

Company Law of the People's Republic of China (2018)

(Adopte

Article 6

according to law. The company may change its business scope by modifying its bylaw, but it shall go through the formalities for modifying the registration.

If the busine

(5) Forms, amount and date of capital contributions made by shareholders;

contributions in non-monetary properties ins foundn ton tarean lo wern thain thatn set n for

If all the shareholders consent to any of the matters listed in the preceding paragraph by writing ,

A resolution made at a shareholders' meeting on revising the /9(th(y)20(1-199()-19w,99(the i-199(nc-19)-199

(7) Working out the company's plans on merger, split, change of the company form, or dissolution,

If the bylaw provides otherwise for the powers of managers, the bylaw shall be followed.

The manager attends the meetings of the board of directors as a non-voting representative.

Article 50 For a limited liability company with a relatively small number of shareholders or for a relatively small limited liability company, it may have an acting director and no board of directors.

The acting director may concurrently hold the post of the company's manger.

The powers of the acting director shall be specified in the bylaw.

Article 51 A limited liability company may set up a board of supervisors, which shall be composed of at least 3 persons. For a limited liability company in which there is a relatively small number of shareholders or which is relatively small in scale, it may have 1 or 2 supervisors and does not have to establish a board of supervisors.

company with only one natural person shareholder or legal person shareholder.

Article 58

(4)The purposes for the fund raising;

(5)The rights and obligations of the subscribers; and

the shares;

shareholders in presence as well as the power of attorney thereof.

Section 3 The Board of Directors and Manager

Article 108 A joint stock limited company shall set up a board of directors, which shall be composed of 5-19 persons.

Article 112 The meetings of the board of directors shall be attended by the directors in person.

Where any director is unable to attend the meeting for a certain reason, he may, by issuingdiatte4(rso-7(n.))JTJ

formulated by the State Council.

Article 123 A listed company may have a secretary of the board ~~os6 y sBrs,78BDdwho bsal.78BDdbe~~

Article 136 After a company raises enough capital, it shall go through modification registration in the company registration authority and make an public announcement.

Section 2 Transfer of Shares

Article 137 The shares held by the stockholders may be transferred according to laws.

Article 145 A listed company shall, in pursuance of the laws and administrative regulations, publicize its financial status, business operations and important lawsuits, and shall publish its financial reports once every six months in each fiscal year.

separately or aggregately holding 1% or more of the total shares of the company for 180 consecutive

the bonds to the transferee.

Article 161 A listed company may, upon a resolution of the shareholders' assembly, issue corporate 161

company.

Article 183

indemnities, the outstanding taxes and the debts of the company, the remaining properties may, in the case of a limited liability company, be distributed according to the proportion of capital contribution of the shareholders, or, in the case of a joint stock limited company, distributed according to the proportion of stocks held by the shareholders.

During the liquidation, th

charge as well other directly liable persons may be fined not less than 10, 000 yuan but not more than 100, 000 yuan.

Article 205 Where, in the process of liquidation, any company carries out any business activity which has nothing to do with the liq

Article 214