## BOARD OF DIRECTORS

Our Board currently consists of seven (7) Directors, including two (2) executive Directors, two (2) non-executive Directors and three (3) independent non-executive Directors. Our Board is responsible for, and has the general authority for, the management and operation of our Company. Our Company [has entered] into a director service contract with each of the Directors.

### Directors

The following table sets out the key information regarding our Directors:

| Name | Age | Position(s) | Date of joining our Group | Date of appointment as Director | Roles and responsibilities | Relationship with other Director(s) and/or senior management |
|---|---|---|---|---|---|---|
| Mr. Liu Canquan (劉燦權) ("**Mr. CQ Liu**") . | 67 | Executive Director and chief executive officer | October 1994 | 28 August 2024 | Overall strategic planning and business direction of our Group | Younger brother of Mr. RQ Liu and father of Mr. WJ Liu |
| Mr. Liu Weijian (劉偉健) ("**Mr. WJ Liu**") . | 33 | Executive Director | June 2016 | 28 August 2024 | Overall strategic planning and business direction, and technical development and planning of our Group | Son of Mr. CQ Liu and nephew of Mr. RQ Liu |
| Mr. Liu Ruquan (劉汝權) ("**Mr. RQ Liu**") . | 79 | Non-executive Director and chairman of our Board | October 1994 | 28 August 2024 | Providing professional advice to our Board | Elder brother of Mr. CQ Liu and uncle of Mr. WJ Liu |
| Ms. Li Ruyan (李乳燕). . . . . . | 52 | Non-executive Director | January 2004 | 28 August 2024 | Providing professional advice to our Board | Nil |
| Mr. Chan Chi Hang (陳志恒) . . . . . | 48 | Independent non-executive Director | [•] | [•] | Supervising and providing independent judgement to our Board | Nil |
| Mr. Jian Zhentao (簡振濤). . . . . . | 42 | Independent non-executive Director | [•] | [•] | Supervising and providing independent judgement to our Board | Nil |
| Mr. Xue Yanguang (薛延光). . . . . . | 48 | Independent non-executive Director | [•] | [•] | Supervising and providing independent judgement to our Board | Nil |

## Executive Directors

**Mr. CQ Liu (劉燦權)**, aged 67, is an executive Director, the chief executive officer of our Company and a member of the Remuneration Committee. He is also one of our Controlling Shareholders. Mr. CQ Liu was appointed as a Director on 28 August 2024 and was re-designated and appointed as an executive Director and the chief executive officer of our Company on 19 October 2024. Mr. CQ Liu has 31 years of experience in the construction industry. Mr. CQ Liu joined our Group as a general manager of Shenzhen Yueyuan in October 1994. Mr. CQ Liu also serves as a director of Yueyuan Holdings (BVI), Strength Corporation, Yueyuan Construction (HK), Yueyuan Holdings (SZ), Shenglong Enterprise Management, Shenglong Holdings and Shenzhen Yueyuan. Mr. CQ Liu is responsible for overall strategic planning and business direction of our Group.

Mr. CQ Liu is Mr. RQ Liu's younger brother and Mr. WJ Liu's father.

Mr. CQ Liu completed a professional programme in construction engineering at Southwest Petroleum College* (西南石油學院) (currently known as Southwest Petroleum University (西南石油大學)) in July 1979. Mr. CQ Liu obtained a senior engineer qualification awarded by the Ministry of Personnel of the PRC (中華人民共和國人事部) in April 1989 and was qualified as a senior researcher by China Construction Machinery Building Door, Window and Curtain Wall Design Institute* (建設部中建機建築門窗幕牆設計研究所) and China Construction Machinery Door, Window and Curtain Wall Design Expert Group Committee of the Ministry of Construction* (建設部中建機門窗幕牆設計專家組委員會) in August 2007.

