he egi e a a l ac ee c , f c ec i f he egi e .

A ha eh lde i egi e ed i he egi e f ha eh lde e , ie hi a e be e ed i he egi e f ha eh lde a l he C a f a e lace e ce ifica e i e ec f , ch ha e (he _) if hi ha e ce ifica e (he _) i l .

A lica i f he e lace e f d e ic i e ha e ce ifica e hall be deal hi acc da ce h he e a i f he C a La

A lica i f he e lace e f e ea li ed ha e ce ifica e hall be deal hi acc da ce h hela ec, iie e cha ge eg, lai a d he e a eg, lai f he lace he e he igi al egi e f h lde f e ea li ed ha e i ke .

Whe e h lde f H ha e a l f e lace e f l ce ifica e , , ch e lace e hall c l h he f ll g e , ie e :

(1) The a lica hall , b i he a lica i i he f e c ibed b he C a acc a ied b a ial ce ifica e a , ded a a i . The ial ce ifica e a , ded a a i hall i d , de he a lica ' ea f he a lica i , he ci c , a ce a d f f hel f he ha e ce ifica e a d a ded a a i ai g ha he e a e , ie egi ai a a ha eh lde i e ec f he Rele a Sha e ;

(2) The C a ha ecei ed a ded a a i e , ii g egi ai a a ha eh lde i e ec f he ha e f a e he ha he a lica bef e i decide ha a e lace e ha e ce ifica e hall be i , ed;

(3) If he C a decide i , ea e lace e ha e ce ifica e he a lica , i hall , b i ha , b lic a , ce e f i e i i he e a e ei dical de ig a ed b he b a d f di ec ; he ei d f he , b lic a , ce e hall be 90 da , d i g hich , ch a , ce e hall be , b lihed e ea ed al ea ce e e 30 da . The e a e de ig a ed b he b a d f di ec hall be he Chi e e a d E gli h e a e ec g ied b he H g K g S ck E cha ge (a lea e f each).

(4) Bef e , b lihi g he , b lic a , ce e f i e i i , ea e lace e ha e ce ifica e, he C a hall , b i a c f he a , ce e be , b lihed he ec, iie e cha ge he ei i li ed a d a ceed h he , b lica i , ecei f a e l f he ec, iie e cha ge c fi i g ha he a , ce e ha bee di la ed i he ec, iie e cha ge. The , b lic a , ce e hall be di la ed i he ec, iie e cha ge f a ei d f 90 da .

If he a lica i f i , a ce f a e lace e ha e ce ifica e a ade h , c e f he egi e ed h lde f he Rele a Sha e , he C a hall ai , ch ha eh lde a h c f he , b lica , ce e ha i i e d , b lih.

(5) U e i f he 90-da ei d ecified i Ie (3) a d (4) he e f, if he C a ha ecei ed a bjec i he i , a ce f a e lace e ha e ce ifica e f a e , i a i , e a e lace e ha e ce ifica e acc di g he a lica i f he a lica .

(6) Whe he C [illegible] a i [illegible] e a e [illegible] lace [illegible] e ha e ce ifica e [illegible] de hi A ide, i hall i [illegible] [illegible] ediae d ca ce he igi al ha e ce ifica e a d ec d [illegible] ch ca ce lai a d he i [illegible] a ce f he e [illegible] lace [illegible] e ha e ce ifica e i he egi e f ha eh lde .

(7) All e [illegible] e e f he ca ce lai f he igi al ha e ce ifica e a di [illegible] a ce f a e [illegible] lace [illegible] e ha e ce ifica e hall be b e b he a [illegible] lica . The C [illegible] a hall be e i led ef [illegible] e ake a ac i [illegible] il ea able g [illegible] a a ee i b ai ed f [illegible] he a [illegible] lica .

Af e he C [illegible] a ha i [illegible] ed a e [illegible] lace [illegible] e ha e ce ifica e i acc da ce [illegible] h hi A ide f A cia i , i hall de e e f [illegible] he egi e f ha eh lde he a [illegible] e f ab a fide [illegible] , cha e f he e [illegible] lace [illegible] e ha e ce ifica e [illegible] e i ed ab e f a ha eh lde ha i [illegible] , b e [illegible] e l egi e ed a he [illegible] xe f he ha e (ided ha he i a b a fide [illegible] , cha e).

The C [illegible] a hall be liable f a da [illegible] age [illegible] , ffe ed b a [illegible] e f [illegible] [illegible] he ca ce lai f he igi al ha e ce ifica e he i [illegible] , a ce f he e [illegible] lace [illegible] e ha e ce ifica e, [illegible] , le he d ai [illegible] a ca [illegible] e f a [illegible] d le ac he [illegible] a f he C [illegible] a .

The C [illegible] a ' ha eh lde a e [illegible] e [illegible] la [illegible] ll h ld ha e f he C [illegible] a a d [illegible] e a [illegible] e ha e bee e e ed i he egi e f ha eh lde .

Sha eh lde hall e j igh a d ha e bligai acc di g he d a a d [illegible] [illegible] be f ha e he d. H lde f ha e f he a [illegible] e d a hall e j e [illegible] , al igh a d ha e e [illegible] , al bligai .

Sha eh lde fe e d a hall e j e [illegible] , al igh i he di ib [illegible] , i f di ide d di ib [illegible] , i i a he f [illegible] .

Whe e [illegible] e ha [illegible] xe a e egi e ed a j i ha eh lde f a ha e, he hall be dee [illegible] ed a j i h lde f he d e a ha e, a d hall be e ic ed b he f ll [illegible] g e [illegible] :

(1) The C [illegible] a eed egi e [illegible] e ha f [illegible] , [illegible] e a j i ha eh lde f a ha e ;

(2) All j i ha eh lde f a ha e hall bea he j i a d e ea lliabili ie f he [illegible] a able a [illegible] , f he d e a ha e.

I he ci c [illegible] , [illegible] a ce f j i ha eh lde :

(1) I ca e f dea h f e f he j i ha eh lde , l he he [illegible] , i i g j i ha eh lde ( ) hall be dee [illegible] ed a [illegible] xe f he ha e, b [illegible] f he [illegible] , [illegible] e f e i i g he egi e f ha eh lde , he b a d f di ec i e i led de [illegible] a d he [illegible] , i i g ha eh lde ( ) [illegible] ide a dea h ce ifica e a he b a d hi k fi .

(2) F j i ha eh l de f a ha e, he e a e a d fi i he egi e hall be e i l ed ecei e ha ece ifica e f he de a ha e , ecei e ice f he C a , a e d he ge e al ee i g , e eci e i g f de a ha e , a d he e ice f ice he af e aid e hall be dee ed a e ice f ice all j i ha eh l de .

Whe e e f he j i ha eh l de de i e ecei he C a a ega d a di ide d , b e , f ca i al hich hall be di ib ed , ch j i ha eh l de , , ch ecei hall be dee ed a al id ecei f , ch j i ha eh l de he C a .

H l de f di a ha e f he C a hall e j he f ll g igh :

(1) T ecei e di ide d a d he fi di ib i he ba i f he , be f ha e held b he ;

(2)

(i) e f he agg ega e a a e, be f ha e a d highe a d ice f each d a f ha e b gh back b he C a ice he la fi cal ea a all he e e aid b he C a he ef ;

( ) b d b, i e f ge ea ee i g, e , i f b ad ee i g, e , i f he b a d f e i ee i g, fi a cia e ;

(i) he C a ' ece a, di ed fi a cia a e e , a d e f he b a d f di ec , a, di a d he b a d f e i ;

(ii) c f he la e a a e ie e ich ha bee fi ed h he I d, a d C e ce Ad i i a i B, ea, f he PRC he c e e a, h i ie .

(6) Whe he C a e i a e li ida e, ece i e i ha e f e ai i g a e f he C a acc di g he ha e held;

(7) If a ha eh lde e he e ge di i i f he C a a age ea ee i g, he a e, e he C a b, back hi ha e ;

(8) O he igh , de he la ad i i a i e eg, la i , de a e a eg, la i a d hi A ide f A cia i .

Whe e a e di ec i di ec ha i g igh a di e e fai di d e, ch igh a di e e , he C a ha e ece i e i igh ha a igh f, ch e a ached he ha e.

Whe a ha eh lde e, e ha e acce he i f ai e i ed i he ecedi g A ide , he ha

If a di ec e i ffice c a e e hela[illegible]ad i i a ie eg,la i hi A ide fA cia i [illegible]he ca i g , hi d ie e,l i gi l e heC a , ha eh lde i di id, all ge he h ldi g 1% e f he ha e f 180 da c i , , l a e, e he b ad f , e i i [illegible]i i g c e celiigai i hec , . If a b ad f , e i c a e e hela[illegible]ad i i a ie eg,la i hi A ide fA cia i [illegible]he ca i g , i d ie e,l i gi l e heC a , he ha eh lde a e, e he b ad f di ec i [illegible]i i g c e celiigai a hec , .

If he b ad f , e i b ad f di ec ef, e c e celiigai , ecei f he ha eh lde' [illegible]i e e, e , de he ecedi g aag a h, d e c e celiigai [illegible]hi 30 da , ecei f he e, e , he i, a i i , ge ha [illegible]h a i e ediae liigai i [illegible]l ca, e i e a ab el e heC a , he ha eh lde e il ed, de he ei , aag a h a c e celiigai di ec l a hec , , de hei [illegible]x a e f he i e e f heC a .

If a e i e e e [illegible]h hela[illegible]l i e e f heC a a d e,l i l e , ffe ed b heC a , a ha eh lde e il ed, de he fi aag a h a c e celiigai a hec , i acc da ce [illegible]h he [illegible]x ecedi g aag a h .

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If a di ec e i ffice c a e e hela[illegible]ad i i a ie eg,la i hi A ide fA cia i , he eb da agi g ha eh lde ' i e e , he ha eh lde ca c e celiigai i hec , .

H lde f di a ha e f heC a hall ha e he f ll [illegible]g b igai :

(1) C l [illegible]h la[illegible]ad i i a ie eg,la i a d hi A ide fA cia i ;

(2) Pa f he ha e ba ed he ha e , b cibed a d he eh d f , b c i i ,

(3) Ca a k heC a edee h e ha e e ce a e c ibed b hela[illegible]x ad i i a ie eg,la i ,

(4) Ca ab, e hi igh a a ha eh lde ha heC a ' he ha eh lde ' i e e ; ca ab, e he legal e al i f heC a a d he li iedliabili f he ha eh lde ha he i e e fc edi ;

A ha eh lde [illegible]x ab, e hi ha eh lde ' igh e,l i g i l e heC a a d he ha eh lde hall c e a e acc di g hela[illegible]x

Sha eh lde [illegible]x ab, e he legal e al i f heC a a dli iedliabili f ha eh lde i de e ca e f liabili , he eb e i , l da agi g hei e e fc edi f heC a , hall j i l a d e e all be e EMCe8 a d e e aa 61

The c llig ha eh lde ac, al c lle f he C ☐ a hall , ehi a cia ed el a i hi da☐age he C ☐ a ' i e e . I ca e f a b each ☒hich e, l i da☐age he C ☐ a , he hall be liable c ☐ e a e.

The c llig ha eh lde a d ac, al c lle ha e a d, f h e ☒d he C ☐ a a d, blic ha eh lde f he C ☐ a . The c llig ha eh lde hall ic l e e ci e hi igh a a ca, i al c ib, . The c llig ha eh lde ca ☐ake, e f ☐e h d , ch a he di ib, i f, fi , e , c, ig fa e , e e al i e ☐e , ☐i a, , iai fa e , b ☒g l a g, a a ee da☐age hel a☒l i e e f he C ☐ a a d, blic ha eh lde . He hall ☐ake, e f hi c llig , ii da☐age hel a☒l i e e f he C ☐ a a d, blic ha eh lde .

I addi i he bliga i , de hel a☒ad☐i i a i e eg, l a i hel i i g, le f he ec, i ie e cha ge( ) ☒hich he ha e f he C ☐ a a el i ed, c llig ha eh lde ☐a , i he e e ci e f hei ha eh lde ', ☒ , ☐ake deci i , ej, dicial hei e e fall , a f he ha eh lde a a e, l f he e e ci e f hei i g igh hei , e e f h bel ☒

(1) Rel ie i g a di ec , e i f he e, ibili ac h e l i he be i e e f he C ☐ a ;

(2) A, i g a di ec , e i (f hi ☒ a he, e ' be efi) de, i e he C ☐ a fi , e i a ☒ , i d, di g (b, li☐ied) a , , iie ha a e fa able he C ☐ a ;

(3) A, i g a di ec , e i (f hi ☒ a he, e ' be efi) de, i e he ha eh lde f hei igh i e e , i d, di g (b, li☐ied) he igh di ib, i a d i g igh , b, i d, di g e , c, ig f he C ☐ a , b☐i ed a d ad, ed a he ha eh lde ge e al ☐ee i g i acc da ce ☒h he A ide f A cia i f he C ☐ a .

The e☐ c llig ha eh lde _☐e i ed i he, ecedi g A ide efe a, e ha a ifie a e f he f ll ☒g c di i :

(1) He, ac i g al e i c ce ☒h he , ha he, ☒ el ec☐ e ha half f he di ec ;

(2) He, ac i g al e i c ce ☒h he , ha he, ☒ e e ci e c l he e e ci e f 30% ☐ e f he C ☐ a ' i g igh ;

(3) He, ac i g al e i c ce ☒h he , h ld 30% ☐ e f hei , ed a d , a di g ha e f he C ☐ a ;

(4) He, ac i g al e i c ce ☒h he , ac, all c l he C ☐ a i a he ☐a e .

The ge e al ee i g hall be he ga f a h i f he C a a d hall e ecie he f ci a d acc di g la

The ge e al ee i g hall e ecie he f ll gf ci a d :

(1) Decide he e ai al lic a di e e la f he C a ;

(2) Elec a d e lace diec a d e i a e affe e e ai e. Make deci i a e i e ai he ala f he e e a diec a d e i ;

(3) Re ie a da e he e f he b a d f diec ;

(4) Re ie a da e he e f he b a d f e i ;

(5) Re ie a da e he a al fi a cial b dge a d fi al acc i g f he C a ;

(6) Re ie a da e he fi di ib i la a dl c e ai la f he C a ;

(7) Decide i c ea i g ed ci g he egi e ed ca ial f he C a ;

(8) Decide e ge, di i i, dig, li ida i cha gi g he f f he C a ;

(9) Pa e l, i he i ace f b d li i g la f he ec, iie b he C a ;

(10) Pa e l, i he e l e a ddi i al f acc i g fi b he C a ;

(11) A e d hi A ide f A cia i ;

(12) Re ie a da e he e e al g, a a ee i e hich hall be e ie ed a he ge e al ee i g a e cibed i a ide 64 f hi A ide f A cia i ;

(13) Re ie , cha e a d ale f ig ifica a e hi a ea e ceedi g 30% f he la e a di ed al a e f he C a ;

(14) Re ie a da e cha ge i he age f ai ed f d ;

(15) Re ie ha e i ce ie la ;

(16) Re ie al f he ha eh lde e e e 3% e f he C a ' i g ha e ;

(17) Re ie x he a e be a ed a he ge e al ee i ga e c ibed b hela xad i i ai e eg lai , de a e eg lai , li i g le f hel cal ck e cha ge x e he C a ' ha e a eli ed hi A ide f A cia i .

