

深圳市星源材質科技股 有限公司
SHENZHEN SENIOR TECHNOLOGY MATERIAL CO., LTD.

ARTICLES OF ASSOCIATION
(Applicable upon the issuance and listing of H Shares)

September 2025

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CHAPTER 1 GENERAL PROVISIONS

Article 1 I 深圳 星源材質科技
股份有限公司 (C ., .) (Company)
C , A A ,
C (Company Law), C
(Securities Law), G A
A C , A
D E (Overseas Listing Administrative Measures), G
E H (Hong Kong Listing Rules) .

Article 2 C
C

Article 4 C :

C : 深圳 星源材質科技股份有限公司

E : HE HE E I ECH G A E IA C ., D.

Article 5 D C :

A : G , , G D ,
: 518106

Article 6 C B • . B ,
C .

Article 7 C .

Article 8

Article 11 A A , ,
C , C , ,
C , ,
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A C , C ; C
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Article 12 A A
() , B (), C .

Article 13 C C

CHAPTER 3 SHARES

Section 1 Issuance of Shares

Article 16

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Article 17

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Article 18

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Article 19 D

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No.	Name of Promoter	Shares Subscribed (’0,000)	Shareholding (%)	Form of Contribution	Time of Contribution
12	I C ., (深圳信宇實業有限公司)	182.1450	2.4286%	C	2008.9.3
13	H J (黃錦榮)	145.7175	1.9429%	C	2008.9.3
14	(羅 豔)	10.7175	0.1429%	C	2008.9.3
15	(普)	100.1775	1.3357%	C	2008.9.3
16	H (張惠卿)	81.9675	1.0929%	C	2008.9.3
17	(植志忠)	45.5325	0.6071%	C	2008.9.3
18	(永)	36.4275	0.4857%	C	2008.9.3
19	H (黃日新)	9.1050	0.1214%	C	2008.9.3
20	(李硯利)	36.4275	0.4857%	C	2008.9.3
21	(李志民)	18.2175	0.2429%	C	2008.9.3
22	(李昭偉)	9.1050	0.1214%	C	2008.9.3
23	(譚栩)	9.1050	0.1214%	C	2008.9.3
24	H H (韓				

No.	Name of Promoter	Shares Subscribed (’0,000)	Shareholding (%)	Form of Contribution	Time of Contribution
25	(劉倩)	7.2825	0.0971%	C	2008.9.3
26	(李 瑋)	7.2825	0.0971%	C	2008.9.3
27	G (容圭國)	7.2825	0.0971%	C	2008.9.3
28	(志高)	3.6450	0.0486%	C	2008.9.3
29	H (鄭漢)	3.6450	0.0486%	C	2008.9.3
30	D G (瑋 英)	3.6450	0.0486%	C	2008.9.3
31	(楊梅)	3.6450	0.0486%	C	2008.9.3
32	B (王斌)	0.9075	0.0121%	C	2008.9.3
33	(秦梅)	0.9075	0.0121%	C	2008.9.3
34	A (顏愛喜)	218.5725	2.9143%	C	2008.9.3
35	(志華)	218.5725	2.9143%	C	2008.9.3
36	G D (龔 菊)	9.000	0.1200%	C	2008.9.3

[illegible]

No.	Name of Promoter	Shares Subscribed (’0,000)	Shareholding (%)	Form of Contribution	Time of Contribution
46	J (羅教明)	35.7150	0.4762%	C	2008.9.3
47	(李思)	17.8575	0.2381%	C	2008.9.3
48	B (曾彪)	8.9250	0.1190%	C	2008.9.3
49	(王豔)	8.9250	0.1190%	C	2008.9.3
50	(王可中)	8.9250	0.1190%	C	2008.9.3
		7,500	100%	—	—

Article 21 H (C
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• , , • A , • %
C , • H , • %
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Article 22 C ()
C
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F B C , A A ,
B D A A

Article 23

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() (I) C 1 A 25 A A , (III), .

Article 27 (I) C (II) 1 A 25 , A A C , .

Article 29 C .

Article 30 A C , C ,

D C , C C

25% C

C - C , .

C , , .

Article 31 5% C C

D - ,

H , C , B ,

5% ,

C C H E .

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CHAPTER 4 SHAREHOLDERS AND SHAREHOLDERS' MEETINGS

Section 1 General Provisions for Shareholders

Article 32 C

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C ; H H

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C , .