Mr. CQ Liu was a director, supervisor and/or a member of the senior management of the following companies, at the time or within 12 months from the time of their dissolution/revocation. The relevant details are as follows:

| Name of Enterprise | Place of Incorporation | Nature of Business | Status | Date of Dissolution/ Revocation | Reason for Dissolution /Revocation | Mr. CQ Liu's Position |
|---|---|---|---|---|---|---|
| Hongkong Yueyuan Construction Limited (香港粵源建設股份有限公司) . . . . . . . . . . . . . | Hong Kong | Investment holding | Deregistration | Dissolved on 20 May 2016 | No business was carried out | Director |
| Shenzhen Yuening Composite Material Decoration Co., Ltd.* (深圳市粵凝複合材料裝飾有限公司). . . . . . . . | PRC | Wholesale and retail of decorative products | Revoked | Revoked on 5 November 1998 | Cessation of business and failure to conduct annual inspection | Supervisor |
| Shenzhen Rixin Electronics Development Co., Ltd.* (深圳日信電子發展有限公司) . . . . . . . . . . . . | PRC | Production and sales of smart cards, magnetic cards and supporting equipment | Revoked | Revoked on 5 November 1998 | Cessation of business and failure to conduct annual inspection | Vice chairman |
| Yueyuan Century Limited (粵源世紀有限公司) . . . | Hong Kong | Investment holding | Deregistration | Dissolved on 16 October 2020 | No business was carried out | Director |

As confirmed by Mr. CQ Liu, to the best of his knowledge, the aforesaid companies were solvent and inactive at the time of their dissolution/revocation and that their dissolution/revocation was not a result of any fraudulence or misconduct on his part and that he has no outstanding liabilities or obligations arising from such dissolution/revocation.

**Mr. WJ Liu (劉偉健)**, aged 33, is our executive Director. Mr. WJ Liu joined Shenzhen Yueyuan in June 2016 as an R&D manager and was responsible for the overall management and promotion of R&D projects of our Group and solving technical issues encountered in our projects. Mr. WJ Liu was appointed as a Director on 28 August 2024 and was re-designated as an executive Director on 19 October 2024. Mr. WJ Liu has also served as a director of Shenzhen Yueyuan since January 2023. Mr. WJ Liu is responsible for overall strategic planning and business direction, and technical development and planning of our Group. Since February 2020, Mr. WJ Liu has served as a general manager of Youyan (Shenzhen) Technology Co. Ltd. (優鹽(深圳)科技有限責任公司), a company established in the PRC engaging in information technology consulting and development.

Mr. WJ Liu is Mr. CQ Liu's son and Mr. RQ Liu's nephew.

Mr. WJ Liu obtained a bachelor of arts degree in accounting and finance from the University of Durham in June 2015. He also obtained a master of science degree in accounting and finance from the University of Warwick in December 2016.

**Non-executive Directors**

**Mr. RQ Liu (劉汝權)**, aged 79, is our founder, the chairman of the Board, a non-executive Director and the chairman of the Nomination Committee. He is also one of our Controlling Shareholders. Mr. RQ Liu was appointed as a Director on 28 August 2024 and was re-designated and appointed as a non-executive Director and the chairman of the Board on 19 October 2024. Mr. RQ Liu has 31 years of experience in the construction industry. Mr. RQ Liu served as the chairman of Shenzhen Yueyuan from its inception until January 2023 and has remained a director of Shenzhen Yueyuan since then. He also serves as a director of Yueyuan Holdings (BVI), Yueyuan Construction (HK) and Shenzhen Yueyuan. Mr. RQ Liu is responsible for providing professional advice to our Board on the management of our Group's construction projects.

Mr. RQ Liu is Mr. CQ Liu's elder brother and Mr. WJ Liu's uncle.

Mr. RQ Liu obtained a senior engineer qualification awarded by the Ministry of Personnel of the PRC (中華人民共和國人事部) in June 1990.

