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**ARTICLES OF ASSOCIATION  
OF**

**Beijing Jingneng Clean Energy Co., Limited**

**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)*

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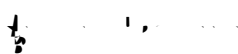

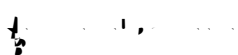










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北京京能清潔能源電力股份有限公司章程

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# Chapter 1 General

## Article 1

北京京能清洁能源電力股份有限公司 (Beijing Jinneng Clean Energy Power Co., Ltd.) (hereinafter referred to as "Company") is a public company established in accordance with the provisions of the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, and other relevant laws and regulations. The Company is registered with the State Administration for Market Regulation and is a listed company on the Shanghai Stock Exchange.

## Article 2

The Company is established in accordance with the provisions of the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, and other relevant laws and regulations. The Company is registered with the State Administration for Market Regulation and is a listed company on the Shanghai Stock Exchange. The Company's registered capital is RMB 1,757 million. The Company's business scope includes the production and supply of electricity, the operation and maintenance of power plants, and the investment and management of power assets. The Company's headquarters are located in Beijing, China. The Company's legal representative is Mr. [Name]. The Company's contact information is as follows: [Address], [Phone Number], [Email Address].

## Article 3

The Company is established in accordance with the provisions of the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, and other relevant laws and regulations. The Company is registered with the State Administration for Market Regulation and is a listed company on the Shanghai Stock Exchange. The Company's registered capital is RMB 1,757 million. The Company's business scope includes the production and supply of electricity, the operation and maintenance of power plants, and the investment and management of power assets. The Company's headquarters are located in Beijing, China. The Company's legal representative is Mr. [Name]. The Company's contact information is as follows: [Address], [Phone Number], [Email Address].

**Article 4**

A... 118, ... E... E...  
: 100028  
: 010-87407188/87407189  
: 010-87407187

**Article 5**

...

**Article 6**

...

**Article 7**

A... E...  
...

**Article 8**

A... A... E... E...  
A... A... A... A...  
...

**Article 9**

A... A... A... A...  
A... A...  
...



## Chapter 3 Shares, Registered Capital and Transfer of Shares

### Article 15

When the company is established, the shares shall be issued in accordance with the provisions of the law and the articles of association.

### Article 16

The company shall issue shares in accordance with the following provisions:

A. The company shall issue shares in accordance with the provisions of the law and the articles of association.

### Article 17

The company shall issue shares in accordance with the provisions of the law and the articles of association.

The company shall issue shares in accordance with the provisions of the law and the articles of association.

### Article 18

The company shall issue shares in accordance with the provisions of the law and the articles of association.

The company shall issue shares in accordance with the provisions of the law and the articles of association.

### Article 19

The company shall issue shares in accordance with the provisions of the law and the articles of association.

The company shall issue shares in accordance with the provisions of the law and the articles of association.

The company shall issue shares in accordance with the provisions of the law and the articles of association.

A. 2018 年 12 月 31 日，本集团持有的金融资产和负债的公允价值如下：

### Article 20

5. 本集团持有的金融资产和负债的公允价值如下：

金融资产 4,287,400,000 元，占 85.748%。

金融资产 A 类 230,150,000 元，占 4.603%。

金融资产 E 类 27,600,000 元，占 0.552%。

金融资产 ( 类 ) 16,450,000 元，占 0.329%。

金融资产 65,750,000 元，占 1.315%。

金融资产 E 类 219,200,000 元，占 4.384%。

A A A 类 153,450,000 元，占 3.069%。

### Article 21

A 类 (2011) 635 元，占 2.464,285,500 元。CSRC 29 A, 2011, 246,428,550 元，占 15%。328,421,500 元，占 11.499,546 元。1,149,905,454 元，占 1,264,896,000 元。327,508,000, 393,010,000 元，占 471,612,800 元。2013, 2014 2018, 902,471,890 元，占 2018。



A.  $\frac{8,244,508,144}{133,811,400,000} = 61.639\%$

B.  $\frac{5,081,793,482}{8,244,508,144} = 61.639\%$

C.  $\frac{92,654,249}{7,411,853,895} = 1.24\%$

D.  $\frac{224,348,291}{8,244,508,144} = 2.721\%$

E.  $\frac{16,035,322}{8,244,508,144} = 0.194\%$

F.  $\frac{2,829,676,800}{8,244,508,144} = 34.322\%$

**Article 22**

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**Article 23**

A.  $\frac{15}{100} = 15\%$

**Article 24**

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**Article 25**

8,244,508,144.

**Article 26**

... A. ... A. ...

**Article 27**

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**Article 28**

... 25% ...

... 25% ...

**Article 29**

... 5% ...

... 30 ...

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## Chapter 4 Increase, Reduction and Repurchase of Shares

### Article 30

A company may, subject to the provisions of this Chapter, increase its share capital by all or any of the following methods, namely:—

- (1) by issuing new shares;
- (2) by converting debentures into shares;
- (3) by converting any other securities into shares;
- (4) by converting any assets into shares;
- (5) by any other method, subject to the following conditions, namely:—  
(a) the company must be authorised by its articles to do so; and  
(b) the company must have obtained the sanction of the Central Government, if the company is a public company, or the sanction of the State Government, if the company is a private company, to do so.

### Article 31

A company may, subject to the provisions of this Chapter, reduce its share capital by all or any of the following methods, namely:—

### Article 32

A company may, subject to the provisions of this Chapter, repurchase its shares by all or any of the following methods, namely:—

(1) by purchasing its shares in the open market;

**Article 33**

1. The following are the functions of the Commission:

(1) to advise the Government on the appointment, removal and discipline of the members of the Commission;

(2) to advise the Government on the appointment, removal and discipline of the members of the Commission;

(3) to advise the Government on the appointment, removal and discipline of the members of the Commission;

(4) to advise the Government on the appointment, removal and discipline of the members of the Commission;

(5) to advise the Government on the appointment, removal and discipline of the members of the Commission;

(6) to advise the Government on the appointment, removal and discipline of the members of the Commission;

(7) to advise the Government on the appointment, removal and discipline of the members of the Commission.