The f ll x ge e al g aa ee f he C a , be e ie x d a d a ed a he ge e al ee i g:

(1) A e e al g aa ee b he C a i , b idia a da , be e g aa ee, x e al a , ie al e ha 50% f he C a ' a died ea e ;

(2) A e e al g aa ee b he C a a da , be e g aa ee, x e al a , ie al e ha 30% f he C a ' lae a died al a e ;

(3) T ide g aa ee e iie x h e ha 70% deb e i ai ;

(4) A i gle g aa ee x ea , e ceed 10% f hela e a died e a e ;

(5) T ide g aa ee f ha eh lde , ac al c lle a di a cia e ;

(6) O he g aa ee x hich hall be a eda he ge e al ee i ga e c ibed b hel cal ck e cha ge x e he C a ' ha e a eli ed a d hi A ide f A cia i .

E ce x he he C a i de a ecial cic a ce chaa ci i , he C a hall , x h a a al b a ecial e l i a age e al ee i g, e e i ac ac ha d e all a f he a age e fi a a e f he C a a e he ha a diec , e i he e i ffice .

The ge e al ee i g hall id de a al ge e al ee i g a d e a di a ge e al ee i g . A al ee i g hall be c e ed ce a ea a d hall be held x hi i h f he d f he ecedi g fi cal ea .

The b a d f diec hall c e ea e a di a ge e al ee i g x hi x h he cc e ce f a f he f ll x g cic a ce :

(1) The be f diec i le ha he be ided f i he C a La x le ha x- hid e c ibed i he A ide f A cia i f he C a ;

(2) The l e f he C a ha ha e bee ade each e- hid f he al ha eca ia l f he C a ;

(3) Sha eh lde x i di id all ge he h ld e ha 10% f he ha e f he C a e ied i x i i g a e a di a ha eh lde ' ge e al ee i g bec e ed;

(4) Whe e he b a d f di ec c ide ece a ;

(5) Whe he b a d f , e i , gge a ee i g;

(6) O he ci c, a ce e c ibed b hela xad i i a i e eg, la i , de a e al eg, la i hi A ide f A cia i .

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The e , e h ld a ge e al ee i g f he C a hall be he d icile f he C a he ecific l ca i i f ed b he c e e f he ge e al ee i g.

The ge e al ee i g hall ha e a e , e a d be held - i e. The C a hall al ide i e e he ea e , ied b de a ec, iie eg, la a, h iie f he c e ie ce f ha eh lde a e da ce. A ha eh lde m a ici a ed i a ge e al ee i g i he af e aid a e hall be dee ed ha e bee e e a he ee i g.

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I de e de di ec a e e il ed e e a e a di a ge e al ee i g he b a d f di ec . C ce i g he ab e e , e , he b a d f di ec hall, i acc da ce xh hela xad i i a i e eg, la i a d hi A ide f A cia i , e l xha i e i i a e he he i ag ee di ag ee c e e a e a di a ge e al ee i g xhi 10 da , ecei f he e al.

If he b a d f di ec ag ee c e e he e a di a ge e al ee i g, i hall i , e a ice f ge e al ee i g xhi 5 da , aki g he deci i . If he b a d f di ec d e ag ee c e e a e a di a ge e al ee i g, i hall e lai he ea a d ake a a , ce e acc di g .

The b a d f , e i i e il ed e e a e a di a ge e al ee i g he b a d f di ec , hich hall be ade i i g. C ce i g he ab e e , e , he b a d f di ec hall, i acc da ce xh hela xad i i a i e eg, la i a d hi A ide f A cia i , e l xha i e i i a e he he i ag ee di ag ee c e e a e a di a ge e al ee i g xhi 10 da , ecei f he e al.

If he b a d f di ec ag ee c e e he e a di a ge e al ee i g, i hall i , e a ice f ge e al ee i g xhi 5 da f he deci i . A cha ge ade he igi al e , e i he ice hall be ag eed b he b a d f , e i .

If he b a d f di ec di ag ee c e e he e a di a ge e al ee i g, d e e l xhi 10 da , ecei f he e al, i hall be dee ed a faili g di cha gi g i d, ie c e e he ge e al ee i g. The b a d f , e i hall he be e il ed c e e a d h ld he ee i g i d f.

Sha eh lde h ldi g e ha 10% f ha e (i di id al ge he h he) hall be e i led e e f a e a di a ge e al ee i g da ee i g acc di g he f ll g ced e .

(1) U ig i g e e eal i e e e h he a ec e a df a, ad ai g he bjec f he ee i g, he af e aid ha eh lde a e e he bad f diec c e e a e a di a ge e al ee i g da ee i g. C ce i g heab e e e , he bad f diec hall, i acc da ce h he la xad i i ai e eg lai a d hi A ide f A cia i , e l h a i e i ai e he he i agee di agee c e e a e a di a ge e al ee i g hi 10 da , ecei f he al. Sha e held b heab e ha eh lde hall be calc laed a he da e f b i i g he i e e e .

(2) If he b ad f diec agee c e e a e a di a ge e al ee i g da ee i g, i hall i e a ice f ge e al ee i g hi 5 da , aki g he deci i . A cha ge ade he igi al e e i he ice hall be ag eed b he de a ha eh lde .

(3) If he b ad f diec di agee c e e hee a di a ge e al ee i g da ee i g, d e e l hi 10 da , ecei f he al, ha eh lde i di id al ge he h ldi g e ha 10% f he ha e f he C a e e iled e e he bad f e i h ld a e a di a ge e al ee i g da ee i g i i g.

(4) If he b ad f e i agee c e e hee a di a ge e al ee i g da ee i g, i hall i e a ice f ge e al ee i g hi 5 da , aki g he deci i . A cha ge ade he igi al e e i he ice hall be ag eed b he de a ha eh lde .

(5) If he b ad f e i d e i e he ice f ge e al ee i g hi he ec ibed ei d, i hall be dee ed a he b ad f e i c ei gad h ldi g he ge e al ee i g. The he ha eh lde i di id al ge he h ld e ha 10% f he ha e f e ha 90 da c ec ied a c e e a dh ld he ee i g he de e. Bef e bid a ci g he e l i ( ) f he ge e al ee i g, he c e i g ha eh lde hall h ld le ha 10% f he ha e f he C a . Whe he c e i g ha eh lde i e he ice f ge e al ee i g a d bid a ce he e l i ( ) f he ge e al ee i g, he hall b i he de a f a e ial he CSRC b- ffice a he C a ' e ide ce a d he ck e cha ge.

Whe e he b ad f e i ha eh lde c e e a ee i g i acc da ce h he i f hi ec i , a i e ice hall be e he b ad f diec a d filed h he ec ii ie eg la a h iie he e he C a i l ca ed a d de a ck e cha ge. The b ad f diec a d he b ad ec e a hall c e a e. The b ad f diec hall ide he egi e f ha eh lde he ha eh ldi g ec d da e. All ea able fee i c ed f he ee i g hall be b e b he C a , a d be ded c ed f he a , d e he diec ( ) b eache he d .

The c e f he _ al be ai ed hall be hi he c e f d ie f he ge e al ee i g . I hall ha e a d ea ic a d ecific a e be e l ed , a d hall be i c lia ce h d e a e ie e f he la , ad i i ai e eg lai a d hi A ide f A cia i .

Whe a ge e al ee i g i held b he C a , he b a d f di ec , b a d f e i ha eh lde i di id al ge he h ldi g e ha 3% f he ha e f he C a a e e l i he C a .

Sha eh lde i di id al ge he h ldi g e ha 3% f he ha e f he C a a , b i ad h c al i i g he c e e f he ge e al ee i g 10 da bef e he h ldi g f he ge e al ee i g. The c e e hall i ea le e a ice f he ge e al ee i g hi 2 da ecei f he _ al a da ce he c e f he ad h c al .

E ce f ci c a ce ided i he ab e aga h, he c e e, af e i i g he ice f he ge e al ee i g, ca e ie he al a ed i he ice f ge e al ee i g add e al .

If a ice f ge e al ee i g d e ecif he ed e l i d e c l hA ide 73 he ei , i g f deci i h ld be held a he ge e al ee i g.

Whe e a ge e al ee i g i c e ed b he C a , i hall i ea i e ice 45 da i he ee i g if all he egi e ed ha eh lde f he a e ed be c ide ed a l a he da e a d lace f he ee i g. Sha eh lde i ed a e d he ge e al ee i g hall de ie hei i e e lie he C a 20 da i he ee i g.

Whe calc la i g he i eli i f he ice hall e d de he da e f he ee i g a d he da e fi i g he ee i g ice.

The C a hall calc la e he be f i g ha e e e ed b he ha eh lde i ed a e d he ee i g ba ed he i e e lie ece ed 20 da i he h ldi g f he ge e al ee i g. If he be f i g ha e e e ed b he ha eh lde i ed a e d he ee i g eache le ha e half f he al be f he C a ' i g ha e , he C a a h ld he ge e al ee i g. If , he C a hall hi fi e da i f he ha eh lde agai b blic ice f he a e be c ide ed a l a he da e a d lace f he ee i g. U ifica i b he blica ce e , he C a a h ld he ge e al ee i g.

A e a di a ge e al ee i g hall decide a e ecified i he ice a ce e .

The ice f a ge e al ee i g hall ee he f ll g e , ie e :

(1) i hall be ade i i g;

(2) i hall ecif he lace, da e a d i e f he ee i g;

(3) i hall ecif he a e be di c, ed a he ee i g;

(4) S ecif he ha eh lde g ec dda e f ha eh lde a e e i led a e d he ee i g;

(5) I hall ide he ha eh lde he i f ai a d e la a i ece a f he ake a e deci i he a e be di c, ed. Thi ici le hall a l (b li i) ed e ge , e , cha e f ha e , e ga i a i f ha eca ia l he e , c, i g, i hall ide he ecific c di i a d c ac (if a) f he ed a aci a d el e lai he ea a d effec f he a e;

(6) A di ec , , e i , a age he e i a age e e be ha e a e ial c flic f i e e i a a e , bjec di c, i hall did e he a, ea d e e f , ch a e ial c flic f i e e . If he effec f ed a e , ch di ec , , e i , a age he e i a age e e be i hei ca aci a ha eh lde i diffe e f ha f he ha eh lde f he a e d a , he diffe e ce hall al be ecified;

(7) I hall c ai he f ll e f a ecial e l, i ed be ad ed a he ee i g;

(8) I hall c ai a d ea a e e ha a ha eh lde ha igh a e d a d e a he ee i g hall ha e he igh a i e e ie a e d a d e hei behalf a d ha , ch ie eed be a ha eh lde ;

(9) I hall a e he i e a d lace f he de i e f he f f he ee i g;

(10) I hall a e he a e a d e e h e , be f he c ac e ha d e he ee i g affai .

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If a ge e al ee i g hall di c, he e ec i f di ec , e i , he ice f ge e al ee i g hall di d e f ll i f ai f he ca dida e f di ec a d , e i . I hall a lea i d, de he f ll g:

(1) Pe al a ic, la , cha : ed, ca i backg , d, k e e ie ce a d he a i e ;

(2) Whe he he/ he ha a c ec ed e a i hi h he C a he c lli g ha eh lde a d ac, al c lle f he C a ;

(3) The , be f ha e f he C a he/ he he d;

(4)

(3) Unless otherwise provided in the applicable listing rules, the securities regulatory authority may grant an exemption from any requirement of this Part if the securities regulatory authority is satisfied that it would not prejudice the interests of any shareholder.

A dissident shareholder may exercise the rights of dissent with respect to shares which are registered in the name of the shareholder but only in respect of all shares beneficially owned by the shareholder which are registered in the name of any one intermediary or nominee.

If a shareholder intends to exercise dissent rights, the Corporation must receive from the shareholder, at least two days before the meeting at which the resolution is to be voted on, written notice of the shareholder's intention to exercise dissent rights, and the shareholder must comply with the requirements of this Part.

The notice sent by the shareholder must identify the resolution in respect of which the shareholder proposes to exercise dissent rights; the notice must state that the shareholder proposes to exercise dissent rights; and the notice must be received by the corporation not later than the time specified in the notice.

The notice must be signed by the shareholder in the same manner as the proxy appointing the shareholder is signed and must state:

(1) Name of the shareholder;

(2) Whether the shareholder is the registered owner;

(3) Indication of the number of objecting shares held by each beneficial shareholder;

(4) Date of signing and name of shareholder;

(5) Signature (seal) of the shareholder. If the shareholder is a corporation the seal of the corporation shall be affixed.

(6) Specifying the number of shares exercised by each;

(7) If the shareholder is not the registered owner, the notice must specify the number of shares exercised by each beneficial owner.

The i , e a i i g a i g hall be laced a he d icile f he C a a , ch he lace a ecified i he ice f he ee i g bef e 24 h , i he ee i g a hich he i a h ied e bef e 24 h , i he ecified i e f he i g. Whe e hei , e i ig ed b a he e a h ied b hee , i g a , hea h iai le e he d c e a h i i g he ig a hall be a i ed. The a ied a h iai le e he a h i i g d c e hall be laced ge he xh hei , e a i i g he i g a he d icile f he C a a , ch he lace a ecified i he ice f he ee i g.

Whe e he ici al i alegal e , i legal e e e ai e he e a h ied b e l i f i b a d f di ec he deci i - aki g b d hall be e iled a e d he C a ' ge e al ee i g a he e e e ai e f , ch legal e .

Ah1 a105 ( ) e 6i ig 6 i i 6e i i e6d if6i i 6 e 6i f h6 ii f6 e ed 6 e he 6he e6 ii i 6d 6 behe 6i e e e

Whe h ldi g a ge e al ee i g, all he di ec , , e i a d ec e a ie he b a d f di ec hall a e d. The ge e al a age a d he e i a age e e be hall e e a he ee i g ce xh e e ea f ab e ce.

The ge e al ee i g hall be c e ed a d e ided e b he chai a f he b a d f di ec . Whe e he chai a f he b a d f di ec i , able di cha ge he d di cha ge hi d , he ee i g hall be c e ed a d e ided e b he ice chai a f he b a d (if he e a e x e ice chai e , he e elec ed b e ha e half f he di ec hall e ide). Whe e he ice chai a f he b a d i , able di cha ge he d di cha ge he d , e ha e half f he di ec hall de ig a e a di ec c e e a d e ide e he ee i g. Whe e e ha e half f he di ec ca de ig a e a di ec e ide e he ee i g, he ha eh lde a e di g he ee i g a elec e e e ide e he ee i g. If f a ea he ha eh lde a e , able elec a chai a , he a e da ha eh lde h ldi g hel a ge , be f i g ha e (x he he i e b) hall e ide e he ee i g.

