

**福萊特玻璃集團股份有限公司**  
**Flat Glass Group Co., Ltd.**

# Articles of Association of Flat Glass Group Co., Ltd.

## Chapter 1 General Provisions

**Article 1** The Association of Flat Glass Group Co., Ltd. (hereinafter referred to as "Company") is a limited liability company established in accordance with the Company Law of the People's Republic of China (hereinafter referred to as "Company Law") and the Company Law of the People's Republic of China (hereinafter referred to as "Company Law"). The Company is a limited liability company established in accordance with the Company Law of the People's Republic of China (hereinafter referred to as "Company Law") and the Company Law of the People's Republic of China (hereinafter referred to as "Company Law"). The Company is a limited liability company established in accordance with the Company Law of the People's Republic of China (hereinafter referred to as "Company Law") and the Company Law of the People's Republic of China (hereinafter referred to as "Company Law").

The Company is established in accordance with the Company Law of the People's Republic of China (hereinafter referred to as "Company Law") and the Company Law of the People's Republic of China (hereinafter referred to as "Company Law").

The Company is established in accordance with the Company Law of the People's Republic of China (hereinafter referred to as "Company Law") and the Company Law of the People's Republic of China (hereinafter referred to as "Company Law").

**Article 2** Registered Office: [Address]

Company Name: 福萊特玻璃集團股份有限公司

English Name: FLAT GLASS GROUP CO., LTD.

**Article 3** The Company is established in accordance with the Company Law of the People's Republic of China (hereinafter referred to as "Company Law") and the Company Law of the People's Republic of China (hereinafter referred to as "Company Law").

Registered Office: 314001;

Telephone: (86573) 82793999;

Facsimile: (86573) 82793015.





For the purpose of this Agreement, the term "RMB" shall refer to the Renminbi Yuan of the People's Republic of China (the PRC).

The total amount of capital contribution of the Company is HK\$1,000,000 (RMB700,000). The amount of capital contribution of each shareholder is as follows:

Based on the above, the total amount of capital contribution of the Company is HK\$1,000,000 (RMB700,000).

**Article 16** A, B, C, D, E, F, G, H, I, J, K, L, M, N, O, P, Q, R, S, T, U, V, W, X, Y, Z, AA, AB, AC, AD, AE, AF, AG, AH, AI, AJ, AK, AL, AM, AN, AO, AP, AQ, AR, AS, AT, AU, AV, AW, AX, AY, AZ, BA, BB, BC, BD, BE, BF, BG, BH, BI, BJ, BK, BL, BM, BN, BO, BP, BQ, BR, BS, BT, BU, BV, BW, BX, BY, BZ, CA, CB, CC, CD, CE, CF, CG, CH, CI, CJ, CK, CL, CM, CN, CO, CP, CQ, CR, CS, CT, CU, CV, CW, CX, CY, CZ, DA, DB, DC, DD, DE, DF, DG, DH, DI, DJ, DK, DL, DM, DN, DO, DP, DQ, DR, DS, DT, DU, DV, DW, DX, DY, DZ, EA, EB, EC, ED, EE, EF, EG, EH, EI, EJ, EK, EL, EM, EN, EO, EP, EQ, ER, ES, ET, EU, EV, EW, EX, EY, EZ, FA, FB, FC, FD, FE, FF, FG, FH, FI, FJ, FK, FL, FM, FN, FO, FP, FQ, FR, FS, FT, FU, FV, FW, FX, FY, FZ, GA, GB, GC, GD, GE, GF, GG, GH, GI, GJ, GK, GL, GM, GN, GO, GP, GQ, GR, GS, GT, GU, GV, GW, GX, GY, GZ, HA, HB, HC, HD, HE, HF, HG, HH, HI, HJ, HK, HL, HM, HN, HO, HP, HQ, HR, HS, HT, HU, HV, HW, HX, HY, HZ, IA, IB, IC, ID, IE, IF, IG, IH, II, IJ, IK, IL, IM, IN, IO, IP, IQ, IR, IS, IT, IU, IV, IW, IX, IY, IZ, JA, JB, JC, JD, JE, JF, JG, JH, JI, JJ, JK, JL, JM, JN, JO, JP, JQ, JR, JS, JT, JU, JV, JW, JX, JY, JZ, KA, KB, KC, KD, KE, KF, KG, KH, KI, KJ, KK, KL, KM, KN, KO, KP, KQ, KR, KS, KT, KU, KV, KW, KX, KY, KZ, LA, LB, LC, LD, LE, LF, LG, LH, LI, LJ, LK, LL, LM, LN, LO, LP, LQ, LR, LS, LT, LU, LV, LW, LX, LY, LZ, MA, MB, MC, MD, ME, MF, MG, MH, MI, MJ, MK, ML, MM, MN, MO, MP, MQ, MR, MS, MT, MU, MV, MW, MX, MY, MZ, NA, NB, NC, ND, NE, NF, NG, NH, NI, NJ, NK, NL, NM, NN, NO, NP, NQ, NR, NS, NT, NU, NV, NW, NX, NY, NZ, OA, OB, OC, OD, OE, OF, OG, OH, OI, OJ, OK, OL, OM, ON, OO, OP, OQ, OR, OS, OT, OU, OV, OW, OX, OY, OZ, PA, PB, PC, PD, PE, PF, PG, PH, PI, PJ, PK, PL, PM, PN, PO, PP, PQ, PR, PS, PT, PU, PV, PW, PX, PY, PZ, QA, QB, QC, QD, QE, QF, QG, QH, QI, QJ, QK, QL, QM, QN, QO, QP, QQ, QR, QS, QT, QU, QV, QW, QX, QY, QZ, RA, RB, RC, RD, RE, RF, RG, RH, RI, RJ, RK, RL, RM, RN, RO, RP, RQ, RR, RS, RT, RU, RV, RW, RX, RY, RZ, SA, SB, SC, SD, SE, SF, SG, SH, SI, SJ, SK, SL, SM, SN, SO, SP, SQ, SR, SS, ST, SU, SV, SW, SX, SY, SZ, TA, TB, TC, TD, TE, TF, TG, TH, TI, TJ, TK, TL, TM, TN, TO, TP, TQ, TR, TS, TT, TU, TV, TW, TX, TY, TZ, UA, UB, UC, UD, UE, UF, UG, UH, UI, UJ, UK, UL, UM, UN, UO, UP, UQ, UR, US, UT, UY, UZ, VA, VB, VC, VD, VE, VF, VG, VH, VI, VJ, VK, VL, VM, VN, VO, VP, VQ, VR, VS, VT, VU, VV, VW, VX, VY, VZ, WA, WB, WC, WD, WE, WF, WG, WH, WI, WJ, WK, WL, WM, WN, WO, WP, WQ, WR, WS, WT, WU, WV, WW, WX, WY, WZ, XA, XB, XC, XD, XE, XF, XG, XH, XI, XJ, XK, XL, XM, XN, XO, XP, XQ, XR, XS, XT, XU, XV, XW, XX, XY, XZ, YA, YB, YC, YD, YE, YF, YG, YH, YI, YJ, YK, YL, YM, YN, YO, YP, YQ, YR, YS, YT, YU, YV, YW, YX, YY, YZ, ZA, ZB, ZC, ZD, ZE, ZF, ZG, ZH, ZI, ZJ, ZK, ZL, ZM, ZN, ZO, ZP, ZQ, ZR, ZS, ZT, ZU, ZV, ZW, ZX, ZY, ZZ.