2. The Commission shall have the right to call for and examine any document or information which it may consider necessary for the performance of its functions.

**Article 34**

1. The Commission shall have the right to call for and examine any document or information which it may consider necessary for the performance of its functions.

- (1) to advise the Government on the appointment, removal and discipline of the members of the Commission;
- (2) to advise the Government on the appointment, removal and discipline of the members of the Commission;
- (3) to advise the Government on the appointment, removal and discipline of the members of the Commission;
- (4) to advise the Government on the appointment, removal and discipline of the members of the Commission.



**Article 38**

1. The State shall ensure that the following are provided to all citizens:

(1) The State shall ensure that the following are provided to all citizens:

(2) The State shall ensure that the following are provided to all citizens:

1. The State shall ensure that the following are provided to all citizens:

2. The State shall ensure that the following are provided to all citizens:

(3) The State shall ensure that the following are provided to all citizens:

1. A State shall ensure that the following are provided to all citizens:

2. A State shall ensure that the following are provided to all citizens:

3. A State shall ensure that the following are provided to all citizens:

(4) A State shall ensure that the following are provided to all citizens:

## Chapter 5 Financial Assistance for Purchase of Company Shares

### Article 39

For the purposes of this Chapter, the following definitions shall apply:—

(a) “financial assistance” means any loan, guarantee, security, or other financial assistance, whether in cash or in kind, provided by the company or any of its directors, officers, or employees to any person for the purpose of enabling that person to acquire shares of the company; and

(b) “person” means any individual, firm, company, or other body corporate, whether or not incorporated in the Republic of Singapore.

Article 39 shall apply to any company registered in Singapore after the commencement of this Act.

### Article 40

Subject to the provisions of this Chapter, a company may provide financial assistance to any person for the purpose of enabling that person to acquire shares of the company.

- (1) A company shall not provide financial assistance to any person for the purpose of enabling that person to acquire shares of the company if the company is, at the time of providing the financial assistance, insolvent or would be rendered insolvent by the provision of the financial assistance.
- (2) A company shall not provide financial assistance to any person for the purpose of enabling that person to acquire shares of the company if the company is, at the time of providing the financial assistance, acting in contravention of any provision of this Act.
- (3) A company shall not provide financial assistance to any person for the purpose of enabling that person to acquire shares of the company if the company is, at the time of providing the financial assistance, acting in contravention of any provision of the company's constitution.
- (4) A company shall not provide financial assistance to any person for the purpose of enabling that person to acquire shares of the company if the company is, at the time of providing the financial assistance, acting in contravention of any provision of the law of the Republic of Singapore.

Article 40 shall apply to any company registered in Singapore after the commencement of this Act.

### Article 41

For the purposes of this Chapter, the following definitions shall apply:—

- (1) “company” means a company registered in Singapore under this Act;
- (2) “person” means any individual, firm, company, or other body corporate, whether or not incorporated in the Republic of Singapore;
- (3) “share” means any share in the capital of a company.

- (4) ...
- (5) ...
- (6) ...

## Chapter 6 Share Certificates and Register of Shareholders

### Article 42

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### Article 43

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### Article 44

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- (1) ...
  - (2) ...
  - (3) ...



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- (5) ...;
- (6) ...

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**Article 45**

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**Article 46**

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- (1) A ... (2) ... (3) ...;
- (2) ...;
- (3) ...;

**Article 47**

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**Article 48**

Article 48 of the Constitution of the Republic of China states that the President and Vice President are elected by the people of the Republic of China in a direct, general, and equal election.

- (1) The President and Vice President are elected by the people of the Republic of China in a direct, general, and equal election.
- (2) The President and Vice President are elected for a term of four years.
- (3) The President and Vice President are elected by the people of the Republic of China in a direct, general, and equal election.
- (4) The President and Vice President are elected by the people of the Republic of China in a direct, general, and equal election.
- (5) The President and Vice President are elected by the people of the Republic of China in a direct, general, and equal election.
- (6) The President and Vice President are elected by the people of the Republic of China in a direct, general, and equal election.
- (7) Article 48 of the Constitution of the Republic of China states that the President and Vice President are elected by the people of the Republic of China in a direct, general, and equal election.

The President and Vice President are elected by the people of the Republic of China in a direct, general, and equal election. The President and Vice President are elected for a term of four years. The President and Vice President are elected by the people of the Republic of China in a direct, general, and equal election. The President and Vice President are elected by the people of the Republic of China in a direct, general, and equal election.

**Article 49**

Article 49 of the Constitution of the Republic of China states that the President and Vice President are elected by the people of the Republic of China in a direct, general, and equal election.

**Article 50**

Article 50 of the Constitution of the Republic of China states that the President and Vice President are elected by the people of the Republic of China in a direct, general, and equal election.

**Article 51**

A person who has been registered as a shareholder in the register of members shall be entitled to attend and vote at all general meetings of the company in respect of the shares in respect of which he is so registered.

**Article 52**

A person shall be entitled to attend and vote at a general meeting of the company only if he is registered as a shareholder in the register of members (Relevant Shares) and is the holder of the original share certificate (Original Share Certificate).

A person who is not registered as a shareholder in the register of members shall not be entitled to attend and vote at any general meeting of the company.

A person who is registered as a shareholder in the register of members shall be entitled to attend and vote at a general meeting of the company in respect of the shares in respect of which he is so registered, notwithstanding that he is not the holder of the original share certificate.