If a ge e al ee i g i c e ed b b a d f , e i , he chai a f he b a d f , e i hall e ide e he ee i g. If he chai a f he b a d f , e i i , able di cha ge hi d ie , e ha e half f he , e i hall ia e a , e i e ide e he ee i g.

If a ge e al ee i g i c e ed b he ha eh lde he e elec e, he c e e d ia e a e e a ie c d c he ee i g. If f a ea he ha eh lde a e , able elec a chai a , he a e da ha eh lde h ldi g hel a ge , be f i g ha e (x he he i e b) hall e ide e he ee i g.

I a ge e al ee i g, if he chai a f he ee i g c a e e he ee i g ced e , aki g he ee i g i ible ceed, x h c e f e ha e half f he a e da ha eh lde x h i g igh , he ha eh lde a ia e e e e a he chai a a d c i , e x h he ee i g. If f a ea he ha eh lde a e , able elec a chai a , he a e da ha eh lde h ldi g hel a ge , be f i g ha e (x he he i e b) hall e ide e he ee i g.

The C a hall i , la e he , le f ced e f he ge e al ee i g a d ecif i de ail he ced e f c e i g a d i g a he ge e al ee i g, i d di g ifica i , egi a i , e ie x g f al , ig, c , ig f e, a , ce e f i g e , l , f ai f ee i g e l , i , i , e f ee i g a d hei ig ig, , blica , ce e a la ici le fa h i a i he b a d f di ec b he ge e al ee i g. The , le f ced e f he ge e al ee i g hall be a e ded hi A ide f A cia i . The hall be i , la ed b he b a d f di ec a da ed b he ge e al ee i g.

I he a , al ge e al ee i g, he b a d f di ec a d b a d f , e i hall e hei x k d i g he a ea he ge e al ee i g. Each i de e de di ec hall al e e a x k e .

Di ec , , e i a d e i a age e e be hall e lai a da hee , iie a d , gge i f ha eh lde a he ge e al ee i g.

The chai a f he ee i g hall, i i g, a , ce he , be f ha eh lde a d ie a e di g he ee i gi e a dl a he al , be f i g ha e, hich hall be he , be f ha eh lde a d ie a e di g he ee i gi e a d he al , be f hei i g ha e a i dica ed i he ee i g' egi a i ec d.

The ge e al ee i g hall ha e i , e e a ed b he ec e a he b a d f di ec . The i , e hall a e he f ll gc e :

(1) Ti e, e , e a d age da f he ee i g a d a e f he c e e ;

(2) The a e f he ee i g chai a a d he a e f he di ec , , e i , a age , a d he e i a age e e be a e di g e e a he ee i g;

(3) The , be f ha eh lde (i d, di g d e ic-i e ed ha eh lde a d e ea ha eh lde (if a)) a d ie a e di g he ee i g, , be f i g ha e he e e e a d he e ce age f hei i g ha e he al ha eca ial f he C a f each ha eh lde ;

(4) The ce f e ie a dd ic i , , a f a eech a d i g e , l f each e al;

(5) Sha eh lde ' , e i , i i , gge i a dc e di g a e la a i ;

(6) Na e f ec , e a d c , i i e f he i g;

(7) O he c e be i d, ded a ecified i hi A ide f A cia i .

The c e e hall e , e ha he c e f he i , e a e , e, acc, a e a d c lee. Di ec , , e i , ec ea ie he b a d f di ec , c e e a d hei e e e a i e a d he ee i g chai a hall ig he i , e . The i , e hall be ke ge he h he egi a i ec d f a e da ha eh lde , a, h i a i le e f ie , a lid ec d i e e i g a d he ea f i g, f a eid f le ha 10 ea .

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The c e e hall e , e ha he ge e al ee i g be c d, c ed c i , , l , il fi a l e l, i a e ade. If he ge e al ee i gi , e ded e l, i ca be ade beca e f f ce aje e he ecial ci c a ce , hec e e e hall ake ece a ea , e e e he ee i g di ec l e i a e ha ee i gi edia d f ll db a i d , blica , ce e a d e i acc da ce h hela , eg, la i li i g, le f he, lace he e he C a ' ha e a eli ed.

Re l i f he ge e al ee i g id de di a e l i _ecial e l i .

O di a e l i a age e al ee i g hall be a ed b e ha e half f he i g ha e held b ha eh lde (id dig hei _ ie) a e di g he ge e al ee i g.

S ecial e l i a age e al ee i g hall be a ed b e ha -hid f he i g igh held b ha eh lde (id dig hei _ ie) a e di g he ge e al ee i g.

Whe ha eh lde (id dig _ ie) ea he ge e al ee i g, he hall e eci e hei i g igh acc di g he , be f i g ha e ha he e e e . Each ha e hall ca e i g igh.

Sha e held b he C a d ca i g igh , a d hall be c , ed i he al , be f i g ha e e e ed b ha eh lde _ e e a age e al ee i g.

S bjec a d c dii al , c lia ce h a licable la , eg lai a d/ e ie e f he li i g le f he lace he e he C a ' ha e a eli ed, he b a d f diec , ide e de diec a d he ha eh lde , alif h e a ecified c dii a lici f he i g ha e f ha eh lde .

Whe he ge e al ee i g c ide e a ed a a ac i , he e a ed a ha eh lde hall a ici a e i he i g if ecified i he a licable la eg lai li i g le f he lace he e he C a ' ha e a eli ed. Hi ha e held h i g igh l be c , ed hi he al , be f al id e . The b lica , ce e he i g e l f he ge e al ee i g hall f ll did e he i g e l f he - e a ed a ha eh lde .

I acc da ce h he a licable la , eg lai a d li i g le f he lace he e he C a ' ha e a eli ed, he e a ha eh lde hall ab ai f i g f a a ic la e l i , i e ic ed e l f agai ch e l i , a e i i lai f ch e ie e e ici b he ha eh lde (hei _ ie) hall be c , ed i he i g e l .

V i g a ge e al ee i g l ec d he a e f he e .

Whe a ll i ake a a ee i g, a ha eh lde (id dig _ ie) ha e he igh e e eed ca all hi e i he a e .

Whe he , be f e f a d agai a e l i ie , al, he chai a f he ee i g hall be e i led e addi i al e.

A f he [illegible] be e ci ed b he ge e al ee i g f ha eh lde , e ce f ch a e a e , i aag a h (1), (2), (3), (4), (5), (6), (10), (12), (14) a d (17) i A ide 63 he a e i eed f g i g h , gh he ecial e l, i i acc da ce [illegible] h he la [illegible], ad i i a ie eg, la i hi A ide f A cia i , he he a e hall be a ed b di a e l, i a age e al ee i g.

A f he [illegible] be e ci ed b he ge e al ee i g f ha eh lde , ch ie a e , aag a h (7), (8), (9), (11), (13) a d (15) i A ide 63 a e e, ied b he la [illegible], ad i i a ie eg, la i hi A ide f A cia i , , ch a e e l ed b he ge e al ee i g b di a e l, i be f ig ifica i ac he C a a d he eb hall be a ed b ecial e l, i , hall be a ed b ecial e l, i a age e al ee i g. A d ch a e e , i aag a h (16) hall e ecie a l he ab e e i ed i i he di a e l, i a d ecial e l, i i acc da ce [illegible] h he ecific c e f ha eh lde ' al .

The chai a f he ee i g hall be held e ib le f decidi g [illegible] he he a e l, i f he ge e al ee i g ha bee a ed. Hi deci i hall be fi al a d hall be a , ced a he ee i g a d ec ded i he i , e f ee i g.

If he chai a f he ee i g ha a d , b ab , he i g e, l f a e l, i , he a a age e- c , i g f he e . If he chai a f he ee i g d e a a age e-c , i g f he e , a ha eh lde a e di g he ee i g [illegible] challe ge he e, l a , ced b he chai a f he ee i g hall ha e be e i led e, e e-c , i g f e i ediae l af e , ch a , ce e , he chai a f he ee i g hall i ediae l a a age e-c , i g f he e .

If c , i g f e i held a age e al ee i g, he e, l f he c , i g hall be ec ded i he i , e f ee i g. The i , e f ee i g a d he egi a i ec d fa e da ig ed b he a e da ha eh lde a d ie hall be ke a he C a ' d icle f a eid le ha 10 ea .

Sha eh lde a e a i e h c ie f he i , e f ee i g d, i g he C a ' ffice h , fee f cha ge. If a ha eh lde e, e f a h c f he de e a i , e f ee i g , he C a hall e d , ch h c ie [illegible] hi e e da , ece f a e f ea able cha ge .

Sha eh lde h ld diffe e da e f ha e hall be ha eh lde f diffe e da e .

Sha eh lde f diffe e da e hall e j igh a d, de ake bligai i acc da ce h he la , ad i i a ie eg, lai a d hi A ide f A cia i .

Whe e he ha e ca, ia f he C a i d, de ha e hich d ca i g igh , he d - i g ha e , a ea i he de ig a i f, ch ha e .

Whe e he ha e ca, ia i d, de ha e h diffe e i g igh , he de ig a i f eachda f ha e , he ha h e h he fa able i g igh , , i d, de he d e ice d i g li ied i g .

The C a hall ceed cha ge ab ga e he ha eh lde ' igh f a da f ha e , le , ch cha ge ab ga i ha bee a ed b fa ecial e l, i f he ge e al ee i g a d b a e a a eda ee i g f he affec ed ha eh lde f he da f ha e i acc da ce h A ide 113 117.

Whe e a cha ge i d e ic a d f eig la , eg, lai a d he li i g , le f he lace he e he ha e f he C a a eli ed, a la deci i f d e ic a d f eig eg, la a, h iie hich lead he cha ge f he da f ha eh lde ' igh e eal hall e , ie hea al f ha eh lde ' ee i g da ee i g.

The igh f ha eh lde f a ce ai da hall be dee ed ha e bee cha ged ab ga ed i he f ll g c dii :

1. a i c ea e dec ea ei he , be f ha e f, ch da a i c ea e dec ea ei he , be f ha e f a da ha i g igh , di ib, i igh he i ilege e, al , ei h e f he ha e f, ch da ;

2. a cha ge fall a f he ha e f, ch da i ha e fa he da , ac e i fall a f he ha e fa he da i ha e f, ch da he g a f he igh , ch cha ge;

3. a e al ed, c i f igh acc, ed di ide d c, , la ie di ide d a ached ha e f , ch da ;

4. a ed, c i e al fa di ide d efe e ce e di ib, i efe e ce d, gli, ida i f he C a , a ached ha e f, ch da ;

5. a addi i , e al ed, c i f ha e c e i igh , i , igh , a fe igh , ee ie igh igh i, e igh ac, i e ec, iie f he C a a ached ha e f , ch da ;

6. a e_ al ed c i f igh ecei ea_ , _a ableb heC_ a i a_ aic la c e c a ached ha e f ch da ;

7. ac ea i fa e da f ha e h i g igh , di ib i igh he _ i ilege e al , ei h e f he ha e f ha da ;

8. a i_ ii f e ici addi i al e ici he a fe f e hi f ha e f ch da ;

9. a i a ce f igh b c ibef , c e i , ha e f ch da a he da ;

10. a i c ea e i he igh a d_ i ilege f ha e fa he da ;

11. e c i g f heC_ a ich ca e ha eh lde f diffe e da e bea liabili diffe e e e d i g he e c i g; a d

12. a a_e d_e ca ce la i f he_ i i f hi ec i .

Sha eh lde f he affec ed da , he he e ha i g he igh ea ge e al_ ee i g, hall ha e he igh ea da _ ee i g i e_ ec f_a e efe ed i _ aag a h (2) (8) a d (11) (12) i A ide 112, e ce ha i e e ed ha eh lde hall ea da _ ee i g .

The e_ i e e ed ha eh lde _i he_ ecedi g_ aag a h hall ha e he f ll g_ ea i g :

1. if heC_ a ha _ade a e de ffe all ha eh lde i he a_ e_ _ i ha b gh back i ha e h gh _e _ake a ac i a ec, i ie e cha ge i acc da ce h A ide 32 he e f, he c lli g ha eh lde a defi ed i hi A ide f A cia i hall be i e e ed ha eh lde _;

2. if he C_ a ha b gh back i ha e b a ag ee_ e , ide a ec, i ie e cha ge i acc da ce h A ide 32 he e f, h lde f ha e i da i , ch ag ee_ e hall be i e e ed ha eh lde _;

3. , de a e , c i g_ _ al f heC_ a , ha eh lde bea liabili i a_ _ i _alle ha ha f he liabili b e b he ha eh lde f he a_ e da , ha eh lde ha e a i e e i a e , c i g_ _ al f heC_ a ha i diffe e f _ he i e e i , ch e , c i g_ _ al f he ha eh lde f he a_ e da hall be i e e ed ha eh lde _.

Re l i fa_ ee i g f ha eh lde f diffe e da e _a be_ a ed l b _ e ha -hi d f he i g igh f ha da e e e ed a he_ ee i g i acc da ce h A ide 113.

Whe he C a i h ld da da ee i g, i hall i , e a i e ice 45 da i he ee i g if i g all he egi e ed ha eh lde f ha da f he a e be c ide ed a he ee i g a l a he da e a d lace f he ee i g. Sha eh lde i e d a e d he ee i g hall, hi 20 da i he da f he ee i g, de i e hei i e e lie he C a f hei a e da ce.

If he , be f he i g ha e e e ed b he ha eh lde i e di g a e d he ee i g e ha e half f he al , be f i g ha e f ha da , he C a a h ld he da ee i g f ha eh lde . If , he C a hall hi fi e da if he ha eh lde ce agai f he a e be c ide ed a he ee i g a d he da e a d lace f he ee i g i he f fa , blica , ce e . U ifica i b , blica , ce e , he C a a h ld he da ee i g.

If he e i a ecial e , ie e b heli i g le f he lace he e he C a ' ha e a eli ed, , ch e , ie e hall e ail.

The ice f da ee i g f ha eh lde hall be de i e ed l he ha eh lde e ile e he ea.

The ced e f a da ee i g hall, he e e ible, be ide ical h he ced e f age eal ee i g. U le he e ecified i hi ec i , i i f he A ide f A cia i f he C a de a ced e f he h ldi g f age eal ee i g hall be a licable a da ee i g.

I addi i h lde f he da e f ha e, h lde f d e ic-i e ed ha e a d e ea li ed f eig ha e a e dee ed be diffe e da e f ha eh lde .

The ecial ced e f i g i da ee i g hall a l he f ll gic , a ce :

(1) Whe he C a i , e d e ic-i e ed ha e a d e ea li ed f eig ha e, , a al b a ecial e l, i fi ha eh lde i age eal ee i g, ei he e a a d c c, e l ce e e 12 h, e ha 20% f each f he e i i g i , e d d e ic-i e ed ha e a d e ea li ed f eig ha e f he C a ;

(2) Whe he C a ' la i , e d e ic-i e ed ha e a d e ea li ed f eig ha e , i i c ai i i le e ed hi 15 h f he da e fa al b he ec, iie eg la a, h i f he Sa e C , cil;

(3) Whe h he a al b he ec, iie eg la a, h i f he Sa e C , cil he d e ic ha eh lde a fe hei ha eh ldi g he f eig i e f e ea li i g a d adi g.