The total amount of capital contribution of the Company is HK\$1,000,000 (RMB700,000). The amount of capital contribution of each shareholder is as follows:

No.	Name of shareholder	Amount of capital contributed (RMB'000)	Percentage of contribution (%)	Contribution method	Date of contribution
1	Richard Ho	24,500	35.0	Cash	December 2005
2	John Ho	17,500	25.0	Cash	December 2005
3	Richard Ho	17,500	25.0	Cash	December 2005
4	Richard Wong	3,150	4.5	Cash	December 2005
5	Simon Fung	2,100	3.0	Cash	December 2005
6	Richard Qiu	2,100	3.0	Cash	December 2005
7	William Ho	1,050	1.5	Cash	December 2005
8	Simon Qiu	700	1.0	Cash	December 2005
9	Thomas Ho	700	1.0	Cash	December 2005
10	William Siu	700	1.0	Cash	December 2005
<b>Total</b>		<b>70,000</b>	<b>100</b>	-	

**Article 17** The Company's registered capital is RMB2,146,893,254. The Company's actual paid-up capital is RMB2,146,893,254. The Company's total assets are RMB1,696,893,254. The Company's total liabilities are RMB450,000,000. The Company's net assets are RMB1,246,893,254. The Company's net assets are 79.04% of the registered capital. The Company's net assets are 20.96% of the registered capital.

**Article 18** The Company's registered office is at [redacted]. The Company's actual office is at [redacted]. The Company's legal representative is [redacted]. The Company's financial controller is [redacted]. The Company's secretary is [redacted].

**Article 19** The Company's registered office is at [redacted]. The Company's actual office is at [redacted]. The Company's legal representative is [redacted]. The Company's financial controller is [redacted]. The Company's secretary is [redacted].

The Company's registered office is at [redacted]. The Company's actual office is at [redacted]. The Company's legal representative is [redacted]. The Company's financial controller is [redacted]. The Company's secretary is [redacted].

**Article 20** The Company's registered office is at [redacted]. The Company's actual office is at [redacted]. The Company's legal representative is [redacted]. The Company's financial controller is [redacted]. The Company's secretary is [redacted].

**Article 21** The Company's registered capital is RMB536,723,313.50. The Company's actual paid-up capital is RMB536,723,313.50. The Company's total assets are RMB536,723,313.50. The Company's total liabilities are RMB0. The Company's net assets are RMB536,723,313.50.

**Article 22** The Company's registered office is at [redacted]. The Company's actual office is at [redacted]. The Company's legal representative is [redacted]. The Company's financial controller is [redacted]. The Company's secretary is [redacted].

The Company's registered office is at [redacted].

- (I) [redacted];
- (II) [redacted];
- (III) [redacted];



W. ... C, ... 30, ... D ... W, ... C, ...

I ... B ... C, ... D ...

### Chapter 4 Capital Reduction and Repurchase of Shares

**Article 25** T. C, ... A. ... T. C, ... C, ... L, ... A. ... A.

**Article 26** T. C, ...

T. C, ... 10, ... 30 ... T. C, ... C, ... 30 ... 90

T. C, ...

**Article 27** T. C, ...

- (I) W. ... C, ...;
- (II) W. ... C, ...;
- (III) W. ... E, ... S, ... O, ... P, ...;
- (IV) W. ... C, ... C, ...;
- (V) W. ... C, ...;
- (VI) W. ... C, ...;
- (VII) I. ...