A person who is registered as a shareholder in the register of members shall be entitled to attend and vote at a general meeting of the company in respect of the shares in respect of which he is so registered, notwithstanding that he is not the holder of the original share certificate.

(1) A person who is registered as a shareholder in the register of members shall be entitled to attend and vote at a general meeting of the company in respect of the shares in respect of which he is so registered, notwithstanding that he is not the holder of the original share certificate.

(2) A person who is registered as a shareholder in the register of members shall be entitled to attend and vote at a general meeting of the company in respect of the shares in respect of which he is so registered, notwithstanding that he is not the holder of the original share certificate.

(3) A person who is registered as a shareholder in the register of members shall be entitled to attend and vote at a general meeting of the company in respect of the shares in respect of which he is so registered, notwithstanding that he is not the holder of the original share certificate. 90

(4) A person who is registered as a shareholder in the register of members shall be entitled to attend and vote at a general meeting of the company in respect of the shares in respect of which he is so registered, notwithstanding that he is not the holder of the original share certificate. 30 90

A person who is registered as a shareholder in the register of members shall be entitled to attend and vote at a general meeting of the company in respect of the shares in respect of which he is so registered, notwithstanding that he is not the holder of the original share certificate.

- (5) 90- (3) (4)
- (6) A
- (7) A

**Article 53**

A A A

**Article 54**

**Chapter 7 Rights and Obligations of Shareholders**

**Article 55**

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- (1)
- (2) A

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(1) ... .. ( )

(2) ... ..

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### Article 56

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(1) ... ..

(2) ... ..

(3) ... ..

(4) ... ..  
A. ... ..

(5) ... ..

1. ... ..

2. ... ..

( ) ... ..

( ) ... ..

... ..

... .. ( )

... ..

... (b) ...

... (c) ...

( ) ...

( ) ...

( ) ...

( ) ...

( ) ...

( ) ...

(6) ...

(7) ...

(8) ...

...

**Article 57**

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**Article 58**

Article 58 text, partially obscured by scanning artifacts.

**Article 59**

Article 59 text, partially obscured by scanning artifacts. Includes the number 180.

Article 59 text, partially obscured by scanning artifacts. Includes the number 30.

Article 59 text, partially obscured by scanning artifacts.

**Article 60**

Article 60 text, partially obscured by scanning artifacts.

**Article 61**

- (1) Article 61 text, partially obscured by scanning artifacts.
- (2) Article 61 text, partially obscured by scanning artifacts.
- (3) Article 61 text, partially obscured by scanning artifacts.

(4) 國家機關及其工作人員在履行職務過程中，因過失致使公共財產、國家和公民利益遭受重大損失的，依照刑法有關規定追究刑責；尚不構成犯罪的，依照本法有關規定給予行政處分；

本法所稱的國家機關及其工作人員，包括在國家機關中從事公務活動的國家公務員和其他依法履行公務職務的國家機關工作人員。

本法所稱的國家機關及其工作人員，包括在國家機關中從事公務活動的國家公務員和其他依法履行公務職務的國家機關工作人員。

(5) 本法所稱的國家機關及其工作人員，包括在國家機關中從事公務活動的國家公務員和其他依法履行公務職務的國家機關工作人員。

本法所稱的國家機關及其工作人員，包括在國家機關中從事公務活動的國家公務員和其他依法履行公務職務的國家機關工作人員。

## Article 62

本法所稱的國家機關及其工作人員，包括在國家機關中從事公務活動的國家公務員和其他依法履行公務職務的國家機關工作人員。

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(2) 本法所稱的國家機關及其工作人員，包括在國家機關中從事公務活動的國家公務員和其他依法履行公務職務的國家機關工作人員。

(3) 本法所稱的國家機關及其工作人員，包括在國家機關中從事公務活動的國家公務員和其他依法履行公務職務的國家機關工作人員。



**Article 63**

At the meeting of the Board of Directors, the Board of Directors shall elect a Chairman of the Board of Directors, a Vice Chairman of the Board of Directors, and a Secretary of the Board of Directors.

- (1) The Chairman of the Board of Directors shall preside over the meetings of the Board of Directors and shall have the authority to sign the minutes of the meetings of the Board of Directors;
- (2) The Vice Chairman of the Board of Directors shall preside over the meetings of the Board of Directors in the absence of the Chairman of the Board of Directors, and shall have the authority to sign the minutes of the meetings of the Board of Directors; 30% of the Board of Directors shall elect a Vice Chairman of the Board of Directors;
- (3) The Secretary of the Board of Directors shall be responsible for the preparation and distribution of the minutes of the meetings of the Board of Directors, and shall have the authority to sign the minutes of the meetings of the Board of Directors; 30% of the Board of Directors shall elect a Secretary of the Board of Directors;
- (4) The Board of Directors shall elect a Chairman of the Board of Directors, a Vice Chairman of the Board of Directors, and a Secretary of the Board of Directors.

**Chapter 8 General Meeting**

**Section 1**

(11) A. . . . A. . . . A. . . . ;

(12) . . . . A. . . . 64. . . . A. . . . A. . . . ;

(13) . . . . 30% . . . . ;

(14) . . . . ;

(15) . . . . ;

(16) . . . . 3% . . . . ;

(17) . . . . A. . . . A. . . .

**Article 66**

. . . . ;

(1) A. . . . 50% . . . . ;

(2) A. . . . 30% . . . . ;

(3) . . . . 70% . . . . ;

(4) A. . . . 10% . . . . ;

(5) . . . . ;

(6) . . . . A. . . . A. . . .

. . . .

**Article 67**

E . . . .

**Article 68**

At any regular or special meeting of the Board of Directors, any director may propose a resolution, which shall be referred to the Board of Directors for its consideration and action. A resolution shall be adopted by a majority of the Board of Directors.