Mr. RQ Liu was a director, supervisor and/or a member of the senior management of the following companies, at the time or within 12 months from the time of their dissolution/revocation. The relevant details are as follows:

| Name of Enterprise | Place of Incorporation | Nature of Business | Status | Date of Dissolution /Revocation | Reason for Dissolution /Revocation | Mr. RQ Liu's Position |
|---|---|---|---|---|---|---|
| Zhuhai Huiyin Investment Co., Ltd.* (珠海市匯銀投資有限公司) . . . . . . . . . . | PRC | Investment holding | Revoked | Revoked on 11 February 2002 | Cessation of business | Legal representative |

| Name of Enterprise | Place of Incorporation | Nature of Business | Status | Date of Dissolution /Revocation | Reason for Dissolution /Revocation | Mr. RQ Liu's Position |
|---|---|---|---|---|---|---|
| Shenzhen Yuening Composite Material Decoration Co., Ltd.* (深圳市粵凝複合材料裝飾有限公司) | PRC | Wholesale and retail of decorative products | Revoked | Revoked on 5 November 1998 | Cessation of business and failure to conduct annual inspection | Legal representative, chairman and general manager |
| Shenzhen Rixin Electronics Development Co., Ltd.* (深圳日信電子發展有限公司) | PRC | Production and sales of smart cards, magnetic cards and supporting equipment | Revoked | Revoked on 5 November 1998 | Cessation of business and failure to conduct annual inspection | Legal representative and chairman |
| Shenzhen Haoyuan Investment Co. Ltd.* (深圳市濠源投資有限公司) | PRC | Real estate development and operation | Deregistration | Dissolved on 31 May 2013 | Cessation of business | Supervisor |
| Shenzhen Medieval Holdings Co., Ltd.* (深圳中世紀控股有限公司) | PRC | Investment holding | Deregistration | Dissolved on 5 February 2021 | Cessation of business | Supervisor |

As confirmed by Mr. RQ Liu, to the best of his knowledge, the aforesaid companies were solvent and inactive at the time of their dissolution/revocation and that their dissolution/revocation was not a result of any fraudulence or misconduct on his part and that he has no outstanding liabilities or obligations arising from such dissolution/revocation.

**Ms. Li Ruyan (李乳燕)**, aged 52, is our non-executive Director. Ms. Li joined our Group in January 2004. Ms. Li was appointed as a Director on 28 August 2024 and was re-designated as a non-executive Director on 19 October 2024. Ms. Li has also served as a director of Shenzhen Yueyuan since July 2021. Ms. Li is responsible for providing professional advice to our Board on the safety aspects of our construction projects.

Ms. Li has been serving with our Group for over 22 years. She first joined our Group in January 2004 as a safety officer of Shenzhen Yueyuan, where she was responsible for the construction safety and compliance matters of our Group's projects. From July 2010 to July 2021, she was appointed as the finance manager of Shenzhen Yueyuan, where she was responsible for the day-to-day financial management of our Group. Since July 2021, Ms. Li has served as a director of Shenzhen Yueyuan, where she has been responsible for its general management.

Ms. Li graduated from Anhui Chinese Medicine College* (安徽中醫學院) (currently known as Anhui University of Chinese Medicine (安徽中醫藥大學)) in July 1994 with a major in Chinese medicine.

**Independent non-executive Directors**

**Mr. Chan Chi Hang (陳志恒) ("Mr. Chan")**, aged 48, was appointed as an independent non-executive Director of our Company on [•]. He is also the chairman of the Audit Committee and a member of the Remuneration Committee. Mr. Chan is primarily responsible for supervising and providing independent advice to our Board on the operation and management.

Mr. Chan has approximately 26 years of experience in accounting and corporate governance. From September 2000 to November 2014, Mr. Chan worked at Deloitte Touche Tohmatsu, where he last served as a senior manager. From November 2014 to July 2015, he served as a manager in investigation and compliance at the Financial Reporting Council, (now known as the Accounting and Financial Reporting Council). From December 2024 to March 2026, he served as an independent non-executive director of Boill Healthcare Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 1246). Since June 2018, Mr. Chan has been serving as an independent non-executive director of Sheng Tang Holdings Limited, a company listed on GEM of the Stock Exchange (stock code: 8305). Since August 2015, Mr. Chan has been serving as the company secretary, chief financial officer and process agent of AV Concept Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 595).

Mr. Chan obtained a bachelor's degree in commerce from the University of Otago in New Zealand in December 1999 and a master's degree in business administration from The Chinese University of Hong Kong in October 2025. Mr. Chan has been a member of the Hong Kong Institute of Certified Public Accountants since January 2004 and a member of the Association of Chartered Certified Accountants since December 2004.