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B ;

(III) C
A A ;

(I)
C A A .

Article 38 I
A C , C
A A C ,
1% C 180 , C ;
A C ,
A C A ,
C C ,
C B , C .

I A C B ,
30 ,
C ,
, C C .

I C , C
A , C

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C , A A , -
C , C 1% , C 180 A
189 , C , B B
- , C .

Article 39 I

A , A ,
, C .

Article 40 C
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(I) , A
A ;

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(III)

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(III) C
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(I) C , ;
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(III) C , ,
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(I) , C, C,
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A A .
C C
A A ,
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Article 44
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Article 45
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C , C C , / /

Section 3 General Provisions on the Shareholders' meeting

Article 46 , C , , :

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(II) B ;

(III) C , ;

(I) C ;

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(I) , , , C ;

(II) A A ;

(III) C , A 25 (I) (II) 1 A ; A A ;

(I) C ;

() A A ; A 47

(I) C 30% C , ;

(II) ;

(III) ;

(I) ,

C , , , A A

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Article 47 C ,

B ,

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(I) 10% C ,

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(II) 50% C , C

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(III) 70%;

(I) 50% C ,

B50 ;

() 30% C , C ;

(I) 30% C , ;

(II) ,

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(III) 30% C , ; C

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Article 50 ,
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Article 51 C ,
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(I) C -
A A ;

(II) C -
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(III) 10% C ,
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(I) B ;

() A C ;

(I) , 20 A () ,
C , GD A A .

F (III) ,
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Article 52 , C
C ,
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Article 53 C ,
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A A ;

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(III) ;

(I) C .

Section 4 Convening of Shareholders' Meetings

Article 54 B ,
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I B ,
B . I B ,
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Article 55 A C B
 . B , C , A
 A , 10 .

I B ,
B . A
 A C .

I B , 10 , , , , A C . C Article 56 () 10% , B , () C , GD , A A , 10 . I B , B A (). B , (), 10 10% C , A C , . I A C , 5 . A (). I A C , () 10% C ; 90 . Article 57 A C / , / B , 10% , . A C , , , .

Article 58 F , A C
/ , B B
. B .

Article 59 A ,
A C C .

Section 5 Proposals and Notice of Shareholders' Meetings

Article 60 ,
C ; , A A .
Article 61 C , B ,
A C , () 1% C .
() 1% C ,
10 ,
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A , A ,
A A .
A A .
A A .

Article 62
21 , , 15
I ,
C ,
C , .

Article 63 , :

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(III) ,
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Article 64 ,

Article 65
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Article 66 I , , ,
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(III) C ;

(I) C C
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Article 67 A , , ,
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Article 71 : ,

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Article 72 C

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I , D - C .

I C H () , , H , ,

C H C (H) (/ ,), , C .

Article 73 A

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Article 74

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Article 77 A
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Article 78 A
B

Article 79 D

Article 80

Article 81
B

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Article 83

Section 7 Voting and Resolutions of Shareholders' Meetings

Article 84

A

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Article 85

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Article 96

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Article 97

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Article 98

Article 100

Article 101

Article 102

Article 103

Article 104

CHAPTER 5 DIRECTORS AND BOARD OF DIRECTORS

Section 1 General Rules for Directors

Article 105

(I)

(II) , , , , / 5- , , , 2- ;

(III) , 3- ;

(I) , , 3- , ; , ;

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(I) C C ;

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I A , , A / / , C / / . - C , .

Article 106 D

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Article 107

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Article 108

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A A
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A A ; C
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B , ;

(II) C ;

(III) C ;

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C , A A .

C A C ;
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(I) A
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Article 109 , C
A A
C , C .

C :

(I) , C ,
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(II) ;

(III) C ;

(I) C
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C A
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(I) ,
C , A A .

Article 110 A B
/ B .

Article 111 A C .
C 2 .

I B
- B B ,

A A C
B D C - ,
C ,

Article 112

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Article 113

Article 114

Article 115

Article 116

Section 2 Independent Directors

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B , C
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B -
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Article 117

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C , , A A ,
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- (I) C , ,
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- (II) 1%
C , , ;
- (III) 5%
C , , ;
- (I) C , , ;
- () C , ,
- C ;
- (I) C , , , , ,

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(II) (I) (I)
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(III) ， C C, C
A A .