**Article 69**

The Board of Directors may, from time to time, and at any regular or special meeting, pass resolutions, which shall be referred to the Board of Directors for its consideration and action:

- (1) To amend the Articles of Incorporation, the Articles of Amendment, the Bylaws, or the Certificate of Incorporation; and
- (2) To purchase, lease, sell, convey, mortgage, or otherwise dispose of real or personal property, or to incur any liability, which in the judgment of the Board of Directors is in the best interests of the Corporation; and
- (3) To pay dividends or other distributions of assets to the stockholders, not exceeding 10% of the assets of the Corporation, as determined by the Board of Directors; and
- (4) To borrow money, to issue bonds, or to incur any other financial obligations; and
- (5) To enter into any contract, agreement, or arrangement; and
- (6) To do any act, to incur any liability, or to take any action, which in the judgment of the Board of Directors is in the best interests of the Corporation.

**Article 70**

The Board of Directors may, from time to time, and at any regular or special meeting, pass resolutions, which shall be referred to the Board of Directors for its consideration and action:

At any regular or special meeting of the Board of Directors, any director may propose a resolution, which shall be referred to the Board of Directors for its consideration and action. A resolution shall be adopted by a majority of the Board of Directors.

**Section 2 Proposing and Convening of General Meeting**

**Article 71**

At any regular or special meeting of the Board of Directors, any director may propose a resolution, which shall be referred to the Board of Directors for its consideration and action. A resolution shall be adopted by a majority of the Board of Directors.

At any regular or special meeting of the Board of Directors, any director may propose a resolution, which shall be referred to the Board of Directors for its consideration and action. A resolution shall be adopted by a majority of the Board of Directors.

**Article 72**

... A. A. ... 10

... 5 A.

... 10

**Article 73**

... 10% ( ... )

(1) ... A. A. ... 10

(2) ... 5 A.

(3) ... 10 10%

(4) ... 5 A.

(5) ... 10% ... 90 ... 10% ... ( )

**Article 74**

... 20% of the total number of shares held by the shareholder, the shareholder shall have the right to propose and elect or re-elect one or more directors or supervisors. ... A ... ( )

**Section 3 Proposals and Notices of General Meeting**

**Article 75**

... A ... A ...

**Article 76**

... 3% ...

... 3% ... 10 ... 2 ...

E ...

... A ... 73 ...

**Article 77**

... 20 ... 15 ... 10 ... ( ) ... A ... A ...

...





1. 2019年12月31日，甲公司应付账款余额为1000万元，坏账准备余额为100万元。

(1) 2020年1月1日，甲公司坏账准备余额为100万元。

(2) 2020年1月1日，甲公司坏账准备余额为100万元。

(3) 2020年1月1日，甲公司坏账准备余额为100万元。2020年12月31日，甲公司坏账准备余额为100万元。

#### Article 84

A. 2020年1月1日，甲公司坏账准备余额为100万元。2020年12月31日，甲公司坏账准备余额为100万元。

B. 2020年1月1日，甲公司坏账准备余额为100万元。2020年12月31日，甲公司坏账准备余额为100万元。

#### Article 85

2020年12月31日，甲公司坏账准备余额为100万元。2020年12月31日，甲公司坏账准备余额为100万元。

2020年12月31日，甲公司坏账准备余额为100万元。2020年12月31日，甲公司坏账准备余额为100万元。

(1) 2020年12月31日，甲公司坏账准备余额为100万元。

(2) 2020年12月31日，甲公司坏账准备余额为100万元。

(3) 2020年12月31日，甲公司坏账准备余额为100万元。

(4) 2020年12月31日，甲公司坏账准备余额为100万元。

(5) 2020年12月31日，甲公司坏账准备余额为100万元。

(6) 2020年12月31日，甲公司坏账准备余额为100万元。

(7) 2020年12月31日，甲公司坏账准备余额为100万元。





**Article 91**

1. The Commission shall be composed of a President and seven members, who shall be appointed by the Council, acting by a qualified majority, on the proposal of the President of the Council, after consulting the Parliament and the High Authority.

**Article 92**

1. The Commission shall be assisted by an Economic and Financial Committee, which shall be composed of representatives of the Governments of the Member States, and of the High Authority, and of independent members. The Committee shall be consulted by the Commission on all matters relating to the operation of the common market.

2. The Commission shall also be assisted by a Committee of the Regions, which shall be composed of representatives of the local authorities of the Member States, and of the High Authority, and of independent members. The Committee shall be consulted by the Commission on all matters relating to the operation of the common market.

3. The Commission shall also be assisted by a Committee of the Regions, which shall be composed of representatives of the local authorities of the Member States, and of the High Authority, and of independent members. The Committee shall be consulted by the Commission on all matters relating to the operation of the common market.

4. The Commission shall also be assisted by a Committee of the Regions, which shall be composed of representatives of the local authorities of the Member States, and of the High Authority, and of independent members. The Committee shall be consulted by the Commission on all matters relating to the operation of the common market.

5. The Commission shall also be assisted by a Committee of the Regions, which shall be composed of representatives of the local authorities of the Member States, and of the High Authority, and of independent members. The Committee shall be consulted by the Commission on all matters relating to the operation of the common market.

**Article 93**

1. The Commission shall be assisted by an Economic and Financial Committee, which shall be composed of representatives of the Governments of the Member States, and of the High Authority, and of independent members. The Committee shall be consulted by the Commission on all matters relating to the operation of the common market.

2. The Commission shall also be assisted by a Committee of the Regions, which shall be composed of representatives of the local authorities of the Member States, and of the High Authority, and of independent members. The Committee shall be consulted by the Commission on all matters relating to the operation of the common market.