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The C a hall e abli h he C , i Pa C i ee f Beiji g Ji g e g Clea E eg C ., Li ied (Clea E eg Pa C i ee) a d he Dici li e I eci C i ee f C , i Pa f Beiji g Ji g e g Clea E eg C ., Li ied (Clea E eg Dici li e C i ee). I ici le, he chai a f he b ad f di ec f he C a a d he ec e a f he Pa C i ee hall be he a e e , a d e f ll-i e de , ec e a hall be a ig ed i cha ge f Pa - d a ed x k. Eligible e be f he Pa C i ee ca j i he b ad f di ec , he b ad f , e i a d he a age e ea h , gh legal ced e , x ile eligible Pa e be f he b ad f di ec , he b ad f , e i a d he a age e ea ca al j i he Pa C i ee i acc da ce x h he de a , le a d ced e .

The , be f ii f ec e a , de , ec e a a dc i ee e be f he Pa C i ee f he C a a d he Dici li e I eci C i ee f he C a hall be e abli hed i acc da ce x h he e l gi e b he , e i a c i ee, a d e be f all ii hall be de ced b de ci . D i g he adj , e f he a e e e ai ec ge , he , e i a c i ee a a i he ec e a , de , ec e a a d he ec e a f he Dici li e I eci C i ee x he ece a .

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The Pa C i ee f he C a hall, i acc da ce x h he C i , i f he C , i Pa f Chi a a d he a , le , e f i d ie .

(1) T e , ead , e ie he h , ghi le e ai f he g, idd ie a d licie f he Pa a d he S a e, deci i a dde l e ade b he Pa Ce al C i ee, he Pa C i ee f he M, ici al Pa C i ee a d he G e e , he S a e- x ed A e S, e ii a d Ad i i ai C i i a d he Beiji g E eg H ldi g C ., L d h , gh , he C a .

(2) T a dhe e he , ici le f he Pa e eci i g leade hi e ffici al , he de ci f , ea i g a age b he b ad f di ec , a d he e ecie f , x a ega d he igh f ffici al ' a , i e b he , ea i g a age i acc da ce x h la x. The Pa C i ee f he C a hall ec e d i ee he b ad f di ec he ge e al a age , c e l a ea d/ gi e , gge i he ca dida e i a ed b he b ad f di ec he ge e al a age . The Pa C i ee f he C a , ge he x h he b ad f di ec , hall b e e he , ed ca dida e a ddic , j i l , ide , i i a d , gge i he e . T , e f he d , f e eci i g leade hi e a le a d, ceed x h he a eg f ei ig ai ge e, ie h , gh h a e , ce de d , e .

(3) T , d a ddic , he abe ef a dde d , e , , b a ial , ea i al a d a age e i , e f he C a a x la a e ial i , e d ai g he i e e f he e l ee , a d, ide ad ice a d ec e da i .

(4) T ake f ll e , ibili c ehe i d e g he he Pa ' dici li e, lead he C a ' ide l gical a d, li ical x k, , ied f x k, , i i, al ci li ai c , ci a x la c , ae c l , ec , ci , a d x k f a ga i ai , cha he ade , i a d he C , i Y h Leag e. Pa aleadi g le i b ildi g a Pa x h a d ea a d h e i age, , , he Dici li e I eci C i ee f he C a i f l fill i g i e , ibili f , e i i i , ac ice.

I de e i i g he , b a ial , ea i al a d a age e i , e f he C a , he b a d f di ec a d a age e ea hall fi eek , i i f he Pa C i ee f he C a .

The k f he Pa O ga i a i a d hec , ci fi e f hall , ceedi c lia ce h he de a , i i f he C i , i f he C , i Pa f Chi a.

Di ec hall be elec ed b he ge e al ee i g a d e ea e f he ea f each e i . A di ec a e ec ec, i e e if e-elec ed, he e , i f hi e , , le he e i , la ed b he de a la , eg, la i a dli i g , le f he , lace e he C a ' ha e a eli ed.

A di ec ' e f e ice c e ce f he da e he ake , hea , i e , , il hec, e e f e ice f b a d f di ec e d. If a di ec ' e f e ice e , ie b, a e di ec i e a , i ed, he igi al di ec hall c i , e ca , he di ec ' d, ie acc di g he la , ad i i a i e eg, la i , de a e al eg, la i a d hi A ide f A cia i , il he e elec ed di ec ' a , i e c e i effec.

A di ec ' , a be a , ed b ge e al a age he e i a age e e be . B, he al , be f ge e al a age he e i a age e e be al a , e di ec hi i he c a , , l, he , be f di ec a affe e e a ie, hall e ceed e half f he al , be f di ec .

A di ec eed be ha eh lde f he C a .

The di ec , b hc llec i el a di di id, all , a e e , ec ed f, lfill fid, cia d, ie a dd, ie f kill, ca e a d dilige ce a a da da lea i c lia ce h he a da de abli hed b he la f H g K g. Thi ea ha e e di ec , , i he , e f a ce f hi d, ie a a di ec :

(a) ac h e l a di g d fai h i he i e e f he c a a a le;

(b) ac f , , e , , e;

(c) be e , ible he i , e f hea , lica i i a , lica i fi a e ;

(d) a id ac, al a d, e ial c flic fi e e a dc flic i d, ;

(e) did ef,ll a dfail hi i e e i c ac %xh hei ,e;a d

(f) a_l ,ch deg ee f kill, ca e a d dilige ce a _a ea abl be e_ec ed f a_e f hi k %xedge a de_e ie ce a dh ldi g a di ec hi i a li ed c _t a .

The i e i _i a e a ca dida e a di ec a d he %xi e ice f ,ch ca dida e ega di g hi %xli g e acce he _i a i hall be gi e he la e ha 7 da _i he da e a_ i ed f ,ch ge e al _ee i g.

Whe e ,le he %xe_ ided b d e a la%xa d eg,la i ,a di ec ca be e_ ed b di a e l,i _a ed a ge e al _ee i g bef e he e_i f hi e_ f ffice (b, ,ch e_ al d e _ej,dice he di ec ' d ai_ f da_ age _, ,a a c ac).

If a di ec i , able a e d b a d _ee i g i_e f %xc ec, i e_ee i g, a d d e a_ i he di ec a e d b a d _ee i g hi behal f, he hall be dee_ ed a fail i g ca , hi d, ie. The b a d f di ec hall_ _ e he ge e al _ee i g e, lace hi_.

A di ec _a e ig bef e e_i f hi e_ f e ice. Whe a di ec e ig , he hall , b_i a%xi e e ig a i ice he b a d f di ec . The b a d f di ec hall di d e he d e a ci c, _ a ce %xhi 2 da .

If he _e_be f he di ec fall be %xhe_i i_, _ a, e, i e_e d, e a di ec ' e ig a i , he ice f e ig a i f he e ig i g di ec %xl l bec _e effec i e, i a e%xdi ec i a_ i ed fill he aca c. The e_ai i g _e_be f he b a d h, ldc e e a e a di a ge e al _ee i g el ec a e%xdi ec fill he aca c a a_ ible.

Sa e f he ci c, _ a ce efe ed i he_ ecedi g_ a ag a h, he di ec ' e ig a i ake effec , del i e f hi /he e ig a i e he b a d f di ec .

Whe a di ec ' e ig a i ake effec hi e_ f e ice e_ i e, he di ec hall c _t le e all a fe _ ced, e %xh he b a d f di ec . Hi fid, cia d, %xd he C _t a a d he ha eh lde hall e_ i e af e he e d f hi e_ f e ice a d%xl be ill i effec i e f a ea able_ e i d_ ecified b hi A ide f A cia i .

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I he ab e ce f_ ecifica i i hi A ide f A cia i legi_ a e a, h i a i b he b a d f di ec , di ec hall ac i hi_ e al ca, aci behal f f he C _t a he b a d f di ec . Whe a di ec ac i hi_ e al ca, aci , b, a hid_ a _a ea abl bel ie e ha he di ec i e e e i g he C _t a he b a d f di ec , ha di ec hall ded a e hi a ce a d ca, aci i ad a ce.

If a di ec b eache he la[illegible], ad i i a ie eg, la i , de a e al eg, la i hi A ide f A cia i [illegible]he ca i g , hi d, ie a d ca, e l he C a , he hall be held e, ib e f da age .

The C a hall ha e i de, e de di ec . I de, e de di ec efe , ch di ec f he C a ha e e d, ie he ha he di ec 'd, ie , ha e da i hi [illegible]h he C a i , b a ial ha eh lde (efe i g e, a a d agg ega d , ch ha eh lde [illegible]h hld e ha 5% f he a , be f i g ha e) ha a hi de hei i de, e de bjec ie j, dg e , a d a i fie he e , ie e i de, e de ce b heli i g , le f he, lace [illegible]he e he C a ' ha e a eli ed.

U le he [illegible]e, ided i hi ec i , he e de a , i i e , i Cha e 14 f hi A ide f A cia i hall a, l he , alifica i a d bliga i f ide, e de di ec .

N le ha e-hid e be f b a d f di ec a d le ha hee e be f he b a d f di ec f he C a hall be i de, e de di ec ; a g[illegible]hich, a lea e f he i de, e de di ec , ha e a , iae, fe i al , alifica i acc , i g da ed fi a cial a age e e ie. A a i e he , be f i de, e de di ec fail ee he i i , , be e , ied b hi A ide f A cia i d, e ei he di , alifica i f i de, e de ce he ci c, a ce [illegible]hich a , , ch i de, e de di ec i a , iae, e f hei d, ie , he C a hall a , i addi i al i de, e de di ec ee he e , ie e .

A lea e f he i de, e de di ec f he C a hall di a i e ide i H g K g.

A i de, e de di ec hall ha e he a e e f ffice a he di ec f he C a , a d a be e-elec ed , e , i f he e gi e ha he c ec, i e e hall be e ha i ea .

The C a hall f , la e [illegible]ki g , le f i de, e de di ec , [illegible]hich [illegible]l , ecif he , alifica i , i ai , de ci a d e, lace e a d igh a d bliga i , liabili ie , a d , ch e hall be a , ed a he ge e al ee i g.

Ma e da i g i de, e de di ec [illegible]hich a e c ee di hi ec i hall be dea [illegible]h acc di g he de a la[illegible], eg, la i li i g , le f he, lace [illegible]he e he C a ' ha e a eli ed.

The C a hall e , ab a d f di ec ich hall be acc , able he ge e al ee i g.

The b a d f di ec hall c e f e e di ec , i d , di g f , i de e de di ec . The b a d f di ec hall ha e e chai a , a d he ge e al ee i g hall decide he h x e , he f ice chai a b a di a e l , i a he ge e al ee i g. (The efe e ce ice chai a he ei a d he eafe hi hi A ide f A cia i i l a licable ci c , a ce he e ii ( ) f ice chai a (ice chai e) i e , i he C a .)

The chai a a d ice chai a (ice chai e) f he b a d f di ec hall be elec ed a d e ed b e ha e half f all he di ec . The chai a a d ice chai a (ice chai e) f he b a d hall e ea e f h ee ea a d a be e-elec ed , he e i f hei e .

The b a d f di ec e eci e he f ll g f , ci a d :

(1) be e ible f hec e i g f ge e al ee i g a d e i k he ge e al ee i g ;

(2) i le e e l , i f he ge e al ee i g ;

(3) decide he C a ' b , i e la a di e e la ;

(4) f , la e hea , al fi a cial b , dge a d fi al acc , f he C a ;

(5) f , la e he C a ' fi di ib , i la a d la aki g , l e ;

(6) f , la e a f he C a ice ea e dec ea e fi egi e edca ial , i , ec a e b d he ec , iie a dli i g he e f;

(7) f , la e la f ege , di i i , di l , i a dal ea i fc a e f f he C a ;

(8) f , la e la f he C a ' , b a ial ac , i i i a d , cha e f ha e f he C a ;

(9) hi he c ea h ied b he ge e al ee i g, decide, a g he , he C a ' e e al i e e , , cha ea d ale fa e , i i f ec , iie he c a ' a e , a e e e al g , a a ee , al h a age e e , e , ela ed a a aci ;

(10) decide e abli h e fi e al a age e ga i ai f he C a ;

(11) de e i e he e , f he eciali ed c i i ee , de he b a d f di ec , a i di i he chai a f , ch c i i ee ;

(12) a i di i ge e al a age a d ec ea he b a d f diec ; i acc da ce h he i a i b ge e al a age, a i di i de, ge e al a age a d chief acc , a a d decide hei e , e a i ;

(13) f , la e he ba ic a age e e f he C a ;

(14) f , la e , al a e d hi A ide f A cia i ;

(15) f , la e he ck , i ice ie, la f he C a ;

(16) a age i f a i di d , e f he C a ;

(17) e he b a d f diec hea , i e e la ce e f he acc , i g fi which ide a, di e ice he C a ;

(18) li e k e f he ge e al a age a d e ie hi /he k;

(19) a , i e la ce he diec , e i (he ha he e l ee e e a ie diec , e i) i he C a ' all ed , b idia ie ; i a e ca dida e diec , e i (he ha he e l ee e e a ie diec , e i) i he c lida ed , b idia ie a d a cia e f he C a ; a d ec e d ca dida e f e i a age e i all ed , b idia ie a d c lida ed , b idia ie ;

(20) e ie a d a , e he a e he C a ' e e al g, a a ee hich a e c ee d b A ide 64 f e ie a d c ide a i a age e al ee i g;

(21) he , a h ied b hel a , ad i i a i e eg, la i , a dde a e , le , li i g , le f hel i g, lace he e he C a ' ha e a eli ed, hi A ide f A cia i a d he ge e al ee i g .

(22) i de e i i g he , b a ial , e a i al a d a age e i , e f he C a , he b a d f diec a d a age e ea hall fi eek , i i f he Pa C i ee f he C a . The , b a ial , e a i al a d a age e i , e f he C a i d, deb li ied :

a. De el , e a egie a d edi, - e a dl g- e de el , e , la f he C a ;

b. he b, i e , la a d , e a i , la ;

c. , i ci al a ddiec i al i , e el a i g fi a cial e , c , i g, a e a fe, ca i al , e a i a d , b a ial i e e ;

d. he e ge, di i i , cha ge f c l a ddi l, i f he C a ;

e. i , e el a i g he e , e a i , , e f a ce a , ai al a d , , e i i f he e i a age e ea ;

f. , b a ial a d , i ci al i , e el a i g hei e e f hee l ee a d eed beb , gh hel ab , i ;

g. [illegible] the Chief Executive's [illegible] responsibilities and [illegible] other responsibilities; and

h. [illegible] which need be [illegible] the delegation [illegible] and [illegible] his/her duties; and

i. the [illegible] which need the [illegible] addressing of the Partnership.

The above [illegible] of this section of the Partnership [illegible] which shall be [illegible] by agreement [illegible] giving [illegible], shall be [illegible] the general [illegible] of [illegible].