**Mr. Jian Zhentao (簡振濤)**, aged 42, was appointed as an independent non-executive Director on [•]. He is also a member of each of the Audit Committee and the Nomination Committee. Mr. Jian is responsible for supervising and providing independent advice to our Board on the operation and management.

Mr. Jian has approximately 20 years of experience in the education industry. From August 2006 to July 2009, Mr. Jian was a teacher of Qingxin County Vocational and Technical School* (清新縣職業技術學校). Since September 2009, Mr. Jian has been teaching in Qingyuan Vocational and Technical School* (清遠市職業技術學校).

Mr. Jian obtained a bachelor's degree in administrative management from South China University of Technology through distance learning in July 2009. He also obtained a Guangdong Province Certificate of Occupational Title* (廣東省職稱證書) issued by Qingyuan Municipal Human Resources and Social Security Bureau* (清遠市人力資源和社會保障局) as a lecturer in automotive operations and maintenance in August 2023.

**Mr. Xue Yanguang (薛延光)**, aged 48, was appointed as an independent non-executive Director on [•]. He is also the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee. Mr. Xue is responsible for supervising and providing independent advice to our Board on the operation and management.

Mr. Xue has over 18 years of experience in the legal industry. From May 2003 to December 2015, Mr. Xue worked in the Qingyuan Intermediate People's Court, where he last served as an adjudicator and the vice president of the court. From May 2016 to May 2017, Mr. Xue served as a trainee lawyer at Guangdong Daguan Law Firm* (廣東大觀律師事務所). Since June 2021, Mr. Xue has been working as a lawyer in Guangdong Chaogang Law Firm* (廣東朝綱律師事務所).

Mr. Xue obtained a bachelor's degree in economic law from East China College of Political Science and Law (華東政法學院) (currently known as East China University of Political Science and Law (華東政法大學)) in July 2001. He was admitted as a lawyer in the PRC by Guangdong Provincial Department of Justice (廣東省司法廳) in September 2017.

Save as disclosed above, none of our Directors has held any directorship in public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the past three years immediately preceding the date of this document. Save as disclosed herein, to the best of the knowledge, information and belief of our Directors having made all reasonable inquiries, there are no other matters with respect to the appointment of our Directors that need to be brought to the attention of our Shareholders and there is no information relating to our Directors that is required to be disclosed pursuant to Rule 17.50(2)(a) to (v) of the GEM Listing Rules.

## SENIOR MANAGEMENT

The following table sets out the key information regarding the members of the senior management of our Group:

| Name | Age | Position(s) | Date of joining our Group | Roles and responsibilities | Relationship with other Director(s) and/or senior management |
|---|---|---|---|---|---|
| Mr. CQ Liu | 67 | Executive Director and chief executive officer | October 1994 | Overall strategic planning and business direction of our Group | Younger brother of Mr. RQ Liu and father of Mr. WJ Liu |
| Mr. Wang Yanjun (王言軍) | 53 | Engineering director and deputy general manager | March 1996 (left in February 2004 and rejoined in September 2013) | Overseeing engineering-related matters of our Group | Nil |
| Ms. Lu Suping (盧素萍) | 60 | Financial director | April 2001 | Overseeing the overall financial reporting and financial management of our Group | Nil |

For biographical details of Mr. CQ Liu, please refer to the paragraph headed "Board of Directors — Executive Directors" above in this section.

**Mr. Wang Yanjun (王言軍)**, aged 53, is our engineering director. He is responsible for overseeing engineering-related matters of our Group.

Mr. Wang has approximately 19 years of experience in the curtain wall industry. Mr. Wang joined our Group in March 1996. He served as a project officer of Shenzhen Yueyuan from March 1996 to February 2004, where he was responsible for monitoring the progress of construction projects. He left our Group in February 2004 and rejoined as a project manager in September 2013. He was then promoted to engineering director and deputy general manager in July 2019, in which capacity he has since been responsible for project supervision and decision making across our Group.

