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Chapter I General Provisions

扬州扬杰电子科技股份有限公司

Chapter II Mission and Scope of Business

Chapter IV Shareholders and Shareholders Meeting

of Association;

Article 41 If a shareholder of the Company abuses its shareholder rights to damage the interests of the Company or other shareholders, it shall bear the responsibility for indemnification according to law. If a shareholder of the Company abuses the independent status of the Company's legal person and shareholder's limited liabilities to evade debts and seriously damage the interests of the Company's creditors, it shall bear the joint and several liability for the Company's debts.

Article 42 The controlling shareholders and the de facto controllers of the Company shall exercise their rights and perform their obligations in accordance with the laws, administrative regulations, and the provisions of the CSRC and the stock exchange, and shall safeguard the interests of the listed company.

i. The number of directors is less than two thirds (5 directors) of the number stipulated in the

Company Law or the Articles of Association;

ii. The loss not recovered by the Company reaches one third of the total paid-in capital;

iii. Shareholders individually or jointly holding not less than 10% of the Company shares (including preferred shares with resumed voting rights) request so;

iv. The Board of Directors deems it as necessary;

v. The Audit Committee proposes that the meeting be convened; and

vi. Other circumstances as prescribed by laws, administrative regulations, departmental rules or the Articles of Association.

ves of holding an Extraordinary Shareholders' Meeting, it shall give a notice on holding the Shareholders' Meeting within five days of the resolution of the Board of Directors. Where the Board of Directors disapproves of holding an

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Chapter V Board of Directors

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Chapter VIII Notice and Announcement

Chapter IX Merger, Split-up, Capital Increase, Capital Decrease, Dissolution and Liquidation

Chapter XI Supplementary Provisions

not less than 50% of the totalshare capital of the Company; or a shareholder whose shareholding ratio does not exceed 50%, but the voting rights enjoyed by the shares they hold are sufficient to have a significant impact on the resolutions of the Shareholders Meeting.