

DIRECTORS AND SENIOR MANAGEMENT

BOARD OF DIRECTORS

Our Board consists of seven Directors, comprising three executive Directors, one non-executive Director and three independent non-executive Directors. Our Board is responsible, and has general authority, for the management and operation of our Group.

The following table sets forth the key information in respect of the members of our Board:

Executive 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. Fu Minggang (付明綱)	50	Founder, Executive Director, Chairman of the Board, Chief Executive Officer	6 March 2003	6 March 2003	Responsible for major decision-making, formulating and implementing business strategies and overseeing the overall operation of our Group	None
Mr. Xue Youdao (薛由道)	49	Founder, Executive Director, Head of the Consumer Products Department	1 January 2020	19 March 2020	Responsible for overall strategic planning and overall management of our Group	None
Mr. Zhao Qiguo (趙啟國)	48	Executive Director, Chief Financial Officer, Board Secretary	15 August 2005	28 June 2013	Responsible for major decision-making and overseeing our Group’s financial management, internal controls and corporate governance	None

Non-executive Director

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
Ms. Li Yanling (李延玲)	47	Non-executive Director	19 July 2026	19 July 2026	Providing legal advice and guidance to our Board on legal, regulatory and compliance matters	None

DIRECTORS AND SENIOR MANAGEMENT

Independent Non-executive 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. Gao Wen (高文)	56	Independent Non-executive Director	19 July 2026	19 July 2026	Providing independent advice to our Board	None
Mr. Lei Jianming (雷鑑銘)	51	Independent Non-executive Director	19 July 2026	19 July 2026	Providing independent advice to our Board	None
Mr. Yang Yuangui (楊遠貴)	38	Independent Non-executive Director	19 July 2026	19 July 2026	Providing independent advice to our Board	None

Executive Directors

Mr. Fu Minggang (付明鋼), aged 50, is our founder, executive Director, chairman of the Board and chief executive officer of our Group. He is primarily responsible for major decision-making, the formulation and implementation of business strategies and overseeing the overall operations of our Group, including serving as a director of our subsidiaries, namely Zhongshan Boantong, Shenzhen AiThinker and Luoyang Bocheng. Mr. Fu will serve as a member of our Remuneration Committee with effect from the [REDACTED].

Mr. Fu has over 20 years of experience in the wireless communication industry. Prior to founding our Group in March 2003, Mr. Fu served as a product manager at Shenzhen Huawei Technologies Co., Ltd.* (深圳市華為技術有限公司), a company principally engaged in the provision of information and communications infrastructure and smart terminal services, from August 1998 to November 1999. He subsequently served as the marketing director of Shenzhen Einolda Financial Information Co., Ltd.* (毅能達信用卡製造(深圳)有限公司, now known as 深圳毅能達金融資訊股份有限公司), a company principally engaged in the provision of services relating to smart card and smart terminal product, from December 2000 to March 2003.

Mr. Fu obtained a bachelor’s degree in electrical engineering from Dalian University of Technology (大連理工大學) in July 1998.

Mr. Xue Youdao (薛由道), aged 49, is our founder, executive Director and head of our consumer products department. He was appointed our Director in March 2020 and is primarily responsible for the overall strategic planning and management of our Group.

Mr. Xue has over 20 years of experience in the information infrastructure industry. He co-founded our Group with Mr. Fu in March 2003. From April 2003 to February 2015, he was responsible for the research and development of our wireless communication products. In February 2015, he ceased to be involved in the day-to-day operation of our Group. He subsequently rejoined our Company in January 2020, in connection with the organisational restructuring undertaken to support the business development of our Group, and assumed

DIRECTORS AND SENIOR MANAGEMENT

the position of the director of product delivery, being responsible for overseeing various functions of our Group including, among others, quality control, information technology and market development. Since September 2025, he has been serving as the head of our consumer products department, responsible for overseeing the operation strategy and performance of our ongoing R&D projects.