**Article 94**

1. The Commission shall be assisted by an Economic and Financial Committee, which shall be composed of representatives of the Governments of the Member States, and of the High Authority, and of independent members. The Committee shall be consulted by the Commission on all matters relating to the operation of the common market.

**Article 95**

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**Article 96**

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**Article 97**

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- (1) ...;
- (2) ...;
- (3) ... ( ... ) ... ( ... ) ...;
- (4) ...;
- (5) ...;
- (6) ...;
- (7) ... A ... A ...

**Article 98**

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**Article 99**

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**Section 5 Voting and Resolutions at General Meetings**

**Article 100**

At any general meeting, the Chairman of the meeting shall have power to suspend the meeting if he is satisfied that it is necessary to do so in the interests of the Company or for the purpose of enabling business to be transacted more conveniently. If the Chairman is absent from a meeting, the power shall devolve on the person acting as Chairman of the meeting.

**Article 101**

At any general meeting, the Chairman of the meeting shall have power to adjourn the meeting from time to time and from place to place, and to do so on such terms as to business to be transacted at the adjourned meeting as he may think fit. If the Chairman is absent from a meeting, the power shall devolve on the person acting as Chairman of the meeting.

Any business which is transacted at an adjourned meeting shall be deemed to have been transacted at the meeting at which the adjournment took place, provided that the Chairman of the meeting at which the business was transacted certifies that the business was transacted at the adjourned meeting.

At any general meeting, the Chairman of the meeting shall have power to suspend the meeting if he is satisfied that it is necessary to do so in the interests of the Company or for the purpose of enabling business to be transacted more conveniently. If the Chairman is absent from a meeting, the power shall devolve on the person acting as Chairman of the meeting.

At any general meeting, the Chairman of the meeting shall have power to suspend the meeting if he is satisfied that it is necessary to do so in the interests of the Company or for the purpose of enabling business to be transacted more conveniently. If the Chairman is absent from a meeting, the power shall devolve on the person acting as Chairman of the meeting.

**Article 102**

At any general meeting, the Chairman of the meeting shall have power to suspend the meeting if he is satisfied that it is necessary to do so in the interests of the Company or for the purpose of enabling business to be transacted more conveniently. If the Chairman is absent from a meeting, the power shall devolve on the person acting as Chairman of the meeting.

**Article 103**

At any general meeting, the Chairman of the meeting shall have power to suspend the meeting if he is satisfied that it is necessary to do so in the interests of the Company or for the purpose of enabling business to be transacted more conveniently. If the Chairman is absent from a meeting, the power shall devolve on the person acting as Chairman of the meeting.

**Article 104**

At any general meeting, the Chairman of the meeting shall have power to suspend the meeting if he is satisfied that it is necessary to do so in the interests of the Company or for the purpose of enabling business to be transacted more conveniently. If the Chairman is absent from a meeting, the power shall devolve on the person acting as Chairman of the meeting.

**Article 105**

A. ... (1), (2), (3), (4), (5), (6), (10), (12), (14) ... (17) A. ... 63 ... A. ... A. ...

**Article 106**

A. ... (7), (8), (9), (11), (13) ... (15) A. ... 63 ... A. ... A. ... (16) ...

**Article 107**

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**Article 108**

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**Article 109**

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**Article 110**

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9. ...
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11. ...
12. ...

**Article 114**

... (2), (8), (11), (12) . A. 113, ...

... 32 ...

**Article 116**

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... A. 77 ... A. ...  
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**Article 117**

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... A. ... A. ...  
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**Article 118**

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- (1) ...  
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- (2) ...  
... 15 ...
- (3) ...  
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... (C).





**Article 121**

(C) ...

(C) ...

**Article 125**

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**Article 126**

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**Article 127**

A ... 2 ...

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**Article 128**

... A ... A ...

**Article 129**

Article 129 of the Charter of the Corporation shall be amended to read as follows:

**Article 130**

Article 130 of the Charter of the Corporation shall be amended to read as follows:

**Section 2 Independent Directors**

**Article 131**

Article 131 of the Charter of the Corporation shall be amended to read as follows:

Article 131 of the Charter of the Corporation shall be amended to read as follows:

**Article 132**

Article 132 of the Charter of the Corporation shall be amended to read as follows:

Article 132 of the Charter of the Corporation shall be amended to read as follows:

**Article 133**

Article 133 of the Charter of the Corporation shall be amended to read as follows:

**Article 134**

Article 134 of the Charter of the Corporation shall be amended to read as follows:

**Article 135**

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**Section 3 Board of Directors**

**Article 136**

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**Article 137**

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**Article 138**

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- (2) \_\_\_\_\_;
- (3) \_\_\_\_\_;
- (4) \_\_\_\_\_;
- (5) \_\_\_\_\_;
- (6) \_\_\_\_\_;
- (7) \_\_\_\_\_;
- (8) \_\_\_\_\_;
- (9) \_\_\_\_\_;