Except [illegible] the [illegible] specified in paragraph (6), (7) and (14) [illegible] which shall be [illegible] by the [illegible]-third [illegible] the directors, the [illegible] shall [illegible] be [illegible] by the [illegible] half [illegible] the directors.

[illegible] 10

The board [illegible] [illegible] the [illegible] [illegible] of the board [illegible] [illegible] the general [illegible], in the [illegible] [illegible] decision-[illegible]. The [illegible] of the board [illegible] [illegible] the board [illegible], and shall be [illegible] the Article [illegible]. It shall be [illegible] by the board [illegible] by the general [illegible].

[illegible] 11

The board [illegible] [illegible] [illegible] the Strategic [illegible], Audit [illegible], Remuneration and Nominations [illegible] the board [illegible].

Each [illegible] [illegible] [illegible] the board [illegible], and [illegible] [illegible]. At [illegible], the [illegible] the Audit [illegible] and Remuneration and Nominations [illegible] shall be [illegible]. The Audit [illegible] [illegible] [illegible]

The chai a f he b a d hall e eci e he fll gf, ci a d :

(1) e ide e ge eal ee i g a d c e ea d e ide e ee i g f he b a d fdi ec ;

(2) c, ea d check hei le e ai f e l, i f he b a d fdi ec ;

(3) ig ha e ce ifica e, b d ce ifica e a d he ec, iie i, ed b he C a ;

(4) ga i e hef l, lai f ai, le a dc di ae e ai f he b a d fdi ec ;

(5) ig i a d c, e f he b a d fdi ec a dlegall bi di g d c, e behalf f he C a ;

(6) e eci e he a df, ci a helegal e e e ai e;

(7) i a eca dida e f ec e a he b a d fdi ec , e be a dchai a f he ecial i ed c i ee, de he b a d fdi ec ;

(8) li e eg, la i i al k e f he c a ' e i a age e , a d ide g, ida ce i i i le e ai f he e l, i f he b a d fdi ec ;

(9) i ca e fe e ge c fcaa hic a, al di a e a d he f ce aje, e, e eci e he ecial igh fdi al e he C a ' affai ha a e i li e h he e, ie e fla a di e e f he C a , a d e he b a d fdi ec a d he ge eal ee i g afe d ;

(10) ac he a f f he b a d fdi ec hi he a da e f he b a d fdi ec he he b a d fdi ec i i e i ; a d

(11) he f, ci a d a, h ied b hela , ad i i ai e eg, lai , de a e al, le, hi A ide f A cia i a d he b a d fdi ec .

The ice chai a hall a i he chai a f he b a d fdi ec i k. Whe he chai a i, able d e ca , hi d, ie, he hall be ca ied , b he ice chai a (if he C a ha e ice chai e, he he e d, ie hall be ca ied , b he ice chai a i a ed b e ha e half f he di ec). If he ice chai a i, able d e ca , hi d, ie, e ha e half f he di ec hall i a e a di ec ca , he d, ie.

The b a d ee i g i d, de eg, la ee i g a d e a di a ee i g.

Reg, la ee i g f he b a d fdi ec hall be held a lea ce a ea. Mee i g f he b a d f di ec hall be c e ed b he chai a f he b a d b gi i g a ice all di ec a d, e i e da bef e he ee i g i held.

Ule he e ided i he a ide hei , e l i f he b ad f diec hall be a ed b e ha e half f all he diec .

A f he i g ab ad e l i , each diec hall ha e e e l . Whe he be f e ca f a dagai a e l i e al , he chai a f he b ad f diec hall ha e a ca i g e.

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The diec hall a e da b ad ee i gi e . If a diec i able a e d f a ea , he a a i a he diec i i g a e d hi behalf. The a h i ai le e hall c ai he a e f he e e e a ie, he a e e e e ed, c e f a h i ai a d a idi ei d. I hall be ig ed ea ed b he i ci al.

The a i ed diec a e d he ee i g hall e e ci e he diec ' d ie hi he a h i ed c e. If a diec d e a e d a b ad ee i gi e a dde a i a e e e a ie a e d he ee i g, he/ he hall be dee ed ha e i ed he i g igh i he ee i g.

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Whe a diec i c ec ed c a ie hich i he bjec f a e l i be decided a b ad ee i g, he c ec ed diec hall e ha e l i , a d hall e behalf f he diec . Tha diec ' ee i g ca be held if e ha e half f he ide e de diec a e d. Re l i ade b he b ad ee i g hall be a ed b e ha e half f he ide e de diec . If le ha he ee ide e de diec a e d he b ad ee i g, he a e hall be b ied he ge e al ee i g f c ide a i .

2

The b ad ee i g hall e b f di d ed ball .

P ided ha he diec ca f ll e e hei i i a hee a di a b ad ee i g , ch ee i g ca be held b ea f de ie b ha d, , fa he ea f c , ica i a d e l i c ld be a ed he e f hich hall be ig ed b he diec a e d ed he ee i g.

3

The b ad f diec hall kee i e fi deci i he a e di c ed a he ee i g. The diec a e d ed he ee i g a d he ec de hall ig he i e f ha ee i g.

The diec hall be e ible f he deci i f he b ad f diec . Whe ea e l i f he b ad f diec i i ila i f hel a , ad i i a ie eg la i he A ide f A cia i , he eb ca i g ei l e he C a , he diec k a i he e l i hall be liable he C a f da age . H e, he ea diec ca e ha hee e ed hi i i ch e l i he i , he e, a d ha ch i i ec ded i i e f he ee i g, he diec hall be elie ed f ch liabili .

The i e f b ad ee i g hall be ke a ac a fle f a ei d f le ha 10 ea .

The ...i ... f he B ad hall c i f he f ll ...g:

(1) da e a d e ... e f he ...ee i g a d he a...e f he c e e;

(2) he a...e f he Di ec ... e e a d a...e f Di ec (a e) bei g a... i ed a e d he he' behal f;

(3) he age da;

(4) he ...ai ... i f Di ec '... eeche;

(5) he i g...e h d f each e l... i a d he e...l (he e...l hall ...ecif he ...be f e f, agai a d ab ai i g).

The e... e e ea abl i c... ed b di ec f a e di g he ...ee i g f B a d hall be b e b he C...t a. S...ch e... e e i d... de he ...l cal a... fee f ...t he di ec 'l cai he ...ee i g e...e (a ...i g he di ec e ide a al cai he ha ...e e he ...ee i g e...el cae) a d he acc...t da i d... i g he ...ee i g.

The C...t a hall ha e e (1) b a d ec e a. The Sec e a hall be a e i ...a age...e ...e...be f he C...t a.

The ec e a he b a d f di ec hall be a a... a... e ...h he e...i i e... fe i al k ...edge a d e... e ie ce a d hall be a... i ed b he b a d f di ec.

The... i...a e... ibili ie f he ec e a f he b a d i d... de:

(1) a i he dail ...k ... e a i f he b a d, c i... l... ide he b a d ...h he ... e a i ... i i c... a e ... e a i ... de hel a...eg... l a i ..., licie a d e... ie...e f d ...e ic a d f eig eg... l a age cie a d e... e he b a d c...t ehe d... ch... i i ..., a d a i he di ec a d ge e al ...a age... e f ...d... de d ...e ic a d f eig l a...eg... l a i ..., he A ide f A cia i a d a he de e a... i i ;

(2) ga i e b a d ...ee i g a d ha eh l de ge e al ...ee i g, ... e a e he de e a d c...e a i , ... e a e he ...ee i g ...i... e, e... e he ...ee i g' deci i -...aki g... ce e i li e...h a... ced... e, a d be f...ll a...e f he i...t le...e a i f he b a d' e l... i ;

(3) be e... ib...e f a a ge...e a d c di a i f i f ...a i di d... e, l i a i e...h i e , a d e ha ce he a... a e c f he C...t a ' ...k ... e a i ;

(4) participate in the management of financial markets;

(5) liaise with the media, agencies, regulatory and supervisory authorities; and

(6) fulfill the tasks assigned by the Board of Directors of the Bank.

The composition of the Board is:

(1) governing the lending of the Bank and the lending of the Shareholders, ensuring that the lending is consistent with the principles of the lending policy established by the Board of Directors, keeping the lending documentation and taking the initiative to call the delinquent loans of the Bank;

(2) ensuring the bank's decision-making mechanism scientific, democratic and efficient, organizing and implementing the decisions of the Board of Directors, and fulfilling duties to the Board of Directors;

(3) attending the Congress and the Congress, making the

(9) c di ae _ ideif ai heC a ' b ad f , e i a d he eg la age cie eeded f _ ef ace f hei , e i f ci , a d a i he i e iga i de a he C a ' chief acc , a , diec a d ge e al a age f lfill e f fid cia .

(10) _ ef ch he f ci a d_ a ig ed b he B a d f Di ec a d he f ci e , ied b hela i he li i g_lace f he C a ck e cha ge.

Di ec he e i a age e e be (e ce he chief acc , ge e al a age f he C a) a c c e l ac a he ec ea he b a d f di ec . N acc , a ( ) f he acc , i g fi ha i _ i ed b he C a a c c e l ac a ec ea he b a d f di ec .

P ided ha e he ffice f he ec ea he b a d i held c e l b a diec , a d a ac i e , ied be ade b a diec a d he ec ea he b a d e a a d , he e c c e l hld he ffice f di ec a d ec ea he b a d hall _ ef he ac i d al ca aci .

The C a ' di ec , ge e al a age a d d a ed de a e hall , , he ec ea he b a d _ ef hi /he d ie i e fi i , i al e , , affde l e , f di g e c. if e , ied. All de a de a e f he C a hall ac i el c _ e a e h he ec ea he b a d.

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The C a hall ha e e a age e ea , de he ee i g f he b a d f di ec i le e he deci i f he b a d f di ec a d , e i e he C a ' dail k _ e a i . Re _ ibili e hall be , hi he a age e ea .

The C a hall ha e e ge e al a age a d e e al de , ge e al a age a i he ge e al a age a d e chief acc , a . The ge e al a age , de , ge e al a age a d chief acc , a hall be hi ed a d di i ed b he b a d f di ec .

The e f ffice f he ge e al a age hall be h ee ea a d hall be eligible ffe hi el f/he el f ea _ i e .

The ge e al a age ca , b i hi e ig a i bef e he e _ i f hi e f ffice. The _ ced e a d c ce i g he ge e al a age ' e ig a i hall be eg la ed b he e l e c ac be e he ge e al a age a d he C a .

A di ec a c c e l ake he _ f ge e al a age de , ge e al a age .

The C a ' ge e al a age hall be acc , able he B a d f Di ec a d hall e ecie he f ll g f, c i a d :

(1) lead he C a ' d, c i , e a i a d a age e , a d e he b a d f di ec ;

(2) ga i e e , ce ca , he B a d' e l, i ;

(3) ga ie hei le e a i f he C a ' a , al b, ie , la a di e e , la f , la ed b he b a d f di ec ;

(4) d af , la f he e abli h e f he C a ' i e al a age e , c , e;

(5) d af he ba ic a age e e f he C a ;

(6) f , la e de ailed , le a d eg, la i f he C a ;

(7) e hea i e di i al f he C a ' de , ge e al a age ( ) a d chief acc , a he B a d;

(8) a i di i he a age e e be he ha h e e , ied bea i ed di i ed b he B a d;

(9) e ecie he c fe ed b he A ide f A cia i he b a d f di ec .

I de e ii g he , b a ial e a i al a d a age e i , e f he C a , he a age e ea f he C a hall fi eek i i f he Pa C i ee f he C a .

The C a ' ge e al a age hall a e d he ee i g f he b a d f di ec . A -di ec a age hall ha e he igh ea , ch ee i g .

The ge e al a age hall f , la e he de ailed ki g , le f he ge e al a age , hich hall be , b i he b a d f di ec f a al.

The ki g , le f he ge e al a age i d, de he f ll g:

(1) c di i , ced, e a d he , be f a ici a f c e i g a age ee i g;

(2) e ec i ed, ie a ddi i i fl ab a g ge e al a age a d he e i a age e ;

(3) li i f a, h i i , igc a f, d a da e a l he ig i g f ig ifica c ac , ge he h he e i g e f he b a d f di ec a d he b a d f , e i ;

(4) he a e c ide ed ece a b he b a d f di ec .

I he e ecie fhi /he f ci a d , he a age hall bea he d ie f g d faih a d d e dilige ce i acc da ce h hela ad i i a ie eg lai a d heC a ' A ide fA cia i .

The e f ffice fa e i hall be 3 ea , e e ble e e-elec i a d e-a i e .

A diec , a age a d he e i a age e ca c c e l hlda a e i .

Whe a e i ' e f fficee ie ile a e e i ea i ed, he a e i eig d i ghi e f ffice,leadi g he be f e be i heb ad f e i falli gbe x he a e ie e , a dbef e he e a i ed e i ake hi a i e , he igi al e i hall c i e ef hi /he d ie acc di g hela ad i i a ie eg lai a d hi A ide fA cia i .

A e i hall e e ha he i f ai di d e f heC a i e, acc a ea d c lee.

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A e i ca be e e a ab a d fdiec ' ee i g. He/ he ca al e i ake gge i c ce i g. ed e l i a he ee i g.

A e i hall ake e fhi a cia ed e ai hi i j e heC a ' i ee , a l e b ca ed heC a , he/ he hall bea he e ibili fc e ai .

A e i hall faihf ll e f hi e i d ie i acc da ce h hela ad i i a ie eg lai a d heC a ' A ide fA cia i .

If a e i c a e e hela ad i i a ie eg lai , de a e al eg lai hi A ide f A cia i ile e f i ghi d ie a dca i gl e heC a , he/ he hall bea he e ibili fc e ai .

The C a hall e abli habad f , e i .

The b ad f , e i hall be c ed f hee (3) e , e f m hall be he chai a f he b ad f , e i .

The a , i e a ddi i al f he chai a f he b ad f , e i hall be , a ed b a lea x-hid (id, dig x-hid) fi e be .

The b ad f , e i hall c e f ha eh lde ' e e e a i e , e i a de l ee e e e a i e , e i . The ha eh lde ' e e e a i e , e i hall be elec ed a d e ed b he ge e al ee i g, a d he e l ee e e e a i e , e i hall be le ha e hid f he e be hi , a dde c a ical elec ed a d e ed b he C a ' e l ee .

The b ad f , e i hall be acc , able he ge e al ee i g a de e cie he f ll x g f, c i a d, x acc di g he la x:

1. e a i e he C a ' fi a cial affai ;

2. , e i e he di ec a d e i a age e d, i g hei , e f a ce f d, ie he C a , a dad i e he di i al f di ec e i a age e m c a e e hela x ad i i a e eg, la i , hi A ide f A cia i e l, i f ge e al ee i g ;

3. de a d ec ifica i f a di ec a da he e i a age e e be me he ac f , ch , e a e ha f, l he C a ' i e e ;

4. e if fi a cial i f a i , ch a fi a cial e , b, i e e a d, fi di ib, i , la , e c. be , b ied b he B ad he ge e al ee i g a d, h, ld a , e i e a i e, e gage, i he a e f he C a , ce ified, blic acc , a a d, aci ci g a, di c d, c a e-e a i a i ;

5. , , e c e i g f e a di a ge e al ee i g a d c e e a d, ei de e he ge e al ee i g me he B a d fail , e f , ch d, ie ;

6. , b i , , al he ge e al ee i g ;

7. , , e c e i g f e a di a ee i g f b a d f di ec ;

8. la, ch l ega l ac i agai di ec a d e i a age e i acc da ce x h he C a La x f Pe , le' Re , blic f Chi a;

9. c d c i e iga i , di c e fab ali i he b ie ea i a de gage fe i al fi , ch a acc , i g fi a d la fi a i i k he e ece a . The c hall be b e b he C a ;

10. a he d ie a ec ibed b he A ide f A cia i f he C a .