Mr. Wang graduated from Nanchang Vocational College* (南昌高等專科學校) with a major in housing construction engineering in July 1992. He obtained a Guangdong Province Certificate of Occupational Title* (廣東省職稱證書) issued by the Shenzhen Municipal Human Resources and Social Security Bureau (深圳市人力資源和社會保障局) as an assistant engineer in curtain wall construction in July 2022.

**Ms. Lu Suping (盧素萍)**, aged 60, is our financial director. She is responsible for overseeing the overall financial reporting and financial management of our Group.

Ms. Lu has over 25 years of experience in the accounting and auditing industry. Ms. Lu joined our Group in April 2001 as the head of the accounting department of Shenzhen Yueyuan. Since April 2003, she has been serving as financial director of Shenzhen Yueyuan, where she has been responsible for the overall management of financial affairs.

Ms. Lu obtained a professional certificate in corporate finance from Jiangxi Province Financial Accounting School* (江西省財務會計學校) (currently known as Jiangxi Vocational College of Finance & Economics (江西財經職業學院)) in July 1983. Ms. Lu obtained a professional certificate in pricing studies from Jiangxi College of Finance and Economics* (江西財經學院) (currently known as Jiangxi University of Finance and Economics (江西財經大學)) in December 1989. She was qualified as an accountant by the Ministry of Finance of the PRC (中華人民共和國財政部) in December 1992.

## COMPANY SECRETARY

**Mr. Leung Hoi Ki (梁海祺)**, aged 36, was appointed as our company secretary on [•]. He is primarily responsible for the company secretarial matters of our Group. Mr. Leung received a bachelor of business administration degree in Accountancy from the Hong Kong Polytechnic University in October 2011. Mr. Leung was admitted as a member of the Hong Kong Institute of Certified Public Accountants in March 2015. He has over 13 years of accounting experience. From September 2011 to May 2014, he was employed by BDO Limited, with his last position being a senior associate of the Assurance Department. From June 2014 to November 2014, Mr. Leung worked as a senior accountant in the assurance department of Ernst & Young. From December 2014 to January 2017, he was employed by KPMG with his last position being a manager. Mr. Leung has been the company secretary of Dragon Rise Group Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 6829), since March 2017 and of Easy Smart Group Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 2442), since April 2023.

## BOARD COMMITTEES

Our Company has established the following committees within our Board: an audit committee, a remuneration committee and a nomination committee. The committees operate in accordance with the terms of reference established by our Board and Rules 5.28, 5.34 and 5.36A of the GEM Listing Rules.

### Audit Committee

Our Group has established an audit committee (the "**Audit Committee**") with written terms of reference in compliance with Rule 5.28 of the GEM Listing Rules and the Corporate Governance Code as set out in Appendix C1 to the GEM Listing Rules. The Audit Committee consists of three members, namely, Mr. Chan Chi Hang, Mr. Jian Zhentao and Mr. Xue Yanguang. Mr. Chan Chi Hang is the chairman of the Audit Committee and is an independent non-executive Director with the appropriate professional qualification.

The primary duties of the Audit Committee are to review and supervise our Company's financial reporting process, internal control and risk management systems of our Group, oversee the audit process and perform other duties and responsibilities as may be assigned by our Board.

### Remuneration Committee

Our Group has established a remuneration committee (the "**Remuneration Committee**") with written terms of reference in compliance with Rule 5.34 of the GEM Listing Rules and the Corporate Governance Code as set out in Appendix C1 to the GEM Listing Rules. The Remuneration Committee consists of three members, namely, Mr. Xue Yanguang, Mr. CQ Liu and Mr. Chan Chi Hang. Mr. Xue Yanguang is the chairman of the Remuneration Committee.

The primary duties of the Remuneration Committee include, but are not limited to, (i) establishing, reviewing and providing advice to our Board on our Company's policy and structure concerning remuneration of our Directors and senior management and on the establishment of a formal and transparent procedure for developing policies concerning such remuneration; (ii) determining the terms of the specific remuneration package of each Director and each member of senior management senior management; and (iii) reviewing and approving performance-based remuneration by reference to corporate goals and objectives resolved by our Directors from time to time.