- (10)  $\int_0^1 \frac{1}{x^2} dx$  的值为  $-\frac{1}{x} \Big|_0^1 = -1 - (-\infty) = \infty$ ;
- (11)  $\int_0^1 \frac{1}{x^2} dx$  的值为  $-\frac{1}{x} \Big|_0^1 = -1 - (-\infty) = \infty$ ;
- (12)  $\int_0^1 \frac{1}{x^2} dx$  的值为  $-\frac{1}{x} \Big|_0^1 = -1 - (-\infty) = \infty$ ;
- (13)  $\int_0^1 \frac{1}{x^2} dx$  的值为  $-\frac{1}{x} \Big|_0^1 = -1 - (-\infty) = \infty$ ;
- (14)  $\int_0^1 \frac{1}{x^2} dx$  的值为  $-\frac{1}{x} \Big|_0^1 = -1 - (-\infty) = \infty$ ;
- (15)  $\int_0^1 \frac{1}{x^2} dx$  的值为  $-\frac{1}{x} \Big|_0^1 = -1 - (-\infty) = \infty$ ;
- (16)  $\int_0^1 \frac{1}{x^2} dx$  的值为  $-\frac{1}{x} \Big|_0^1 = -1 - (-\infty) = \infty$ ;
- (17)  $\int_0^1 \frac{1}{x^2} dx$  的值为  $-\frac{1}{x} \Big|_0^1 = -1 - (-\infty) = \infty$ ;
- (18)  $\int_0^1 \frac{1}{x^2} dx$  的值为  $-\frac{1}{x} \Big|_0^1 = -1 - (-\infty) = \infty$ ;
- (19)  $\int_0^1 \frac{1}{x^2} dx$  的值为  $-\frac{1}{x} \Big|_0^1 = -1 - (-\infty) = \infty$ ;



**Article 141**

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... A ...

**Article 142**

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- (2) ...
- (3) ...
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- (7) ...
- (8) ...
- (9) ...
- (10) ...
- (11) ... A ... A ...



**Article 143**

Article 143 text (faint, illegible)

**Article 144**

Article 144 text (faint, illegible)

Article 144 text (faint, illegible)

Article 144 text (faint, illegible)

**Article 145**

Article 145 text (faint, illegible)

Article 145 text (faint, illegible)

**Article 146**

Article 146 text (faint, illegible)

- (1) ...
- (2) ...
- (3) ...
- (4) ...
- (5) ...

## Article 147

1. The Commission shall be composed of 18 members, 12 of whom shall be appointed by the Council and 6 by the Parliament. The Council and the Parliament shall act by a qualified majority. The Council shall appoint and dismiss the President and the Vice-President of the Commission. The President and the Vice-President shall be appointed for a term of five years and may be reappointed for a second term. The President shall be elected from among the members of the Commission. The President shall be assisted by a Vice-President. The President and the Vice-President shall be assisted by a number of Commissioners not exceeding 12. The President and the Vice-President shall be assisted by a number of Commissioners not exceeding 12. The President and the Vice-President shall be assisted by a number of Commissioners not exceeding 12.

## Article 148

1. The Commission shall be responsible to the Parliament. The Commission shall be assisted by a number of Commissioners not exceeding 12. The President and the Vice-President shall be assisted by a number of Commissioners not exceeding 12.

2. The Commission shall be assisted by a number of Commissioners not exceeding 12. The President and the Vice-President shall be assisted by a number of Commissioners not exceeding 12.

3. The Commission shall be assisted by a number of Commissioners not exceeding 12. The President and the Vice-President shall be assisted by a number of Commissioners not exceeding 12.

## Article 149

1. The Commission shall be assisted by a number of Commissioners not exceeding 12. The President and the Vice-President shall be assisted by a number of Commissioners not exceeding 12.

2. The Commission shall be assisted by a number of Commissioners not exceeding 12. The President and the Vice-President shall be assisted by a number of Commissioners not exceeding 12.

## Article 150

1. The Commission shall be assisted by a number of Commissioners not exceeding 12. The President and the Vice-President shall be assisted by a number of Commissioners not exceeding 12.

## Article 151

1. The Commission shall be assisted by a number of Commissioners not exceeding 12. The President and the Vice-President shall be assisted by a number of Commissioners not exceeding 12.

## Article 152

The Board of Directors shall have the following powers:

(1) To manage the business of the Company and to exercise all such powers as may be conferred on it by the Articles of Association of the Company, subject to the control of the General Meeting of the Company;

(2) To cause to be prepared and to have audited accounts of the Company in accordance with the provisions of the Companies Act, 1956, and to cause to be filed the same in accordance with the provisions of the Companies Act, 1956.

## Article 153

The Board of Directors shall have the following powers:

- (1) To manage the business of the Company and to exercise all such powers as may be conferred on it by the Articles of Association of the Company, subject to the control of the General Meeting of the Company;
- (2) To cause to be prepared and to have audited accounts of the Company in accordance with the provisions of the Companies Act, 1956, and to cause to be filed the same in accordance with the provisions of the Companies Act, 1956;
- (3) To borrow money on behalf of the Company;
- (4) To invest the funds of the Company in such manner as may be determined by the Board of Directors;
- (5) To do all such other things as may be necessary or expedient for the purposes of the Company (including the business of the Company).

## Article 154

The Board of Directors shall have the following powers:

## Chapter 12 Secretary to the Board of Directors

### Article 155

(1) The Board of Directors shall have the following powers:

### Article 156

The Board of Directors shall have the following powers:





**Article 160**

১৬০। কোনও ব্যক্তি যদি কোনও পুঁজি বা অর্থের ব্যবহার করে অন্য কোনও ব্যক্তিকে কোনও পুঁজি বা অর্থের ব্যবহারের সুযোগ প্রদান করে, তবে সে ব্যক্তি নিম্নলিখিত ক্ষেত্রগুলিতে:

১৬১। (১) কোনও ব্যক্তি যদি কোনও পুঁজি বা অর্থের ব্যবহার করে অন্য কোনও ব্যক্তিকে কোনও পুঁজি বা অর্থের ব্যবহারের সুযোগ প্রদান করে, তবে সে ব্যক্তি নিম্নলিখিত ক্ষেত্রগুলিতে:

A. ...

**Article 161**

১৬১। (১) কোনও ব্যক্তি যদি কোনও পুঁজি বা অর্থের ব্যবহার করে অন্য কোনও ব্যক্তিকে কোনও পুঁজি বা অর্থের ব্যবহারের সুযোগ প্রদান করে, তবে সে ব্যক্তি নিম্নলিখিত ক্ষেত্রগুলিতে:

- (1) ...
- (2) ...
- (3) ...
- (4) ...
- (5) ...
- (6) ...
- (7) ...
- (8) ...
- (9) ...
- (10) ...