The eeig f a b a d f , e i hall be held a lea ce e e i (6) h , hich hall be c e ed a d e ide e b he chai a . A , e i a e c e ea e a di a eeig f he b a d f , e i .

Whe e he chai a f he , e i b a d i i ca able f ef i g fail ef hi /he d ie , a , e i elec ed b le ha half f he , e i hall c e ea d e ide e he , e i b a d eeig.

The b a d f , e i hall f , la e he ki g , le f he b a d f , e i i de e , e ki g efficie c a d he aki g f cie ific deci i . The c e ig eh d a d ig ced e i , la ed i he ki g , le f he b a d f , e i hall be d afed b he b a d f , e i a d a ed b he ge e al eeig.

A eeig f he , e i b a d hall be c d c ed , le i i a e ded b e ha -hid f he , e i . V iga he eeig , e i b a d hall be ca ied , b ll a d each , e i hall ha e e e. A , e i hall a e d eeig f he , e i b a di e , a i i ig a he , e i a e d he eeig hi /he behalf d e hi /he ab e ce. The le e fa h i a i hall ecif hee e fa h i a i .

Re l , i a he eeig f he b a d f , e i hall be a ed b e ha -hid f he , e i ' e .

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The di c ed i , e hall be ec d i he i , e f he eeig f he b a d f , e i . S , e i a e di g he eeig hall ig he i , e f eeig .

S , e i a e e il ed e , e ha a e , la a i f hei c e ade a he eeig be ed i he i , e . Mi , e f eeig f he b a d f , e i hall be ai ai ed a c a e a chi e f a lea 10 ea .

A ice f he eeig f b a d f , e i al , e i hall be gi e 10 da i he c e i g f eeig i ig.

A ice ab ad f , e i ee i g hall i d, de he f ll gc e :

(1) da e, e , e, a d d, a i f he ee i g;

(2) ea a di , e f di c, i ;

(3) da e fi , a ce f ice.

The ea able e e ic, ed b he b ad f , e i i he e gage e f fe i al , ch a la xe , ce ified , blic acc , a , ac ici g a, di , e c., e f i (hi) d, ie hall be b eb he C a .

The ea able e e ic, ed b a , e i f a e di g ee i g f b ad f , e i , a d , ch e e e i d, de he l cal a fee f hel cai f he , e i he ee i g e , e (if a hel cai f he e ide ce f , ch , e i) a d he acc da i a d ea l e e ed, i g , ch ee i g .

A e a e ea a Di ec , , e i , ge e al a age a he e i a age e e be f he C a if a f he f ll gci c, a ce a lie :

1. a e h , ca aci h e ic ed ca aci f ci il ac ;

2. a e ha c i ed a ffe ce fc , i , b ibe , i f ige e f e , ia , ia f e ab agi g he cial ec ic de a d ha bee , i hed beca e fc i i g , ch ffe ce; ha bee de ie d f hi , li ical igh , i each ca e he ele ha fi e (5) ea ha e d a ed ice he da e f he c lei fi le e a i f , ch , i h e de ia i ;

3. a e i a f e di ec , fac a age ge e al a age fac a e e, ie hich ha e e ed i i le li , ida i a d hei , e all liable f hei l ec f , ch c a e e, ie, he ele ha hee (3) ea ha e d a ed ice he da e hec lei f hei l ec a dli , ida i f hec a e e, ie;

4. a e i a f e lega l e e a ie fac a e e, ie hich had i b, ie lice e e ked d, e a i la i f hela a d i c, ed, e all iabili , he ele ha hee (3) ea ha e d a ed ice he da e f he e ca i f heb, ie lice e;

5. a e ha a e d a i e d la ge a , f deb d, ea d , a di g;

6. a e i , de ci i al i e igai ec i b aj dicial ga i ai f i lai f he ci i al la he e aidi e igai ec i i e c d ded;

7. a e i hibi ed e e he ec i ie ake b he CSRC a d he af e aid hibi i e i dha e e ied;

8. a e c ic ed f hec a e i f i i f de a ec i ie eg lai b a de a c ee a h i , a d chc ici i l e afi di g ha he ha ac edfa d le l di h e l , he e le ha fi e (5) ea ha e a ed i ce he da e f hec ici ;

9. - a a l e ;

10. he cic i a ce e cibed b he la ad i i a ie eg lai de a e al eg lai le f ec i eg la a de cha ge( ) i he e i he e he C a ' ha e a eli ed.

The alidi fa ac fa di ec e i ffice behalf f he C a d a i -a- i b afide hid a hall be affec ed b a i eg lai i hi c e ffice, e ec i a defec i hi alifica i .

I addi i he bligai i ed b la ad i i a ie eg lai li i g le f he ec i ie e cha ge( ) hich ha e f he C a a eli ed, he C a ' di ec , e i , a age a d he e i a age e a d each Sha eh lde , i he e e cie f he f ci a d f he C a e ed he :

1. ca e he C a e ceed he c e f b ie i laedi i b ie lice ce;

2. ac h e l i he be i e e f he C a ;

3. e ia e i a g ie he C a ' e , id di g (h li iai) , ai f ie ad a age , he C a ; a d

4. de i e he ha eh lde f hei i di id al igh i e e , id di g (h li iai) igh di ib i a d i g igh , a e , a a e c i g f he C a b i ed Sha eh lde f a al i acc da ce h hi A ide f A cia i .

Each f he C a ' Di ec , e i , ge e al a age a d he e i a age e e be a d , i he e e cie f hi a d di cha ge f hi d ie , e e cie he ca e, di ige ce a d kill ha a ea abl de e a lde e cie i c a able ic c a ce .

The C a ' di ec , , e i , a d e i a age e , i he e ecie f hei d ie , abide b he i ci le fg d fai h a d hall lace he e d e i a ii he e he ei ac flic be e hei e al i e e a d hei d ie . Thi i ci le hall i d de (b li ied) he f lfill e f he f ll g bligai :

1. ac h e l i he be i e e f he C a ;

2. e ecie a hi he c e f hei f ci a d a d e ceed ch ;

3. e all e ecie he dic ei e ed i hi /he , all hi e d f/he d f be a i , la ed b a he e a d, dele ga e he e ecie f hi dic ei a he a , le e ied b he la a d ad i i a ie eg, lai h he i f edc e f he ge e al ee i g;

4. ea Sha eh lde f he a e d a e , all a d ea Sha eh lde f diffe e d a e fail ;

5. c d, de a c ac e e i a a aci a a age e h he C a e ce a he e ided i hi A ide f A cia i f he C a h he i f edc e f he ge e al ee i g;

6. , e he C a e f hi be efi i a h , he i f edc e f he ge e al ee i g;

7. e l i hi i acce b ibe he illega l i c e, i a ia e he C a ' f d e ia e he C a ' e b a ea , id di g (h , li iai) , iie ad a age , he C a ;

8. acce c i i i c ec i h C a ' a aci h , he i f edc e f he ge e al ee i g;

9. abide b he A ide f A cia i f he C a , e f hi d ie fai hf ll , a d ec he i e e f he C a a d e l i hi i a d i he C a ad a ce hi i ia ei e e ;

10. eek f hi d f/he d f he he b ie , iie igi al bel g he C a , e a e f hi d f he b ie i i a he C a ' a d c e e h he C a i a h , he i f edc e f he ge e al ee i g;

11. i a ia e C a f d de i he C a f d a e i a acc , de hi he ' a e; a d

12. , i i la i f he i i f hi A ide f A cia i , le d f d a he e ide ec, i f he C a ' ha eh lde he e ha e ie f he C a , h , he c e f he ge e al ee i g b a d f diec ;

13. ha hei e e f he C a h , gh , e f hi c ec ed d a i hi ;

14. did ec fide ial if ai eai g heC a ha ac ied hi he d i g hi he ffice h , hei f edc e f hege eal eei g, ad , e , chif ai e ce i hei ee f heC a ; h e, , chif ai a be did ed hec , he g e e a h iie i a f hef ll g ci c , ace :

(1) ided b la

(2) e , ied i he , blici ee ;

(3) e , ied i hei ee f , chdiec , , e i e i ffice f heC a .

[illegible]

Each Diec , , e i , ge eal a age he e i a age e e be f heC a hall ca e hef ll g e i i , i ( ) d ha hei hibied f d i g:

1. he , e i child f , chdiec , , e i e i a age e f heC a ;

2. he , ee fadiec , , e i e i a age e f heC a fa e efe ed i Ie (1) he e f;

3. he a e fadiec , , e i e i a age e f heC a fa e efe ed i Ie (1) a d (2) he e f;

4. hec a e hich adiec , , e i e i a age e f heC a , al e jil h a e efe ed i Ie (1), (2) a d (3) he e f a he diec , , e i e i a age e f heC a , ha ac al c l; a d

5. he diec , , e i e i ffice f ac a bei g c lled a efe ed i Ie (4) he e f.

[illegible]0

The fid cia d ie f he Diec , , e i , ge eal a age a d he e i a age e e be f heC a d ece ail cea e h he e i ai f hei e , e. The d f c fide ce i eai ade ec e f heC a , ie he e i ai f hei e , e. O he d ie a c i e f , ch e i da fai e a e , ie de e di g he i el a e be e he e i ai f e , ea d he cc , ece f hee e c ce ed a d hec ic , ace , de hich he eai hi be e he a d heC a a e e i aed.

[illegible]

E ce f ci c ace e cibed i A ide 60 f he A ide f A cia i , a Diec , , e i , ge eal a age a d he e i a age e e be f heC a a be die ed fliabili f ecific b eache f hi d b hei f edc e f Sha eh lde gi e a age eal eei g.

Whe ea Di ec , , e i , ge e al a age a d he e i a age e e be f he C a i i a , di ec i di ec , a e ial i e ed i ac ac, a ac i a a ge e ed c ac, a ac i a a ge e h he C a , (he ha hi /he e icec ac h he C a), he hall did e he a , ea de e f hi i e e he B a da he ea lie , i , he he hec ac, a ac i a a ge e al he e fi he e , bjec he a al f he B a d.

A di ec hall e f ac ac, a ac i a a ge e i hich he/ he hi elf/he elf a f hi /he a cia e ha a a e ial i e e , , ch di ec hall be i d , ded i he , , f a ee i g.

U le he i e e ed di ec , , e i e i a age e f he C a ha di d ed , ch i e e he b a d f di ec a e , ied , de he ecedi g aag a h he e f a d he a e ha bee a ed b he b a d f di ec a a ee i g he e he/ he c , ed i he , , a d had ef ai ed f i g, he C a hall ha e he igh id he c ac, a ac i a a ge e , e ce he he a i a b a fide a ac i g h , k edge f he b each f bliga i b he di ec , , e i e i a age e c ce ed.

A di ec , , e i e i a age e f he C a hall be dee ed ha e a i e e i a c ac, a ac i a a ge e i hich a C ec ed Pe f ha di ec , , e i e i ffice ha a i e e .

Whe e a di ec , , e i e i ffice f he C a gi e a i e ice he b a d f di ec bef e he c d , i f he c ac, a ac i a a ge e i fi c ide ed b he C a , ai g ha d e he c e f he ice, he ha a i e e i he c ac, a ac i a a ge e ha a , b e , e l be ade b he C a , , ch di ec , , e i e i ffice hall be dee ed f he , , e f he ecedi g a ide f hi cha e ha e ded a ed hi i e e , i fa a a ib able he c e a ed i he ice.

The C a hall i a a e a a f behal f fi di ec , , e i e i ffice .

The C a hall di ec i di ec ide al a l a ec i f a di ec , , e i e i a age e f he C a f he C a ' a e c a , C ec ed Pe f he ab e- e i ed e .

The i i f he ecedi g aag a h hall a l he f ll g ic , a ce :

1. he i i f al a l a ec i b he C a f a , b idia f he C a ;

2. he i i f al a l a ec i he f d b he C a a di ec , , e i e i a age e f he C a , de a e ice c ac a ed b he ge e al ee i g, a e able hi a he e e e i c ed f he ake f he C a f he e f a ce f hi C a d ie ; a d

3. he ii fal a l a ec i b he C a a de a diec , e i e i a age e f he C a aC ec ed Pe he e f al c e cial e , if he di a b ie c e f he C a id de hele di g f e he ii fl a ec i .

Al a ided b he C a i i l a i f he ecedi g A ide hall be i ediael e a able b he eci ie f hel a , ega de f he e f hel a .

Al a g a a ee ided b he C a i b each f ii de A ide 189 hall be e f ceable agai he C a , ided ha :

1. he hel a i ided a C ec ed Pe f a diec , e i e i a age e f he C a i a e c a , hel a ide i a e f he ci c a ce; a d

2. he c lla e al ided b he C a ha bee la ll ld b hel a ide a b a fide e cha e .

F he e f he ecedi g a ide f hi cha e , he e ec i _ hall id de a ac he eb a g a a a e liabili ide e g a a ee ec e he e f ace f bliga i b a bliga .

I addi a igh a d e edie ided b hel a a dad i i a ie eg la i , he ea Diec , e i a d he e i a age e f he C a i i b each f hi d ie he C a , he C a ha a igh :

1. de a d he de a diec , e i e i a age e c e a e f hel e ai ed b he C a a ac e e ce f hi /he de de ici f d ;

2. e ci d a c ac a ac i c d ded b he C a h he de a diec , e i e i a age e c ac h a hid a (he e ch hid a i a e hall be a e ha he diec , e i e i a age e e e e i g he C a i i b each f hi bliga i he C a);

3. de a d he de a diec , e i e i a age e e de he gai de ied f he b each f hi bliga i ;

4. ec e a f d eceied b he de a diec , e i e i a age e ha hall ha e bee eceied b he C a , id dig (b li ied) c i i ;

5. de a d he de a diec , e i e i a age e e , hei e e ea ed ib ea ed he f d ha hall ha e bee gi e he C a ; a d

6. ake legal ceedi g decide ha di ec , , e i e i a age e h ld e, he C a he e b ai ed a ac e, e ce f hi b each f bliga i .

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The C a hall e e i ac ac i ig h e e di ec a d , e i f he C a c ce i ghi e l, e . S, ch c ac hall be a ed b he ge eal ee i g bef e i i e e di . The ab e- e i ed e l, e hall id, de:

1. e l, e i e ec f hi e ice a a di ec , , e i e i ffice f he C a ;

2. e l, e i e ec f hi e ice a a di ec , , e i e i ffice f a , b idia f he C a ;

3. e l, e he ei c ec i h he a age e f he C a a , b idia he e f; a d

4. f d a c e a i f hi l f ffice e ie e he af e e i ed di ec a d , e i .