### Nomination Committee

Our Group has established a nomination committee (the "**Nomination Committee**") with written terms of reference in compliance with Rule 5.36A of the GEM Listing Rules and the Corporate Governance Code as set out in Appendix C1 to the GEM Listing Rules. The Nomination Committee consists of three members, namely, Mr. RQ Liu, Mr. Jian Zhentao and Mr. Xue Yanguang. Mr. RQ Liu is the chairman of the Nomination Committee.

The primary duties of the Nomination Committee are to (i) review the structure, size and composition of our Board on a regular basis and make recommendations to our Board regarding any proposed changes to the composition of our Board; (ii) identify, select or make recommendations to our Board on the selection of individuals nominated for directorship, and ensure the diversity of our Board members; (iii) assess the independence of our independent non-executive Directors; and (iv) make recommendations to our Board on relevant matters relating to the appointment, reappointment and removal of our Directors and succession planning for our Directors.

## CONFIRMATION FROM OUR DIRECTORS

### Rule 5.02D of the GEM Listing Rules

Each of our Directors confirms that he/she (i) has obtained the legal advice referred to under Rule 5.02D of the GEM Listing Rules on 29 May 2026, and (ii) understands his/her obligations as a director of a listed issuer under the GEM Listing Rules.

### Rule 5.09 of the GEM Listing Rules

Each of our independent non-executive Directors has confirmed that (i) he/she is independent as regards each of the factors referred to in Rules 5.09(1) to (8) of the GEM Listing Rules, (ii) he/she has no past or present financial or other interest in the business of our Company or our subsidiaries or any connection with any core connected person of our Company under the GEM Listing Rules as of the Latest Practicable Date, and (iii) there are no other factors that may affect his/her independence at the time of his/her appointment.

**Rule 11.04 of the GEM Listing Rules**

As at the Latest Practicable Date, none of our Directors or their respective close associates was engaged in or had any interest in a business, apart from business of our Group, which competes or is likely to compete with our Group's business, whether directly or indirectly, or would otherwise require disclosure under Rule 11.04 of the GEM Listing Rules.

## CORPORATE GOVERNANCE

Our Company is committed to achieving high standards of corporate governance with a view to safeguarding the interests of our Shareholders. To accomplish this, our Company intends to comply with the code provisions set out in the Corporate Governance Code in Appendix C1 to the GEM Listing Rules after **[REDACTED]**.

Our Directors will review our corporate governance policies and compliance with the Corporate Governance Code each financial year and comply with the "comply or explain" principle in the corporate governance report which will be included in the annual reports of our Company upon **[REDACTED]**.

As at the Latest Practicable Date, to the best of the knowledge, information and belief of our Directors having made all reasonable enquiries, our Directors were not aware of any deviation from the code provisions of the Corporate Governance Code as set out in Appendix C1 to the GEM Listing Rules upon the completion of the **[REDACTED]**.

## BOARD DIVERSITY POLICY

Our Company will adopt a board diversity policy (the "**Board Diversity Policy**") upon **[REDACTED]**, which sets out its approach to achieve and maintain diversity on our Board in order to enhance the effectiveness of our Board. Our Company recognises and embraces the benefits of board diversity to enhance the quality of its performance and endeavours to ensure that our Board has appropriate balance and level of skills, experiences and perspectives required to support the execution of our business strategies. Our Company seeks to achieve Board diversity by selection of candidates for our Board through the consideration of a number of factors, including but not limited to gender, age, cultural and educational background, professional experience, skills, knowledge and length of service. Our Company will also take into consideration factors based on our own business model and specific needs from time to time in determining the optimum composition of our Board. All Board appointments will be based on meritocracy having due regard to the benefits of diversity on our Board. The ultimate decision will be based on merit and contribution that the selected candidates will bring to our Board.

Our Board comprises seven members, including two female Directors. Our Directors also have a balanced mix of knowledge and experience in the areas of strategic development, production, administration, finance and accounting. Our Company has three independent non-executive Directors with different industry backgrounds, representing over one-third of the members of our Board.

Our Company will review the objectives of the Board Diversity Policy from time to time to ensure their appropriateness and ascertain the progress made towards achieving those objectives. After **[REDACTED]**, the Nomination Committee will review the Board Diversity Policy and monitor its implementation. The Nomination Committee will report annually to our Shareholders in the corporate governance section of the annual report of our Company on the process adopted in relation to our Board appointments and the consideration given to the diversity on our Board.