১৬২। ...

**Article 162**

১৬২। ...

**Article 163**

The General Council shall have the following powers:

(a) to elect and remove the members of the Council;

(1) to elect and remove the members of the Council;

(2) to elect and remove the members of the Council;

(3) to elect and remove the members of the Council;

(4) to elect and remove the members of the Council.

**Article 164**

The General Council shall have the following powers:

**Chapter 14 General Counsel**

**Article 165**

The General Council shall have the following powers:

The General Council shall have the following powers:

**Article 166**

The General Council shall have the following powers:

## Chapter 15 Board of Supervisors

### Section 1 Supervisors

#### Article 167

The Board of Supervisors shall have the honor of the State of California and shall be known as the Board of Supervisors of the State of California.

#### Article 168

Article 168

#### Article 169

Article 169

#### Article 170

Article 170

#### Article 171

Article 171

#### Article 172

Article 172

#### Article 173

Article 173

Article 173

### Section 2 Board of supervisors

#### Article 174

Article 174



**Article 175**

1. The Commission shall, in accordance with Article 170(3), submit to the Council a report on the progress made in the implementation of the Convention.

2. The Commission shall also submit to the Council a report on the progress made in the implementation of the Convention in accordance with Article 170(3).

**Article 176**

1. The Commission shall, in accordance with Article 170(3), submit to the Council a report on the progress made in the implementation of the Convention.

**Article 177**

1. The Commission shall, in accordance with Article 170(3), submit to the Council a report on the progress made in the implementation of the Convention.

1. The Commission shall, in accordance with Article 170(3), submit to the Council a report on the progress made in the implementation of the Convention.
2. The Commission shall also submit to the Council a report on the progress made in the implementation of the Convention in accordance with Article 170(3).
3. The Commission shall, in accordance with Article 170(3), submit to the Council a report on the progress made in the implementation of the Convention.
4. The Commission shall, in accordance with Article 170(3), submit to the Council a report on the progress made in the implementation of the Convention.
5. The Commission shall, in accordance with Article 170(3), submit to the Council a report on the progress made in the implementation of the Convention.
6. The Commission shall, in accordance with Article 170(3), submit to the Council a report on the progress made in the implementation of the Convention.
7. The Commission shall, in accordance with Article 170(3), submit to the Council a report on the progress made in the implementation of the Convention.
8. The Commission shall, in accordance with Article 170(3), submit to the Council a report on the progress made in the implementation of the Convention.
9. The Commission shall, in accordance with Article 170(3), submit to the Council a report on the progress made in the implementation of the Convention.
10. The Commission shall, in accordance with Article 170(3), submit to the Council a report on the progress made in the implementation of the Convention.

**Article 178**

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A ...

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**Article 179**

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**Article 180**

A ...  
A ...

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**Article 181**

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**Article 182**

A ... 10 ...

A ...

- (1) ...;
- (2) ...;
- (3) ...

**Article 183**

1. The Board of Directors shall have the following powers and duties:

**Article 184**

1. The Board of Directors shall have the following powers and duties:

**Chapter 16 Qualifications and Obligations of the Company’s Directors, Supervisors and Other Senior Management**

**Article 185**

A. The following persons shall be eligible for election as directors:

1. Natural persons who have reached the age of 18 years and have full capacity for civil conduct;
2. Natural persons who have reached the age of 18 years and have full capacity for civil conduct, who are not under any of the following disqualifications: (5)
3. Natural persons who have reached the age of 18 years and have full capacity for civil conduct, who are not under any of the following disqualifications: (3)
4. Natural persons who have reached the age of 18 years and have full capacity for civil conduct, who are not under any of the following disqualifications: (3)
5. Natural persons who have reached the age of 18 years and have full capacity for civil conduct;
6. Natural persons who have reached the age of 18 years and have full capacity for civil conduct, who are not under any of the following disqualifications:
7. Natural persons who have reached the age of 18 years and have full capacity for civil conduct, who are not under any of the following disqualifications;
8. Natural persons who have reached the age of 18 years and have full capacity for civil conduct, who are not under any of the following disqualifications: (5)

9. ... ;

10. ... ;

### Article 186

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### Article 187

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1. ... ;

2. ... ;

3. ... ;

4. ... ;

### Article 188

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### Article 189

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1. ... ;

2. ... ;

3. ... ;

4.  $\int_0^1 \frac{1}{1+x^2} dx$  的值为  $\frac{\pi}{4}$ ;
  5.  $\int_0^1 x \cos x dx$  的值为  $\frac{1}{2}$ ;
  6.  $\int_0^1 x^2 \cos x dx$  的值为  $\frac{1}{2}$ ;
  7.  $\int_0^1 x^2 \sin x dx$  的值为  $-\frac{2}{3}$ ;
  8.  $\int_0^1 x^2 \cos x dx$  的值为  $\frac{1}{2}$ ;
  9.  $\int_0^1 x \cos x dx$  的值为  $\frac{1}{2}$ ;
  10.  $\int_0^1 x^2 \cos x dx$  的值为  $\frac{1}{2}$ ;
  11.  $\int_0^1 x^2 \sin x dx$  的值为  $-\frac{2}{3}$ ;
  12.  $\int_0^1 x \cos x dx$  的值为  $\frac{1}{2}$ ;
  13.  $\int_0^1 x^2 \cos x dx$  的值为  $\frac{1}{2}$ ;
  14.  $\int_0^1 x^2 \sin x dx$  的值为  $-\frac{2}{3}$ ;
- (1)  $\int_0^1 x \cos x dx$  的值为  $\frac{1}{2}$ ;
  - (2)  $\int_0^1 x^2 \cos x dx$  的值为  $\frac{1}{2}$ ;
  - (3)  $\int_0^1 x^2 \sin x dx$  的值为  $-\frac{2}{3}$ ;