C (I) (I)
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C .

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Article 118 A C
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(I) ， C ；

(II) A ； A

(III) ；

(I) ， ；

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(I) ， C C, C
A A .

Article 119 I

Article 119-1

C , , , A A ,
C , , C ,
C .
1% C , ,
C , B .

(I) , ;

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(I) , C C A ,
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(III) .

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A , C . I -
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Article 122

C
A . 122 A (I) (III) A 121
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Section 3 Board of Directors

Article 125 C (Board), 7
B , 3 1 C .
C .

Article 126 B

A A :

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(II) , ;

(III) C , ;

(I) C ;

() C

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(I) , C ,
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(II) ,

- B , B .

I A A ,

C ,

C .

Article 129 B ,

C .

Article 130 B

B B ,

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A , B , A ,

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Article 131 B C

C .

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Article 132 B :

(I) , ,

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(II) B ;

(III) ;

(I) B

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(I) C , , ,

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(II) B
A A .

Article 133 C .
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Article 134 B B
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Article 135 C :
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(II) C ;

(III) - ;

(I) - ;

() A C .

Article 136 B A B 137
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A A .

Article 137 B
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- C , , .

I B , ,
B
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Article 138

(I) ;

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Article 139 B
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C , , A A
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Article 140 I

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B - . I
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C ,
, C .

Article 141 B

A
B . I ,
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Article 143 B
B . ,
B . D ,
B . I A B ,
C , A A ,
H ,
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B C ,
B . B

Article 144 B
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(I) ;
(II) () B ;
(III) ;
(I) , ;
() ().

Section 4 Special Committees of The Board of Directors

Article 145 B A C
B C .

Article 146 A C 3 , -
C . , 2 , .

. A
C

, A C

Article 152 D
C ,
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Article 153 E
C .

Article 154 E B .

CHAPTER 6 SENIOR MANAGEMENT

Article 155 C ,
B .
C ,
B .

Article 156 A A
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A A
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Article 157 C C
C .
C C
C .

Article 158 3 .
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Article 159 B
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(I) , C ,
B ;

(II) C , 8
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(III) C ,
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(I) C , ;

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(I) B ()
C ;

(II) B ;

(III) , ,
C ,
C ;

(I) C , ,
C B A
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() A A B .
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Article 160 A B ,
B ,
C , .

Article 161
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Article 162 B .

Article 163
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(I) ,
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(III) C , B ;

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Article 164

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Article 165 D

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Article 166

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Article 167

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Article 169 C , 4 C C ,
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Article 170 I , C
 C .

Article 171 - C , C
 10% C .
 50%
 C ,
 C
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A , - , C
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A ,
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 A A .
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C , C ; C ,
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 C .

Article 172 C
C , C ,
C .
C ,
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25%
C .

Article 173 C
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(I) C
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 F A ，
 C ，
 (12) ， 30% C ，
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 B ， C
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 (I) B ，
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 2. C
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 40%；
 3. C
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 20%；
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2. A C
A C
B

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3. C ()

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5. B

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(II)C

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C ’

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Section 3 Appointment of Accounting Firm

Article 182 C

Article 183

Article 184 C

Article 185

Article 186 C

CHAPTER 8 NOTICES AND ANNOUNCEMENTS

Section 1 Notices

Article 187

(I)

(II)

(III)

(I)

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Article 190 B , , , , , - .

Article 191 C () , ; , ; , ; , ; - ; , .

Article 192 A ,

CHAPTER 9 MERGER, DIVISION, INCREASE AND REDUCTION OF CAPITAL, DISSOLUTION AND LIQUIDATION

Section 1 Merger, Division, Increase and Reduction of Capital

Article 195 A C

I ,
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Article 196 C

10% C , ,
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A .
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B .

Article 197 I

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E C I . C ,
30 , 45 , C
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Article 198 C ,

Article 199 I C ,

I C , C 10
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E 30
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Article 200

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Article 201

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Article 202

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 Article 212 I , C
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Article 213 F ,
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Article 214 .
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Article 215 C ,
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CHAPTER 10 AMENDMENTS OF ARTICLES OF ASSOCIATION

Article 216 , C
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(I) C , A , A
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(II) A C A ;

(III) , A A .

Article 217 A A A , ;
C , .

Article

Article 225

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