T. C, ... A. ... A.



**Article 28** The Commission shall, in addition to the powers conferred on it by sub-section (1) of section 27, have the following powers, namely:

- (I) to call for and examine the records of any office or institution;
- (II) to bring before the Commission any person who is alleged to be guilty of an offence under the Act;
- (III) to bring before the Commission any person who is alleged to be guilty of an offence under the Act;
- (IV) to order any person to appear before the Commission and to produce any document or thing in his possession or control.

Where the Commission is satisfied that a person is guilty of an offence under sub-section (1) of section 27, it may, in addition to the powers conferred on it by sub-section (1) of section 27, have the following powers, namely:

**Article 29** In addition to the powers conferred on it by sub-section (1) of section 27, the Commission shall, in addition to the powers conferred on it by sub-section (1) of section 27, have the following powers, namely:

The Commission shall, in addition to the powers conferred on it by sub-section (1) of section 27, have the following powers, namely:

The Commission shall, in addition to the powers conferred on it by sub-section (1) of section 27, have the following powers, namely:

Article 29 In addition to the powers conferred on it by sub-section (1) of section 27, the Commission shall, in addition to the powers conferred on it by sub-section (1) of section 27, have the following powers, namely:

(I) To call for and examine the records of any office or institution;

(II) To bring before the Commission any person who is alleged to be guilty of an offence under the Act;

**Article 30** In addition to the powers conferred on it by sub-section (1) of section 27, the Commission shall, in addition to the powers conferred on it by sub-section (1) of section 27, have the following powers, namely:

Article 30 In addition to the powers conferred on it by sub-section (1) of section 27, the Commission shall, in addition to the powers conferred on it by sub-section (1) of section 27, have the following powers, namely:

The Board of Directors of the Company shall have the authority to purchase the Company's shares, subject to the limitations set forth in this Article 31.

**Article 31** The Board of Directors of the Company shall have the authority to purchase the Company's shares, subject to the limitations set forth in this Article 31:

(I) In the case of the purchase of shares of the Company, the Board of Directors shall have the authority to purchase the Company's shares, subject to the limitations set forth in this Article 31:

(II) In the case of the purchase of shares of the Company, the Board of Directors shall have the authority to purchase the Company's shares, subject to the limitations set forth in this Article 31:

1. The Board of Directors of the Company shall have the authority to purchase the Company's shares, subject to the limitations set forth in this Article 31:

2. The Board of Directors of the Company shall have the authority to purchase the Company's shares, subject to the limitations set forth in this Article 31:

(III) The Board of Directors of the Company shall have the authority to purchase the Company's shares, subject to the limitations set forth in this Article 31:

1. The Board of Directors of the Company shall have the authority to purchase the Company's shares, subject to the limitations set forth in this Article 31;
2. The Board of Directors of the Company shall have the authority to purchase the Company's shares, subject to the limitations set forth in this Article 31;
3. The Board of Directors of the Company shall have the authority to purchase the Company's shares, subject to the limitations set forth in this Article 31;

(IV) The Board of Directors of the Company shall have the authority to purchase the Company's shares, subject to the limitations set forth in this Article 31:

## Chapter 5 Financial Assistance to Acquire Shares of the Company

**Article 32** The Company shall not provide financial assistance to any person for the purpose of acquiring the Company's shares. The Board of Directors of the Company shall have the authority to purchase the Company's shares, subject to the limitations set forth in this Article 31.







The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

**Article 40** The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations. The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

Article 40 The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

Article 40 The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

**Article 41** The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

(I) The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

(II) The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

(III) The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

**Article 42** The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

Article 42 The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

**Article 43** The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

(I) The Commission shall have the right to request the Commission of the European Communities to carry out the necessary investigations.

(II) The Government of the Hong Kong Special Administrative Region;

(III) The Government of the Macao Special Administrative Region;

(IV) Representatives of the business, professional and industrial sectors of the territory;

(V) Independent members of the Commission, appointed by the Government of the territory;

(VI) The Government of the territory.

Subject to the Commission's approval, the Government of the territory may, by order, appoint or remove any member of the Commission, and may, by order, suspend any member of the Commission from the discharge of his or her duties.

The Government of the Hong Kong Special Administrative Region may, by order, appoint or remove any member of the Commission, and may, by order, suspend any member of the Commission from the discharge of his or her duties. The Government of the Macao Special Administrative Region may, by order, appoint or remove any member of the Commission, and may, by order, suspend any member of the Commission from the discharge of his or her duties. (Repealed by the Commission (Cap. 571) of the Law of the Hong Kong Special Administrative Region, and the Commission (Cap. 571) of the Law of the Macao Special Administrative Region.)

**Article 44** Notwithstanding to the Commission, the Government of the territory may, by order, appoint or remove any member of the Commission, and may, by order, suspend any member of the Commission from the discharge of his or her duties.

The Government of the territory may, by order, appoint or remove any member of the Commission, and may, by order, suspend any member of the Commission from the discharge of his or her duties. The Government of the territory may, by order, appoint or remove any member of the Commission, and may, by order, suspend any member of the Commission from the discharge of his or her duties. The Government of the territory may, by order, appoint or remove any member of the Commission, and may, by order, suspend any member of the Commission from the discharge of his or her duties.

**Article 45** Notwithstanding to the Commission, the Government of the territory may, by order, appoint or remove any member of the Commission, and may, by order, suspend any member of the Commission from the discharge of his or her duties. The Government of the territory may, by order, appoint or remove any member of the Commission, and may, by order, suspend any member of the Commission from the discharge of his or her duties.