设  $f(x) = \int_0^x \cos t dt$ ，则  $f(x)$  的值为  $\sin x$ 。

## Article 190

Each of the following persons is a **Connected Person** of a company:

1. any director of the company;
2. any person who is or has been a director of the company at any time during the period of 12 months immediately preceding the date of the transaction in question;
3. any person who is or has been a director of the company at any time during the period of 12 months immediately preceding the date of the transaction in question, (1) or (2);
4. any person who is or has been a director of the company at any time during the period of 12 months immediately preceding the date of the transaction in question, (1), (2) or (3);
5. any person who is or has been a director of the company at any time during the period of 12 months immediately preceding the date of the transaction in question, (4).

## Article 191

Each of the following persons is a **Connected Person** of a company:

## Article 192

Each of the following persons is a **Connected Person** of a company:

## Article 193

Each of the following persons is a **Connected Person** of a company:

Each of the following persons is a **Connected Person** of a company:



### Article 198

Article 196 is amended to read as follows:

1. The Commission shall have the following powers:
2. The Commission shall have the following powers:

### Article 199

Article 198 is amended to read as follows:

### Article 200

Article 199 is amended to read as follows:

1. The Commission shall have the following powers:
2. The Commission shall have the following powers:
3. The Commission shall have the following powers:
4. The Commission shall have the following powers:
5. The Commission shall have the following powers:
6. The Commission shall have the following powers:





**Article 203**

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**Chapter 17 Financial Accounting System and Distribution of Profits**

**Article 204**

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**Article 205**

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**Article 206**

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**Article 207**

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A. ... 21 ... 20 ... E ...

**Article 208**

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**Article 209**

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**Article 210**

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**Article 211**

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**Article 212**

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2. ...

**Article 213**

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A ...

A ... A ...

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**Article 214**

1. The State shall ensure that the minimum wage is not less than the minimum wage fixed by the Government of India for the corresponding industry or profession, occupation or employment.

2. The State shall ensure that the minimum wage is not less than 25% of the minimum wage fixed by the Government of India for the corresponding industry or profession, occupation or employment.

**Article 215**

1. The State shall ensure that the minimum wage is not less than the minimum wage fixed by the Government of India (Article 214):

1. ...;

2. ...

A. ...

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**Article 216**

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**Article 217**

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E. ...

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... 3. ... 12 ...

(1) ... 3 ... 12 ...

(2) ... 12 ... E ...

**Article 218**

A ... 2 ...

**Article 219**

... ..

**Chapter 18 Appointment of an Accounting Firm**

**Article 220**

... ..

**Article 221**

... ..

**Article 222**

A ... ..  
1. ... ..









## Section 2 Dissolution and Liquidation

### Article 232

- (1) A corporation shall be dissolved if:
- (1) A majority of its shareholders, as determined by the articles of incorporation, have agreed to dissolve the corporation;
  - (2) its charter period has expired;
  - (3) a majority of its shareholders, as determined by the articles of incorporation, have agreed to liquidate the corporation;
  - (4) a majority of its shareholders, as determined by the articles of incorporation, have agreed to convert the corporation into another legal entity;
  - (5) a majority of its shareholders, as determined by the articles of incorporation, have agreed to merge with another corporation;
  - (6) a majority of its shareholders, as determined by the articles of incorporation, have agreed to dissolve the corporation and the corporation has failed to file a certificate of dissolution with the Secretary of State within the time specified in the articles of incorporation.

### Article 233

- (1) A corporation shall be dissolved if:
- (1) A majority of its shareholders, as determined by the articles of incorporation, have agreed to dissolve the corporation;
  - (2) its charter period has expired;
  - (3) a majority of its shareholders, as determined by the articles of incorporation, have agreed to liquidate the corporation;
  - (4) a majority of its shareholders, as determined by the articles of incorporation, have agreed to convert the corporation into another legal entity;
  - (5) a majority of its shareholders, as determined by the articles of incorporation, have agreed to merge with another corporation;
  - (6) a majority of its shareholders, as determined by the articles of incorporation, have agreed to dissolve the corporation and the corporation has failed to file a certificate of dissolution with the Secretary of State within the time specified in the articles of incorporation.

### Article 234

- (1) A corporation shall be dissolved if:
- (1) A majority of its shareholders, as determined by the articles of incorporation, have agreed to dissolve the corporation;
  - (2) its charter period has expired;
  - (3) a majority of its shareholders, as determined by the articles of incorporation, have agreed to liquidate the corporation;
  - (4) a majority of its shareholders, as determined by the articles of incorporation, have agreed to convert the corporation into another legal entity;
  - (5) a majority of its shareholders, as determined by the articles of incorporation, have agreed to merge with another corporation;
  - (6) a majority of its shareholders, as determined by the articles of incorporation, have agreed to dissolve the corporation and the corporation has failed to file a certificate of dissolution with the Secretary of State within the time specified in the articles of incorporation.

**Article 235**

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... E ... 45

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**Article 236**

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- (1) ...;
- (2) ...;
- (3) ...;
- (4) ...;
- (5) ...;
- (6) ...;
- (7) ...;

**Article 237**

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## Chapter 22 Settlement of Disputes

### Article 250

- (1) ...
- (2) ...
- (3) ... (1) ...
- (4) ...

## Chapter 23 Supplementary Articles

### Article 251

#### Definition

- (1) A... A... (2) A... (3) A...

### Article 252

A... A... A...

### Article 253

A... A... A...

### Article 254

A... A... A...

### Article 255

A... A... A...