A di ec , e i a , e he C a f be efi d, e hi /he he ba i f he ab e- e i ed a e , e ce , de ac ac a e i ed ab e.

I addi i , he C a hall e e i ac ac i ig h each di ec , , e i a d e i ffice c ai i ga lea he f ll g, ii :

(1) a , de aki g b he di ec , , e i e i ffice he C a ha he hall b e ea d c l h he C a La x he Reg, la i , hi A ide f A cia i a d he eg, la i f he H g K g E cha ge, a d a ag ee e ha he C a hall ha e he e edie ided i hi A ide f A cia i a d ha ei he he c ac hi /he ffice i a ig able;

(2) a , de aki g b he di ec , , e i e i ffice he C a ha he hall ac a a age f each ha eh lde b e ea d c l h hi bliga i ha eh lde i , la ed i hi A ide f A cia i ; a d

(3) he a bi a i da, ea e , i A ide 243 he e f.

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The c ac f e l, e e e edi be e he C a a di di ec , e i h ld ide ha i he e e f a ake e f he C a , he C a ' di ec a d , e i hall, , bjec he i a al f he ge eal ee i g, ha e he igh ece i ec e a i he a e f l f ffice e ie e .

F he , e f he ecedi g aag a h, he e a ake e f he C a hall efe a f he f ll g ci, a ce :

1. a e ake a ge eal ffe all he ha eh lde ;

2. a e ake a ge eal ffe ha he ffe bec e ac lli g ha eh lde a defi ed he e f.

If he de a diec , e i fail c l xh hi A ide, a f d eceied b hi hall bed g h e e ha ha e ld hei ha e a a e, l f hei acce a ce f he ab e- e i ed ffe, a d hee e e i c, edi di ib, i f , ch f, d a aaba i hall be b e b he de a diec , e i a d a be aid , f , ch f, d.

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The C a a e abl i h a liabili i , a ce e a eeded f diec , , e i a d e i a age e i de ed, ce he i k hich a a i e f he di a e f a ce f d, ie b , ch e ed.

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The C a hall f , la e i fi a cial a d acc , i g e i acc da ce xh i i f he la xad i i a e eg, la i a d de a a ede, a e .

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The C a ad he cale da ea a i fi cal ea, hich hall begi i each ea 1 Ja , a a d e d 31 Dece be f he G eg ia cale da.

The C a hall e a e fi a cial e a hee d f each fi cal ea, a d , ch e hall be e a i ed a d e ified acc di g la x.

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The b a d f diec f he C a hall lace bef e he ha eh lde a each ge e al ee i g , ch fi a cial e a de a la x, ad i i a e eg, la i a d a ied c, e l ga ed b he l cal g e e a d hea, h iie- i -cha ge e , ie he C a e a e.

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The fi a cial e f he C a hall be ade a ailable f i ec i b ha eh lde 20 da i a a , al ge e al ee i g. Each ha eh lde f he C a hall ha e he igh b ai a c f he fi a cial e efe ed i hi cha e.

A lea 21 da bef e he a , al ge e al ee i g, he C a hall de i e he af e e i ed e each h lde f e ea li ed f eig ha e xh he age- aid ail he ea (i d, di g h , gh i g a he C a b ie he b ie de ig a ed b he de a ck e cha ge) e i ed b he S ck E cha ge f hel i i g f he C a ' ha e, xh he add e , bjec he egi e ed add e i he ha eh lde egi e.

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The fi a cial a e e f he C a hall be e a ed l i acc da ce h PRC acc i g a da d, la a d eg, la i b al i acc da ce hi e ai al acc i g a da d he acc i g a da d f he lace( ) ide he PRC e e ha e f he C a a eli ed. If he ea e aj diffe e ce i he fi a cial a e e e a ed i acc da ce h he e e f acc i g a da d, ch diffe e ce hall be a ed i e a e ded ch fi a cial a e e . F e f he C a ' di ib i fafe-a fi i agi e fical ea, he alle a fafe-a fi h i he ab e-e i ed ki d ffi a cial a e e hall g e .

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I ei e, l fi a cial if ai bli hed did ed b he C a hall be e a ed i acc da ce h PRC acc i g a da d, la a d eg, la i a l a i e ai al a da d he acc i g a da d f he lace( ) ide he PRC e e ha e f he C a a eli ed.

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The C a hall bli h fi a cial e each fical ea, a ed a i ei fi a cial e hi 60 da afe he e d f he fi i h f he fical ea a da a al fi a cial e hi 120 da afe he e d f he fical ea .

_ _ _ _ _ _10

The C a hall ai ai a acc b k he ha a acc b k .

_ _ _ _ _ _11

The c ca ial e e e hall i d de he fll g f d :

1. he e i, bai ed f hei e f ha e i e ce f he a ;

2. he e e e, e ied b he Sae C cil' de a e i cha ge ffi a ce bei d ded i he ca ial c e e e.

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Whe e ac a di ib e i afe-a fi f he c e ea, i hall d a 10 ece f he fi a he C a ' a c e e e. The C a a d a g if he acc , la i e bala ce f he c e e eha al ead acc ed f e 50 ece f he C a ' egi e ed ca ial.

If he acc , la i e bala ce f he C a ' a c e e ei e gh ake, f he l e f he C a f he ei ea, he c e ea' fi hall fi be ed f aki g, he l e bef e he a c e e ei da he ef acc di g he ii f he ecedi g a ag a h.

Afe he C a da he a c e e ef he afe-a fi , i a , a e l, i ade b he ge eal ee i g, da a di ce i a c e e ef he afe-a fi .

Af e hel e ha e bee ade , a d c e e ha e bee d a , he e ai i g fi hall be di ib ed i ligh f he i f ha e held b ha eh lde , le i i e i ed i he A ide f A cia i di ib e fi acc di g he i f ha e held b ha eh lde .

If he ha eh lde ee i g di ib e he fi b i la i g he i i f he ecedi g a ag a h bef e hel e a e ade , a d he a c e e a ed a , he fi di ib ed , be ef ded he C a .

N fi hall be di ib ed i e ec f he Sha e f he C a hich a e held b he C a .

The e e e f he C a i ed ake , he C a ' l e , i ce a e he d ci e ai f he C a i ce a e he C a ' ca i al. H e , ca i al e e e hall be ed ake , he C a ' l e .

Whe legal e e ef d a ec e ed i ca i al, he e ai i g bala ce f ha e e ef d hall be le ha 25% f he egi e ed ca i al f he C a bef e he c e i .

The C a a di ib ed i ide d i e f he f ll gf (i b hf):

1. ca h;

2. ha e .

A f ca h di ide d a d he a e d e ic ha eh lde , he C a hall a i RMB, a d ch a e f eig ha eh lde l be RMB-de i a ed a dded a ed a d aid i f eig c e c . The C a l, acc di g a i al i i f eig e cha ge a age e , dea h f eig c e c a e f ca h di ide d a d he a e f eig ha eh lde .

U le he e ided b he de a la a d eg lai , f he a e f ca h di ide d a d he a e i f eig c e c , hee cha ge a e hall a l hea e aged i g ice a , ced he Pe le' Ba k f Chi a e cal e da ek bef e he ded a a i da e f ch ca h di ide d a d he a e .

Tha a a , aid , i ad a ce f call a ha e f he C a a ca i e e b hall e ile he h lde f he ha e a ici a ei e ec he e fi a di ide d , b e , e l ded a ed.

The C a hall a i a ecei i g age f h lde f e ea li ed f eig ha e c llec behal f he de a ha eh lde he di ide d di ib ed a d he f d a able i e ec f e ea li ed ha e .

The ecei i g age a i ed b he C a hall ee he e , ie e f he la f he lace( ), he de a eg lai f he ec , i ie e cha ge( ), he e he C a ' ha e a eli ed.

The eceiig age a, ied b he C a f e ea haehlde flied f eig hae lied he E cha ge hall be a , c a egi eed a , de he T , ee O di a ce f H g K g.

U de he, e ei , , a ede a PRC la ad eg, lai , he C a a e ecie he igh f fei , dai ed di ide d , b, ha , hall be e ecied, il afe hee, iai f hea, licable li iai , e i d f he ded a a i f di ide d di ib, i .

Whe e, i ake b he C a cea e e di g di ide d a b , , if , ch a ha e bee lef , ca hed, i l be e ecied, il , ch a ha e bee lef , ca hed c ec, ie cca i . H e, , ch a be e ecied afe he fi cca i ich , cha a i e, ed , dei e ed.

Whe e, i ake b he C a , a h, e ea de e ied b he b ad f diec , el he e ea li ed f eig hae f a haehlde i , aceable i l be e ecied, le :

(1) di ide d he ela ed Sha e ha e bee dei e ed a lea 3 i e hi 12 ea a dha e bee dai ed; a d

(2) he C a , lace ad e ie e i e e a e f he C a li ig l cai afe he 12 ea ha e da ed, ai gi i e i el he Sha e a di f i g he S ck E cha ge f , chi e i .

Afe he ge e al ee ig ha e l ed he, la all ca e, fi , he b ad f diec hall c l e e he di ib, i f di ide d (b , ha e) hi 2 h f he ee ig.

The C a gi e f, ll c ide a i he i e e f haehlde a d ake hei le e a i f a ea able, fi di ib, i , lic acc di g b, ie i, a i a d ake e i e . The C a ' , fi di ib, i , lic hall he gea e e e ai ai c i, i a d abli , a dgie, i i ca h di ide d , h he , ecific, fi - ha i g a i be, a ed h a e l, i i acc da ce h e e a la ad eg, lai a he ge e al ee ig.

The C a halle l a ide, e de acc , i g fi ha c lie h e e a ae eg, lai a, di he a , al a d he fi a cial e f he C a , a d, ide e ice , cha acc , i g ae e , e a e e a d e e a c , lai .

The fi acc , i g fi f he C a a bee l ed b he i a, g, al ee ig, i he fi a , al ge e al ee ig. S, ch acc , i g fi hall hld ffice, il he c d, i f he fi a , al ge e al ee ig.

If he C a ' e abli h e ee ig d e e ecie i , , de he, ecedi g, a ag a h, he b ad f diec hall e e cie , ch .

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The e f e l e fa acc , i g fi e l ed b he C a hall a f he e d f he a , al ge e al ee i g, il he e d f he e a , al ge e al ee i g.

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A acc , i g fi e l ed b he C a hall ha e he f ll g igh :

1. he igh facce a a i e he acc , b k, ec d , che f he C a a d he igh e , ie di ec a d he e i a age e f he C a , ide he de a i f a i a de_la a i ;

2. he igh e , ie he C a ake all ea able ea , e b ai f i , b idia ie he i f a i a de_la a i ece a f he acc , i g fi _e f i d, ie ;

3. he igh a e d ge e al ee i g , ecei e a ice he i f a i c ce i g a ee i g hich ha eh l de ha e a igh ecei e, a d be hea d a a ge e al ee i g a a e hich d a e i a he acc , i g fi f he C a .

If he_ i i facc , i g fi bec e aca , he b a d f di ec a a_ i a acc , i g fi fill , ch aca c bef e a ge e al ee i g i held. H e, if he e a e he acc , i g fi h l di g he_ i i facc , i g fi f he C a hile , ch aca c ill e i , , ch acc , i g fi hall c i , e ac.

The hi i g f he acc , i g fi b he C a , be de e i ed b he ge e al ee i g. The b a d f di ec ca hi e a acc , i g fi bef e he deci i b he ge e al ee i g.

The ge e al ee i g a , b ea f a di a e l, i , di i a acc , i g fi _ i he e_ iai fi e f e l e , h a di ga hi gi he c ac be e he acc , i g fi a d he C a , b , h , _ ej, dice , ch acc , i g fi' igh , if a , d ai da age f he C a i e_ ec f , ch di i al.

The e , e a i fa acc , i g fi e l ed b he b a d f di ec he a e he e , e a i hall be de e i ed b he b a d f di ec .

The e l e , di i al ef, al f he e e d f hee l e fa acc , i g fi hall be decided , b he ge e al ee i g a d e ed he Sa e C , cl a, h iie i cha ge f ec, iie f he ec d.

Whe he C a i i e ded a a e l, i a age e al ee i g a, i a -i c, be acc, i g fi fill a aca c f he ii f he acc, i g fi, di i a acc, i g fi bef e hee, iai fa e f ffice, ch a e hall be deal h he f ll g ii :

(1) Bef e he ge e al ee i g ice, he al hea, i e di i al hall be dei e ed he acc, i g fi be a, i ed lea ei ffice al ead ei ed i he de a fi cal ea. Lea e he ei hall i d, de di i al, ei g ai a d e ie e f a acc, i g fi.

(2) If he acc, i g fi lea ei ffice ake a ae e i i g a d e, ie he ae e be i f ed ha eh lde b he C a , , le beig laef he ecei f, ch ae e , he e he C a hall ake he f ll g ea, e :

1. Maki g i , ci he ice he e l, i ha he lea i g acc, i g fi ha ade , ch a ae e ; a d

2. C ie f , ch a ae e a hea e he ice hall be e ha eh lde h he ea e f hi hi A ide f A cia i .

(3) P ided he C a failed dei e , ch ae e b he de a acc, i g i acc da ce h he ii i aag a h (2) f hi a ide, he acc, i g fi c ce ed a e, ie he ae e be ead , a he ge e al ee i g a d ake f he c lai .

(4) The acc, i g fi lea ei e iled a e d he f ll g ee i g :

1. he ge e al ee i g a ich i e f ffice hall e, ie;

2. he ge e al ee i g a ich i di i al hall be filed f he c e di g aca c ; a d

3. he ge e al ee i g c e ed f i i i a i e ei g ai .

The acc, i g fi lea ei e iled ece i e all ice he i f ai e a ed he ab e ee i g, a d , eak a he af e e i ed ee i g a e e a ed i a he f e acc, i g fi f he C a .

Whe he C a e i a e decide c i, e a, i a acc, i g fi, i hall if he acc, i g fi i ad a ce. Whe he ge e al ee i g e e i a i g hea, i e fa acc, i g fi, he acc, i g fi i e iled , ee i ie. Whe ea acc, i g fi , e i ei g ai , i hall e, lai he ge e al ee i g he he he ea ea i , e i eg, la i ie i he C a .

(1) The acc, i g fi a ei g f i , h , gh he, lace f ei g ai ice i i g a he legal add e f he C a . S, ch ice hall ake effec , he da e i i, laced a he legal add e f he C a a la e da e a , ecified i he ice. A d he ice hall i d, de he f ll g ae e :

1. ha i ei g ai d e i l e a a , ce e ha eh lde c edi f he C a ;

2. a he , ch ci c, a ce ha hall be, e e ed.