(III) If the person is a minor, the person's parent, guardian, or other person having legal custody of the person shall be notified by the court, and the court shall determine whether the person is a minor for purposes of this section.

(IV) A person who is a minor at the time of the offense shall be treated as an adult if the person is 17 years of age or older at the time of the offense.

**Article 52** Treatment of persons who are 17 years of age or older at the time of the offense and who are not persons who are 17 years of age or older at the time of the offense:

(I) The person shall be treated as an adult if the person is 17 years of age or older at the time of the offense;

(II) The person shall be treated as a minor if the person is 17 years of age or older at the time of the offense and the person is a minor at the time of the offense;

(III) The person shall be treated as a minor if the person is 17 years of age or older at the time of the offense and the person is a minor at the time of the offense;

(IV) The person shall be treated as a minor if the person is 17 years of age or older at the time of the offense and the person is a minor at the time of the offense;

(V) The person shall be treated as a minor if the person is 17 years of age or older at the time of the offense and the person is a minor at the time of the offense.

1. On the date of the offense, the person is 17 years of age or older at the time of the offense;

2. Before the date of the offense, the person is 17 years of age or older at the time of the offense;

(1) C, 17 years of age or older at the time of the offense;

(2) P, 17 years of age or older at the time of the offense, and the person is a minor at the time of the offense;

( ) P, 17 years of age or older at the time of the offense;

( ) P, 17 years of age or older at the time of the offense;

( ) N, 17 years of age or older at the time of the offense;



**Article 54**

I. The Commission shall be composed of 18 members, 12 of whom shall be members of the Council of Ministers, 3 of whom shall be members of the Council of States, and 3 of whom shall be members of the Council of Ministers of the States. The members of the Commission shall be appointed by the President of India for a term of five years, and shall be eligible for re-appointment.

II. The Commission shall have the right to send for production before it any document which it may consider necessary for the purpose of its functions. III. The Commission shall have the right to hold public inquiries into the matters referred to it, and to summon any person to appear before it and to produce any document in his possession or control.

**Article 55**

I. The Commission shall have the right to send for production before it any document which it may consider necessary for the purpose of its functions. II. The Commission shall have the right to hold public inquiries into the matters referred to it, and to summon any person to appear before it and to produce any document in his possession or control. III. The Commission shall have the right to hold public inquiries into the matters referred to it, and to summon any person to appear before it and to produce any document in his possession or control.

I. The Commission shall have the right to send for production before it any document which it may consider necessary for the purpose of its functions. II. The Commission shall have the right to hold public inquiries into the matters referred to it, and to summon any person to appear before it and to produce any document in his possession or control. III. The Commission shall have the right to hold public inquiries into the matters referred to it, and to summon any person to appear before it and to produce any document in his possession or control.

I. The Commission shall have the right to send for production before it any document which it may consider necessary for the purpose of its functions. II. The Commission shall have the right to hold public inquiries into the matters referred to it, and to summon any person to appear before it and to produce any document in his possession or control. III. The Commission shall have the right to hold public inquiries into the matters referred to it, and to summon any person to appear before it and to produce any document in his possession or control.

**Article 56**

I. The Commission shall have the right to send for production before it any document which it may consider necessary for the purpose of its functions. II. The Commission shall have the right to hold public inquiries into the matters referred to it, and to summon any person to appear before it and to produce any document in his possession or control.

**Article 57**

The Commission shall have the right to send for production before it any document which it may consider necessary for the purpose of its functions.

- (I) The Commission shall have the right to send for production before it any document which it may consider necessary for the purpose of its functions;
- (II) The Commission shall have the right to hold public inquiries into the matters referred to it, and to summon any person to appear before it and to produce any document in his possession or control;
- (III) The Commission shall have the right to hold public inquiries into the matters referred to it, and to summon any person to appear before it and to produce any document in his possession or control.





(VI) The ... C, ...;

(VII) The ... C, ...;

(VIII) The ... C, ...;

(IX) The ... C, ...;

(X) The ...;

(XI) The ... C, ...;

(XII) The ... A, ... A, ...;

(XIII) The ... 3% ( ... ) ... C, ...;

(XIV) The ... A, ... 64;

(XV) The ... C, ... 30% ... C, ...;

(XVI) The ...;

(XVII) The ...;

(XVIII) The ... C, ... (I) & (II) ... A, ... A, ...;

(XIX) The ... C, ... A, ...;

(XX) The ... Level R, ...;

W ... Level R, ...;







**Article 67** A

21

15

T

**Article 68** N

(I) I

(II) S

(III) S

(IV) P  
W  
C  
C  
( ) ( )

(V) C

(VI) C

(VII) C  
C

(VIII) S

(IX) T  
C





**Article 78**

T... .. T... .. A... ..  
A... .. 10... ..

I... .. 5... ..  
... ..









**Article 89**

The Government shall, in accordance with the law, determine the tax rates for the following categories of taxpayers:

- (I) Taxpayers who are engaged in business activities (including those who are engaged in business activities through a partnership) shall pay a tax rate of 3%.
- (II) Taxpayers who are engaged in business activities (including those who are engaged in business activities through a partnership) shall pay a tax rate of 1%.
- (III) Taxpayers who are engaged in business activities (including those who are engaged in business activities through a partnership) shall pay a tax rate of 3%.
- (IV) Taxpayers who are engaged in business activities (including those who are engaged in business activities through a partnership) shall pay a tax rate of 1%.
- (V) Workers who are engaged in business activities (including those who are engaged in business activities through a partnership) shall pay a tax rate of 10%.