## REMUNERATION POLICY

Our Directors and senior management receive compensation in the form of salaries, benefits in kind and discretionary bonus with reference to salaries paid by comparable companies, time commitment and the performance of our Group. Our Group regularly reviews and determines the remuneration and compensation package of our Directors and senior management reviews by reference to, among other things, market level of salaries paid by comparable companies, the respective responsibilities of our Directors and senior management and the performance of our Group.

After **[REDACTED]**, the Remuneration Committee will review and determine the remuneration and compensation packages of our Directors with reference to their responsibilities, workload and the time devoted to our Group and the performance of our Group.

## REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

An aggregate sum of approximately RMB440,000, RMB445,000 and RMB105,000 was paid to our Directors as remuneration for FY2024, FY2025 and 3M2026, respectively.

Under the arrangements currently in force, the aggregate amount of remuneration payable to our Directors for the year ending 31 December 2026 is estimated to be approximately RMB622,000 (including fees, salaries, contributions to pension schemes, discretionary bonuses, housing and other allowances and other benefits in kind).

An aggregate sum of approximately RMB1.3 million, RMB1.4 million and RMB0.3 million was paid to our Group's five highest paid individuals (excluding our Directors) as remuneration for FY2024, FY2025 and 3M2026, respectively.

During the Track Record Period, no remuneration was paid by our Company to, or receivable by, our Directors or our Group's five highest paid individuals as an inducement to join or upon joining our Company. No compensation was paid by our Company to, or receivable by, our Directors or our Group's five highest paid individuals for each of the years during the Track Record Period for the loss of any office in connection with the management of the affairs of any subsidiary of our Company.

There has been no arrangement under which a Director has waived or agreed to waive any emoluments in each of FY2024, FY2025 and 3M2026.

Save as disclosed above, no other payment has been made or is payable in respect of each of FY2024, FY2025 and 3M2026 by any member of our Group to any of our Directors.

Further information in respect of our Directors' remuneration as well as information on our Group's five highest paid individuals is set out in Note 12 to the Accountants' Report of our Group set out in Appendix I to this document.

## SHARE OPTION SCHEME

Our Group has conditionally adopted the Share Option Scheme, pursuant to which, among others, the directors and employees of our Group may be granted options to subscribe for Shares.

The principal terms of the Share Option Scheme are summarised in "Statutory and General Information — D. Share Option Scheme" in Appendix IV to this document.

## COMPLIANCE ADVISER

Our Company has agreed to appoint Patrons Capital Limited to be our Company's compliance adviser upon **[REDACTED]** on the Stock Exchange in compliance with Rule 6A.19 of the GEM Listing Rules. Our Company has entered into a compliance adviser's agreement with Patrons Capital Limited prior to the **[REDACTED]**, the material terms of which are as follows:

(a) the term of appointment of the compliance adviser will commence on the **[REDACTED]** of our Company and end on the date on which our Company distributes our annual report in respect of the financial results for the first full financial year commencing after the **[REDACTED]**, or until the agreement is terminated, whichever is earlier;

(b) the compliance adviser will provide our Company with certain services, including guidance and advice as to compliance with the requirements under the GEM Listing Rules and applicable laws, rules, codes and guidelines and advice on the continuing requirements under the GEM Listing Rules and applicable laws and regulations;

(c) our Company will consult with and, if necessary, seek advice from Patrons Capital Limited as our Company's compliance adviser in the following circumstances:

   (i) before the publication of any regulatory announcement, circular or financial report;

   (ii) where a transaction, which might be a notifiable or connected transaction, is contemplated including share issues and share repurchases;

   (iii) where our Company proposes to use the net **[REDACTED]** from the **[REDACTED]** in a manner different from that detailed in this document or where the business activities, developments or results of our Company deviate from any forecast, estimate, or other information in this document; and

   (iv) where the Stock Exchange makes any enquiry to our Company under Rule 17.11 of the GEM Listing Rules.

(d) the compliance adviser will serve as a channel of communication with the Stock Exchange.