(2) Wi hi 14 da , he ecei f ch ice i ig a efe ed i aag a h (1) f hi a ide, he C a hall deli e ac f he ice hec ee a h iie. P ided ha he ice c ai ae e a ab e e i ed i aag a h (1) 2., he C a hall e a ead lace c ie f ch ae e a hec a f i ec i b ha ehlde . The C a hall al deli e c ie f ch f eg i g ae e h age e aid ail each e ea li ed f eig ha ehlde b he add e egi e ed i he ha ehlde egi e, , de he e ie bjec a licable la , eg lai a dli i g le, ch i f ai a hec a ie a ecified b he E cha ge f heli i g lace f he C a ' ha e.

(3) If he acc i g fi ' eig ai ice c ai a ae e efe ed i aag a h (1) 2. f hi a ide, he acc i g fi a e e he b a d f di ec c e ea e a di a ge e al ee i g f ha ehlde hea i e la a i he i ai fi e ig a i .

The e ge di i i f he C a hall e ie he e a a i fa a l b he b a d f di ec . Af e ch a l ha bee ad ed i acc da ce h he ced e ecified i he A ide f A cia i f he C a , de a ea i a i a da a l ced e hall be ca ied acc di g la . Sha ehlde ha e ch a l he e ge di i i f he C a hall ha e he igh e ie he C a ha ehlde ha a ei fa f ch a l cha e hei ha e a afai ice. The c e f e l i a ig he e ge di i i f he C a hall be c ied i a ecial d c e f i ec i b ha ehlde .

H lde f e ea li ed ha e fc a ie ha a eli ed i H g K g he e i ie hall be e ed c ie f he ab e- e i ed d c e b .

The e ge f ac a a be effec ed b f e ge c lida i .

A f ac a e e ge, b h a ie he e ge hall c d e a ag ee e h each he a d f l a e bala ce hee a d checkli f e ie. The c a ie i l ed hall if he c edi acc di g he C a La a d hall ake a blica ce e a e a e ec g ied b he e cha ge f he lace he e he C a ' ha e a eli ed, a d dea ffi deb ide c e di g g a a ee a he c edi e ie.

I he ca e fa e ge, he e ec i e acc a able e a d ece i able hall be i he ied b he c i i g c a , he e f ed c a af e he e ge.

A f he li- fac a , he e ie hee f hall be di ided acc di g .

Bala ce hee a d checkli f e ie f he C a hall be ked . The c a ie i l ed hall if he c edi acc di g he C a La a d ake a blica ce e a e a e ec g ied b he e cha ge f he lace he e he C a ' ha e a eli ed.

Deb ed b he C a i he di i i hall be a ,ed b hec a ie i e i e ce af e he di i i i acc da ce h he ag ee e eached.

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Whe e a f he egi e ed ie i cha ged d, i g he ce f ege ,li-, fac a , he C a hall g h ,gh difica i egi ai h he C a egi ai a, h i . If i i di l ed, i hall be de egi e ed acc di g hela If a e c a i e abli hed, i hall g h ,gh he ced, e f c a e abli he acc di g hela

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The C a hall be di l ed, de a f he f ll g ci c, a ce :

(1) A f he a e f di l, i a i, laedi hi A ide f A cia i a, ea ;

(2) The ge e al ee i g decide di l e i ;

(3) I i ece a be di l ed d, e e ge ,li-, f he C a ;

(4) The C a i ded a ed ba k, acc di g hela f bei g, able , a i d, e deb ;

(5) I b, i e lice e i ca celed i i de ed d ed be di l ed acc di g hela

(6) The C a ha g ea diffic, lie i , e a i a age e a d ca be l ed b a he ea , ha he i e e f he ha eh lde l be , bjec hea l ifi c i, e e i . The ha eh lde h ld e , ece e f e f he i g igh fall he ha eh lde f he C a a , lead he Pe , le' c , di l e he C a .

Whe e he C a i di l ed acc di g he , i i f A ide 225 (1), (2), (5) (6) f hi A ide f A cia i f A cia i , ali , ida i g , hall be f ed hi 15 da a f he cc, e ce f he ca, e f di l, i , ca , ali , ida i . The li , ida i g , hall c i e he di ec a he , e, le a de e ie d b he ge e al ee i g. Whe e li , ida i g , i f ed hi he i e li i, he c edi a , lead he Pe , le' c , de ig a e de a , e f ali , ida i g , .

Whe e he C a i di l ed acc di g he , i i f A ide 225 (4) f hi A ide f A cia i f A cia i , he Pe , le' c , hall, i acc da ce h de a la , a age f he ha eh lde , de a a, h iie a d de a , fe i al e abli hali , ida i c i ee ca , li , ida i .

If he b a d f di ec decide ha he C a hall be li , ida ed (e ce he li , ida i a a e, l f c a ' ded a a i f ba k , c), he ice f he ha eh lde ' ge e al ee i g c e ed f , ch , , e hall i d, de a a e e he effec ha he b a d f di ec ha ade f ll i , i i he i i f he C a a d ha he b a d f di ec i f he i i ha he C a ca , a i deb i f ll hi 12 h afe he c e ce e f he li , ida i .

The f ci a d f he b a d f di ec hall e i a ei edia el af e he ha eh lde ' ge e al ee i g ha a ed he e l, i ca , li , ida i .

The li , ida i c i ee hall ake i , ci f he ha eh lde ' ge e al ee i g a d hall ake a e he ha eh lde ' ge e al ee i g he c i ee' i c e a d e , e di , e a a l a he b, i e f he C a a d he g e f he li , ida i a lea a , all . I hall ake a fi al e he ha eh lde ' ge e al ee i g he li , ida i i c le ed.

The li , ida i c i ee hall, hi e da a fi f ai , if he c edi , a d hall, hi 60 da , ake a , blica , ce e e a e ec g ied b he E cha ge f he li i g f ha e f he C a . C edi hall, hi hi da a f he ecei f he ice hi 45 da a f he , blica i f he , blica , ce e i he ca e ffa li g ecei i g he ice, ded a e c edi agai he li , ida i c i ee.

T ded a e c edi , a c edi hall e lai he de e a a e a d ide de e a e ide ial a e ial . The li , ida i c i ee hall egi e he c edi .

The li , ida i c i ee hall de ea ff a f he deb f a c edi d, i g he e i d f c edi ded a a i .

The li , ida i c i ee e ci e he f ll g f ci d, i g he ce fli , ida i :

(1) li , ida i g he e ie f he C a , a d e a i g bala ce hee a d a e checkli ;

(2) i f i g c edi b ice , blica , ce e ;

(3) di i g a dli , ida i g he b, i e e f he C a ha ha e bee c le ed;

(4) de a i g ff he , a di g a e a d he a e i c, ed i he ce fli , ida i ;

(5) de a i g ff c edi a d deb ;

(6) di i g he e id, al , e ie ; a d

(7) a ici a i g i he ci il li iga i behal f f he C a .

The li , ida i c i ee hall, af e li , ida i g he e ie f he C a a d e a i g bala ce hee a d checkli f e ie, ake a la fli , ida i , a d e i he ha eh lde ' ge e al ee i g he Pe le' c , f c fi ai .

The e id, al a e ha e, l f a i g ff he li , ida i e e e, ge fe l ee, cial i , a ce e i, a d a , c e ai , he , a di g a e a d he deb f he C a a be di ib, ed acc di g he i fe , iie hel d b he ha eh lde .

D i g he e i d fli ida i , heC a c i e ei , b a ca a b ie ea i ha i f e fca i g li ida i . Bef e he e le e f e a e a ecibed i he ecedi g a ide, heC a ' e l be di ib ed ha eh lde .

I ca e fli ida i di l i , if heli ida i c i ee ice ha he e ie f heC a i fficie f dea i g ff he deb af e li ida i g he e ie f heC a a d e a i g bala ce hee a d checkli f e ie , i hall file a a lica i he Pe le' c f ba k c .

O ce he Pe le' c ded a e he ba k c f heC a , heli ida i c i ee hall ha d e heli ida i a e he Pe le' c .

F ll g he c le i fli ida i , heli ida i c i ee hall f la e ali ida i e , a ee ea de e di e ae e a dfi a cial acc i e ec f heli ida i e i d a d, af e e ifica i he e fb a CPA i Chi a, b i he a e he ha eh lde 'ge e al ee i g he Pe le' c f c fi a i . A d hi 30da f he da e f he ha eh lde 'ge e al ee i g' he Pe le' c ' c fi a i , heC a h ld b i he af e e i edd c e heC a egi a i a h i a l f c a de-egi a i , a da ce heC a ' e i a i .

The e be f heli ida i c i ee hall de e he e l e hei d ie a dfl fill hei bligai fli ida i acc di g hela

N e f he e be f heli ida i c i ee a akea b ibe a he illegal ceed b aki g ad a age f hi ii , a he i a ia e a f he e ie f heC a .

Whe e a f he e be f heli ida i c i ee ca e a l heC a a c edi b i e i d e g eglige ce, he hall ake c e di g c e a i .

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TheC a a e di A ide fA cia i i acc da ce h hela ad i i a i e eg lai a d de a ii ecibed i hi A ide fA cia i .

I a e f he fll gcic ace , heC a hall a e di A ide fA cia i :

(1) Afe a e d e f heC a La de a la ad i i a i e eg lai , he c e f he A ide fA cia i c flic h hela ad i i a i e eg lai ;

(2) The ci c, ▼ a ce f he C ▼ a ha e cha ged ha he a e diffe e f ▼ he c e f he A ide f A cia i ;

(3) The ha eh lde ' ge e al ▼ ee i g decide ha he A ide f A cia i h , ld be a ▼ e ded.

A ▼ e d ▼ e he A ide f A cia i a ed b e l, i a he ha eh lde ' ge e al ▼ ee i g, ☒ich e , ieee a ▼ i a i a da a al b he c ▼ e e a, h iie, hall be , b ▼ i ed he c ▼ e e a, h iie f a a al. A a ▼ e d ▼ e e , i i g al e a i egi a i hall be fi ed f al e a i egi a i acc di g hela☒x

The b a d f di ec hall a ▼ e d hi A ide f A cia i acc di g he e l, i f he ha eh lde ' ge e al ▼ ee i g a d he i i f he de a c ▼ e e a, h i .

N ☒x h a di g hef eg i g a ag a h, i hef ll ☒x g ci c, ▼ a ce , he ha eh lde ' ge e al ▼ ee i g ▼ a a a e l, i a, h ie heb a d f di ec a ▼ e d hi A ide f A cia i i li e ☒x h hef ll ☒x g i ci le :

(1) Whe ea a e, l f hei ▼ le ▼ e a i f he ha eh lde ' ge e al ▼ ee i g' 2a 98, i a, ha ea i 5 ( )☒T.1JETE

(4) , bjec he la x eg, la i a dli i g , le f he, lace he e he C a ' ha e a eli ed, a he C a ' b ie , ch b ie de ig a ed b de a ck e cha ge;

(5) b , blica , ce e ;

(6) he, e cibed ea be e he C a a d he eci ie he c fi ed ea b , ch eci ie ;

(7) he ea a, ed b he de a eg, la age c f heli i g, lace a e , i hi A ide f A cia i .

Whe e he C a i , e a ice b , blica , ce e , all de a , e d hall be dee ed ha e ece i ed , ch ice ce he , blica , ce e ha bee ade.

U le he c e he e e , ie , a , ce e , efe ed i hi A ide f A cia i hall efe (i) if i , ed d e ic ha eh lde hi he PRC i acc da ce h de a eg, la i a d hi A ide f A cia i , he a , ce e , blihed i , ch Chi e e a e a , ecified b he Chi e ela a d eg, la i he S ae ec, iie eg, la age c ; a d (ii) if i , ed i H g K g h lde f H ha e i acc da ce h he de a , i i hi A ide f A cia i , a , ce e bei g , blihed i H g K g e a e , ecified i de a li i g , le . All ice he d c, e e , ied , de Cha e 13 f he Li i g R, le be e b he C a hall be i he E glih la g, age, acc a ied b a ce ified E glih a la i .

U de he , e ie f he C a ' b e a i he de a li i g , le f heli i g, lace, ega di g he di ib, i f c , a ec , ica i h lde f he e ea li ed ha e , he C a a al de ec ical a he c a ' b ie , ch b ie f he ck e cha ge , ch i f ai a e d , , ch i f ai , ch h lde , i ead f , ch dd i e b ha d , age , e aid ail.

U le he e , ided i he a ide f hi A ide f A cia i , he ice ea a e , i he ab e A ide 239 a al be a licable ice f ha eh lde ' ge e al ee i g, ee i g f b a d f di ec he , e i c i ee.

If he ice i e ed b ha d, he da e f e ice i he da e f ack edge e f ece i b ig a , e affi ed ea he e ice e , li . If he ice i e b , , he da e f e ice i he fif h ki g da f he da e f dd i e a he , ffice. If he ice i ade ia fac i ile, e- ail b ie he de ec ic ea , he da e f e ice i he da e f a i i . If he ice i ade b , blica , ce e , he da e f e ice i he da e f he fi , blica i f he , blica , ce e .

Whe e de a c , a ed c, e , bei he E glih la g, age a d be acc a ied b a Chi e e e i a d be e ed h , gh dd i e , , , di ib, i , e di g , , a , ce e he ea acc di g he e , ie e fli i g , le f he, lace he e C a ' ha e a eli ed, i e, ec f ha eh lde h , de , e a age e b he C a c fi ece ie , ch i f ai l i E glih Chi e e e i a d la he e e f hea licable la a d eg, la i , he C a a e d , ch d c, e i he E glih Chi e e e i de a ha eh lde acc di g hei , e cibed .

The C a hall c l [illegible] h he f ll [illegible] g , le i e li g di , e :

(1) Whe e e a di , e d ai a i e f hi A id e f A cia i a igh b iga i c fe ed i ed b he C a La [illegible] he d e a la [illegible] a d ad i i a i e eg , la i c ce i g he affai f he C a be [illegible] e (i) he C a a d i di ec e i ffice ;

(2) A ac, al c lle _ ea a e , h, gh a ha eh lde, b h, ghi e e dai hi, ag ee e , he a a ge e , ca ac, all c l he aci iie f he C a ;

(3) A cia ed dai hi _i he dai hi be ue he c lli g ha eh lde, ac, al c lle, di ec , , e i e i ffice , a d e e i e di ecl i di ecl c lled b he , a l a he dai hi ich a ib ca, e he a fe f he C a ' i e e . H e, e e i e ed b he S a e l be ega ded a ha i g a cia ed dai hi l beca, e he a e ed b he S a e.

I hi A ide f A cia i , he e le ha _, hi _, e ha _ a d e i , _ hall i d, de he gi e fig, e, a d he e e ha half _, , de _, be d _, e ceedi g _, bed , le ha _, e ha _ a d e ha _ hall i d, de he gi e fig, e.

The e acc , i g fi _ a , ed i hi A ide f A cia i hall ha e he a e ea i g a, di _.

Thi A ide f A cia i a e i Chi e e. If i c flic ha e i i a he la g, age, he Chi e e e i ich e ece l filed a d egi e ed a Beiji g Ad i i a i f I d, a d C e ce hall e ail.

The b a d f di ec f he C a hall be e ib le f he i e e ea i f hi A ide f A cia i .