The Government shall, in accordance with the law, determine the tax rates for the following categories of taxpayers:

Workers who are engaged in business activities (including those who are engaged in business activities through a partnership) shall pay a tax rate of 10%.

The Government shall, in accordance with the law, determine the tax rates for the following categories of taxpayers:





**Article 95** The Government may, by order, make such provisions as it may think fit for carrying into effect the provisions of this Chapter, and any such order may be varied or revoked by a subsequent order made by the Government.

**Article 96** If the Government is satisfied that the provisions of this Chapter are not being carried into effect in any State or Territory, it may, by order, make such provisions as it may think fit for carrying into effect the provisions of this Chapter in that State or Territory, and any such order may be varied or revoked by a subsequent order made by the Government.

**Article 97** If the Government is satisfied that the provisions of this Chapter are not being carried into effect in any State or Territory, it may, by order, make such provisions as it may think fit for carrying into effect the provisions of this Chapter in that State or Territory, and any such order may be varied or revoked by a subsequent order made by the Government.

**Article 98** Matters referred to in this Chapter shall be referred to the Commission:

- (I) in the case of any matter referred to in sub-section (1) of section 94, to the Commission;
- (II) in the case of any matter referred to in sub-section (2) of section 94, to the Commission;
- (III) in the case of any matter referred to in sub-section (3) of section 94, to the Commission;
- (IV) in the case of any matter referred to in sub-section (4) of section 94, to the Commission;
- (V) in the case of any matter referred to in sub-section (5) of section 94, to the Commission;
- (VI) in the case of any matter referred to in sub-section (6) of section 94, to the Commission;
- (VII) in the case of any matter referred to in sub-section (7) of section 94, to the Commission.











T. B. C. E. A. A. & T. A. T.

**Article 116** D. T.

T. I. A. A.

P. S.

I.

A. W. T. C. W. C. L. A. A. W.

W. . . . .  
C. . . . .

E. . . . .

T. . . . .

**Article 117** T. . . . .  
C. . . . .

**Article 118** T. . . . .

- (I) T. . . . .
- (II) T. . . . .
- (III) T. . . . .
- (IV) T. . . . .
- (V) T. . . . .
- (VI) T. . . . .
- (VII) T. . . . .
- (VIII) T. . . . .
- (IX) T. . . . .
- (X) T. . . . .
- (XI) T. . . . .
- (XII) T. . . . .

(XIII) 本行在中华人民共和国境内设立分支机构，须经国务院银行业监督管理机构批准；

(XIV) 本行在中华人民共和国境内设立分支机构，须经国务院银行业监督管理机构批准；

(XV) 本行在中华人民共和国境内设立分支机构，须经国务院银行业监督管理机构批准；

(XVI) 本行在中华人民共和国境内设立分支机构，须经国务院银行业监督管理机构批准；

(XVII) 本行在中华人民共和国境内设立分支机构，须经国务院银行业监督管理机构批准；

(XVIII) 本行在中华人民共和国境内设立分支机构，须经国务院银行业监督管理机构批准；

(XIX) 本行在中华人民共和国境内设立分支机构，须经国务院银行业监督管理机构批准；

(XX) 本行在中华人民共和国境内设立分支机构，须经国务院银行业监督管理机构批准；













(V)  The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /

I  The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /

**Article 132** The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /

- (I)  The Board of Directors shall have the power to ( ) /
- (II)  The Board of Directors shall have the power to ( ) /
- (III)  The Board of Directors shall have the power to ( ) /
- (IV)  The Board of Directors shall have the power to ( ) /
- (V)  The Board of Directors shall have the power to ( ) /

The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /

## Chapter 11 Secretary to the Board of Directors

**Article 133** The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /

**Article 134** The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /  
The Board of Directors shall have the power to ( ) /

- (I) The Board of Directors shall have the power to ( ) /
- (II) The Board of Directors shall have the power to ( ) /

(III) The Board of Directors of the Company, acting by a majority of its members, may, subject to the approval of the shareholders in a general meeting, delegate to any person or persons, whether or not members of the Company, such powers, authorities and discretions as may be exercised or vested in or conferred upon the Board of Directors of the Company, subject to such conditions and restrictions as may be imposed by the shareholders in the resolution of the general meeting.

**Article 135** A resolution of the Board of Directors of the Company, whether or not such resolution is passed by a majority of the members of the Board of Directors of the Company, shall be binding on the Company, its members and its officers, and shall not be liable to be called in question on the ground that it was not duly passed or that it was not in accordance with the provisions of the Memorandum of Association or the Articles of Association of the Company.

In the event of any conflict between the provisions of the Memorandum of Association of the Company and the Articles of Association of the Company, the provisions of the Articles of Association of the Company shall prevail and shall govern.

## Chapter 12 President of the Company

**Article 136** The Company shall have a President, who shall be elected by the shareholders in a general meeting. The President shall hold office for such term and shall exercise such powers and perform such duties as may be determined by the shareholders in a general meeting. The President shall be eligible for re-election.

**Article 137** The President of the Company shall, subject to the approval of the shareholders in a general meeting, have the following powers and duties:

- (I) To call, convene, preside at, and adjourn the meetings of the Board of Directors of the Company, and to exercise such powers and perform such duties as may be determined by the shareholders in a general meeting;
- (II) To call, convene, preside at, and adjourn the meetings of the shareholders, and to exercise such powers and perform such duties as may be determined by the shareholders in a general meeting;
- (III) To call, convene, preside at, and adjourn the meetings of the Board of Directors of the Company, and to exercise such powers and perform such duties as may be determined by the shareholders in a general meeting;
- (IV) To call, convene, preside at, and adjourn the meetings of the shareholders, and to exercise such powers and perform such duties as may be determined by the shareholders in a general meeting;
- (V) To call, convene, preside at, and adjourn the meetings of the Board of Directors of the Company, and to exercise such powers and perform such duties as may be determined by the shareholders in a general meeting;
- (VI) To call, convene, preside at, and adjourn the meetings of the shareholders, and to exercise such powers and perform such duties as may be determined by the shareholders in a general meeting;
- (VII) To call, convene, preside at, and adjourn the meetings of the Board of Directors of the Company, and to exercise such powers and perform such duties as may be determined by the shareholders in a general meeting;
- (VIII) To call, convene, preside at, and adjourn the meetings of the shareholders, and to exercise such powers and perform such duties as may be determined by the shareholders in a general meeting;
- (IX) To call, convene, preside at, and adjourn the meetings of the Board of Directors of the Company, and to exercise such powers and perform such duties as may be determined by the shareholders in a general meeting;

(X) The Board of Supervisors shall have the following powers and duties:

(XI) The Board of Supervisors shall have the power to adopt and amend the rules and regulations of the County of Santa Clara.

**Article 138** The Board of Supervisors shall have the power to adopt and amend the rules and regulations of the County of Santa Clara. The Board of Supervisors shall also have the power to adopt and amend the rules and regulations of the County of Santa Clara.

**Article 139** In addition to the powers and duties conferred upon the Board of Supervisors by the Constitution and the laws of the State of California, the Board of Supervisors shall have the power to adopt and amend the rules and regulations of the County of Santa Clara.

### Chapter 13 Board of Supervisors

**Article 140** The County of Santa Clara shall have a Board of Supervisors.

**Article 141** The Board of Supervisors shall consist of five members, each of whom shall be elected by the voters of the County of Santa Clara for a term of four years.

The Board of Supervisors shall have the power to adopt and amend the rules and regulations of the County of Santa Clara.

**Article 142** The Board of Supervisors shall have the power to adopt and amend the rules and regulations of the County of Santa Clara. The Board of Supervisors shall also have the power to adopt and amend the rules and regulations of the County of Santa Clara.

**Article 143** A person shall not be eligible for election to the Board of Supervisors unless he or she has resided in the County of Santa Clara for at least one year immediately preceding the date of the election.

**Article 144** The Board of Supervisors shall have the power to adopt and amend the rules and regulations of the County of Santa Clara. The Board of Supervisors shall also have the power to adopt and amend the rules and regulations of the County of Santa Clara.



The Board of Directors shall have the authority to make all such amendments to the Charter as it may deem necessary, subject to the approval of the stockholders.

**Article 147** The Board of Directors shall have the authority to make all such amendments to the Charter as it may deem necessary, subject to the approval of the stockholders.

Subject to the approval of the stockholders, the Board of Directors shall have the authority to make all such amendments to the Charter as it may deem necessary.

**Article 148** A person shall not be eligible for election to the Board of Directors unless he or she is at least 18 years of age and a resident of the State of New York.

**Article 149** Subject to the approval of the stockholders, the Board of Directors shall have the authority to make all such amendments to the Charter as it may deem necessary.

## **Chapter 14 Qualifications and Duties of Directors, Supervisors, President and Other Senior Management of the Company**

**Article 150** A person shall not be eligible for election to the Board of Directors unless he or she is at least 18 years of age and a resident of the State of New York.

- (I) shall be at least 18 years of age;
- (II) shall be a resident of the State of New York for a period of not less than 5 months immediately preceding the date of his or her election to the Board of Directors;
- (III) shall be a resident of the State of New York for a period of not less than 3 months immediately preceding the date of his or her election to the Board of Directors;
- (IV) shall be a resident of the State of New York for a period of not less than 3 months immediately preceding the date of his or her election to the Board of Directors;
- (V) shall be at least 18 years of age;
- (VI) shall be a resident of the State of New York for a period of not less than 3 months immediately preceding the date of his or her election to the Board of Directors;





- (III) T...  
L... R...;
- (IV) T...;
- (V) N...  
C... A... A... L...  
R...;
- (VI) N... C...;
- (VII) N... C...  
(...); C...;
- (VIII) N... C...;
- (IX) T... A... A...  
C... C...;
- (X) N... C...;
- (XI) N... C...  
C... C...  
C...;
- (XII) N... C...  
C...;
1. R...;
  2. B...;
  3. T...;







(III) If the Commission, after consulting the Council, considers that the Commission should be empowered to exercise the powers conferred on the Council by Article 162, it shall propose to the Council that it should do so.

**Article 163** If the Commission, after consulting the Council, considers that the Council should be empowered to exercise the powers conferred on the Commission by Article 162, it shall propose to the Council that it should do so.

**Article 164** A proposal submitted by the Commission to the Council shall be accompanied by a proposal from the President of the Commission, in accordance with Article 162, to the effect that:

(I) The Council should be empowered to exercise the powers conferred on the Commission by Article 162;

(II) The Commission should be empowered to exercise the powers conferred on the Council by Article 162.

**Article 165** The Council shall, after consulting the Commission, decide whether to exercise the powers conferred on it by Article 162, and, if so, shall determine the conditions and limits of such exercise.

**Article 166** If the Council, after consulting the Commission, decides to exercise the powers conferred on it by Article 162, it shall, after consulting the Commission, determine the conditions and limits of such exercise.



Article 168 The Company shall be dissolved upon the occurrence of any of the following events:

- (1) The Company is voluntarily dissolved by the shareholders;
- (2) The Company is dissolved by the court upon the application of the shareholders, directors, supervisors, or creditors, in accordance with the provisions of the Company Law of the PRC and the Company's Articles of Association;
- (3) The Company is dissolved by the court upon the application of the shareholders, directors, supervisors, or creditors, in accordance with the provisions of the Company Law of the PRC and the Company's Articles of Association, due to the Company's failure to hold a shareholders' meeting for more than six months and failure to file an annual general meeting report for more than three consecutive years.

## Chapter 15 Financial Accounting System and Profit Distribution

**Article 169** The Company shall be subject to the provisions of the Company Law of the PRC and the Company's Articles of Association regarding financial accounting system and profit distribution.

**Article 170** The Company shall be subject to the provisions of the Company Law of the PRC and the Company's Articles of Association regarding the following matters:

The Company shall be subject to the provisions of the Company Law of the PRC and the Company's Articles of Association regarding the following matters:

The Company shall be subject to the provisions of the Company Law of the PRC and the Company's Articles of Association regarding the following matters:

**Article 171** The Company shall be subject to the provisions of the Company Law of the PRC and the Company's Articles of Association regarding the following matters:

**Article 172** The Company shall be subject to the provisions of the Company Law of the PRC and the Company's Articles of Association regarding the following matters:

The Company shall be subject to the provisions of the Company Law of the PRC and the Company's Articles of Association regarding the following matters:

**Article 173** The Company shall be subject to the provisions of the Company Law of the PRC and the Company's Articles of Association regarding the following matters:

**Article 174** The PRC shall be the sole supplier of the following commodities to the C, and the C shall purchase the commodities from the PRC:

**Article 175** The C shall purchase the following commodities from the PRC:

**Article 176** The C shall purchase the following commodities from the PRC:

**Article 177** Within the C, the PRC shall be the sole supplier of the following commodities, and the C shall purchase the commodities from the PRC:

I. The PRC shall be the sole supplier of the following commodities to the C, and the C shall purchase the commodities from the PRC:

A. The PRC shall be the sole supplier of the following commodities to the C, and the C shall purchase the commodities from the PRC:

A. The C shall purchase the following commodities from the PRC:

I. The PRC shall be the sole supplier of the following commodities to the C, and the C shall purchase the commodities from the PRC:

The C shall purchase the following commodities from the PRC:

**Article 178** The C shall purchase the following commodities from the PRC:

(I) The PRC shall be the sole supplier of the following commodities to the C, and the C shall purchase the commodities from the PRC:

(II) The C shall purchase the following commodities from the PRC:

## Article 179





(VII) I... C...  
...  
... C... T...

(VIII) T... C...  
...  
...

(IX) I... C...  
...  
... CSRC  
... A...  
... 2/3  
... T...

(X) I... C... C...  
...  
...

**Article 182** T... C...  
... R... T...  
... C... R... A...  
... PRC.

A...  
...  
...

**Article 183** T... C...  
... PRC. T...  
...  
...

**Article 184** T... C...  
...  
... C...  
...

T... C...  
...  
...

T... C...  
... H... K...  
... O... H... K...  
...



(III) The Commission shall, in accordance with the provisions of Article 187, submit to the Council a report on the progress made in the implementation of the provisions of this Directive.

**Article 188** In accordance with the provisions of Article 187, the Commission shall submit to the Council a report on the progress made in the implementation of the provisions of this Directive.

**Article 189** Regulation (EC) No 1831/2003 of the Council of 22 October 2003 on additives for use in animal nutrition, and Commission Decision 2003/606/EC of 22 October 2003 on the implementation of that Regulation, shall apply.

**Article 190** The Commission shall, in accordance with the provisions of Article 187, submit to the Council a report on the progress made in the implementation of the provisions of this Directive.

**Article 191** A Commission Decision shall be adopted in accordance with the provisions of Article 187, in order to determine the conditions for the application of the provisions of this Directive.

The Commission shall, in accordance with the provisions of Article 187, submit to the Council a report on the progress made in the implementation of the provisions of this Directive.

(I) The Commission shall, in accordance with the provisions of Article 187, submit to the Council a report on the progress made in the implementation of the provisions of this Directive.

(II) In accordance with the provisions of Article 187, the Commission shall submit to the Council a report on the progress made in the implementation of the provisions of this Directive.

1. The Commission shall, in accordance with the provisions of Article 187, submit to the Council a report on the progress made in the implementation of the provisions of this Directive.
2. The Commission shall, in accordance with the provisions of Article 187, submit to the Council a report on the progress made in the implementation of the provisions of this Directive.

(III) In accordance with the provisions of Article 187, the Commission shall submit to the Council a report on the progress made in the implementation of the provisions of this Directive.

(IV) The Government may, by order, direct that any of the following provisions shall apply to the Government:

1. That any person who is a member of the Government shall be deemed to be a member of the Government;
2. That any person who is a member of the Government shall be deemed to be a member of the Government;
3. That any person who is a member of the Government shall be deemed to be a member of the Government.

The Government may, by order, direct that any of the following provisions shall apply to the Government:

**Article 192** Where the Government, by order, directs that any of the following provisions shall apply to the Government, the Government may, by order, direct that any of the following provisions shall apply to the Government: 15.

A person who is a member of the Government shall be deemed to be a member of the Government. The Government may, by order, direct that any of the following provisions shall apply to the Government: 16.

1. A person who is a member of the Government shall be deemed to be a member of the Government; 17.
2. A person who is a member of the Government shall be deemed to be a member of the Government; 18.



## Chapter 18 Dissolution and Liquidation of the Company

**Article 197** The Company shall be dissolved in any of the following cases:

- (I) The period of time specified in the Articles of Association for the Company's existence has expired;
- (II) The Company has failed to file its annual returns with the Registrar;
- (III) The Company has failed to file its accounts with the Registrar;
- (IV) The Company has failed to file its annual returns with the Registrar for three consecutive years;
- (V) The Company has failed to file its accounts with the Registrar for three consecutive years;
- (VI) If the Company has failed to pay any of its debts, the Registrar may, on the application of any creditor, order the Company to be dissolved if the Registrar is satisfied that the Company is unable to pay its debts, and that the assets of the Company are insufficient to meet the debts of the Company to the extent of 10% of the total amount of the debts of the Company.

**Article 198** If the Registrar orders the dissolution of the Company under (I), (A), (V) or (VI) of Article 197, the Company shall be deemed to be dissolved as from the date of the order.

If the Registrar orders the dissolution of the Company under (II), (III), (IV) or (V) of Article 197, the Company shall be deemed to be dissolved as from the date of the order.

**Article 199** Where the Company is dissolved under (I), (II), (V) or (VI) of Article 197, the Articles of Association shall be deemed to be null and void as from the date of the order. The Registrar may, if he thinks fit, order that the Company shall be deemed to be dissolved as from a date earlier than the date of the order.

If the Company is dissolved under (IV) of Article 197, the Articles of Association shall be deemed to be null and void as from the date of the order. The Registrar may, if he thinks fit, order that the Company shall be deemed to be dissolved as from a date earlier than the date of the order.



**Article 203** A...  
C...

T... C... 30

L... C... T... C...

D... C...

**Article 204** I... C... C... C... C...

O... C...

**Article 205** A... C... C...

T... 30... C...

**Article 206** M... 30

M... C...

I... C...

**Article 207** W... C... 30



## Chapter 19 Procedures for Amendment of the Articles of Association

**Article 208** The Company, by special resolution, may amend, alter, add to, or repeal the Articles of Association, subject to the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 2008.

**Article 209** The Company, by special resolution, may:

- (I) The Company, by special resolution, may amend, alter, add to, or repeal the Articles of Association, subject to the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 2008;
- (II) The Company, by special resolution, may amend, alter, add to, or repeal the Articles of Association, subject to the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 2008;
- (III) The Company, by special resolution, may amend, alter, add to, or repeal the Articles of Association, subject to the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 2008.

**Article 210** The Company, by special resolution, may:

- (I) The Company, by special resolution, may amend, alter, add to, or repeal the Articles of Association, subject to the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 2008;
- (II) The Company, by special resolution, may amend, alter, add to, or repeal the Articles of Association, subject to the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 2008;
- (III) The Company, by special resolution, may amend, alter, add to, or repeal the Articles of Association, subject to the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 2008.

The Company, by special resolution, may amend, alter, add to, or repeal the Articles of Association, subject to the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 2008.

**Article 211** In the event of any amendment, alteration, addition to, or repeal of the Memorandum and Articles of Association of the Company, the Company shall comply with the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 2008.

**Article 212** Where the Company, by special resolution, amends, alters, adds to, or repeals the Articles of Association, the Company shall comply with the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 2008.

## Chapter 20 Notices

**Article 213** T. . . . C. . . .

(I) B. . . . ;

(II) B. . . . ;

(III) B. . . . ;

(IV) B. . . . C. . . . H. . . . K. . . .  
S. . . . E. . . . SSE . . . .  
. . . . L. . . . R. . . . S. . . . E. . . . L. . . . R. . . . SSE;

(V) B. . . . ;

(VI) B. . . . C. . . . A. . . .  
A. . . .

N. . . . A. . . . A. . . .  
C. . . .  
(IV) A. . . .  
C. . . .

**Article 214** I. . . . C. . . .  
E. . . . C. . . . C. . . . ( . . . )  
E. . . . C. . . .  
C. . . . E. . . . C. . . .  
E. . . . C. . . .



T. . . . . C. I. . . . . E. . . . . T. . . . .  
A. . . . . C. . . . . I. . . . . E. . . . . T. . . . .  
A. . . . . C. . . . . I. . . . . E. . . . . T. . . . .  
A. . . . . C. . . . . I. . . . . E. . . . . T. . . . .  
A. . . . . C. . . . . I. . . . . E. . . . . T. . . . .

D. . . . . C. . . . . I. . . . . E. . . . . T. . . . .  
A. . . . . C. . . . . I. . . . . E. . . . . T. . . . .  
A. . . . . C. . . . . I. . . . . E. . . . . T. . . . .  
A. . . . . C. . . . . I. . . . . E. . . . . T. . . . .  
A. . . . . C. . . . . I. . . . . E. . . . . T. . . . .

(II) T. . . . . C. I. . . . . E. . . . . T. . . . .  
A. . . . . C. . . . . I. . . . . E. . . . . T. . . . .  
A. . . . . C. . . . . I. . . . . E. . . . . T. . . . .  
A. . . . . C. . . . . I. . . . . E. . . . . T. . . . .  
A. . . . . C. . . . . I. . . . . E. . . . . T. . . . .