Prior to co-founding our Group, Mr. Xue served as an engineer of Shenzhen Huawei Technologies Co., Ltd.* (深圳市華為技術有限公司), a company principally engaged in the provision of information and communications infrastructure and smart terminal services, from January 1999 to May 2002, during which he was primarily responsible for the development of information technology products. He subsequently served as an engineer at Fujian Star-Net Communication Co., Ltd.* (福建實達網絡科技有限公司, now known as 福建星網銳捷通訊股份有限公司), a company principally engaged in the provision of services relating to digital solutions, from October 2002 to February 2003, during which he was primarily responsible for development of products relating to digital solutions. Between May 2015 and August 2019, Mr. Xue served as its director and general manager at Zhongshan Bowei Intelligent Technology Co., Ltd.* (中山伯維智能技術有限公司), a company principally engaged in the research and development of intelligent control systems. Since July 2017, Mr. Xue has served as a supervisor at Shenzhen Zhiledasheng Consulting Co., Ltd.* (深圳市至樂達生諮詢有限公司), a company principally engaged in the provision of information technology consulting services, where he is primarily responsible for supervising its operations.

Mr. Xue obtained a bachelor’s degree in electrical engineering from Dalian University of Technology (大連理工大學) in July 1998.

Mr. Zhao Qiguo (趙啟國), aged 48, is our executive Director, chief financial officer and Board secretary. Mr. Zhao first joined our Group in August 2005 as our chief financial officer, and he was appointed as our Director and Board secretary in June 2013. He is responsible for major decision-making and overseeing our Group’s financial management, internal controls and corporate governance. Mr. Zhao is also the director of certain subsidiaries of our Company, namely Sichuan Boantong and AiThinker Technology.

Mr. Zhao has over 20 years of experience in finance and accounting of the information infrastructure industry. Prior to joining our Group, Mr. Zhao was an accountant at Shenzhen Einolda Financial Information Co., Ltd.* (毅能達信用卡製造(深圳)有限公司, now known as 深圳毅能達金融信息股份有限公司), a company principally engaged in the provision of services relating to smart card and smart terminal products, from December 2000 to May 2004. He subsequently served as a finance manager at Shenzhen Coslight Communication Equipment Co., Ltd.* (深圳市中科典科技有限公司, now known as 深圳光宇通信設備有限公司), a company principally engaged in the production, development and sales of base station amplifiers and repeaters, from September 2004 to July 2005, during which he was primarily responsible for financial management. Since November 2014, Mr. Zhao has also served as a director at Shenzhen Decard Smart Card Tech Co., Ltd.* (深圳市德卡科技股份有限公司), a company principally engaged in the provision of services relating to smart terminal products.

Mr. Zhao obtained a bachelor’s degree in accounting from Xiamen University (廈門大學) in January 2005 through long distance learning and a master’s degree in senior executive business administration from Sun Yat-sen University (中山大學) in June 2018. Mr. Zhao has been certified as a non-practising member of the Chinese Institute of Certified Public Accountants (中國註冊會計師協會) and a tax agent (non-practising) from

DIRECTORS AND SENIOR MANAGEMENT

the China Certified Tax Agents Association (中國註冊稅務師協會) since February 2014 and September 2016, respectively. Since November 2016, he also holds a securities practitioner qualification from the Securities Association of China (中國證券業協會) and a fund practitioner qualification from the Asset Management Association of China (中國證券投資基金業協會).

Non-executive Director

Ms. Li Yanling (李延玲), aged 47, was appointed as our non-executive Director in July 2026, and being responsible for the provision of professional advice, opinion and guidance to our Board. Ms. Li will serve as a member of our Nomination Committee with effect from the [REDACTED].

Ms. Li has over 20 years of experience in the legal industry. Prior to joining our Group, Ms. Li served as a paralegal in the legal department of Shenzhen Tecface Modern Computer Co., Ltd.* (深圳市特發現代計算機有限公司, now known as 深圳市現代計算機有限公司), a company principally engaged in the provision of integrated services and products relating to information systems, from July 2005 to August 2007, during which she was responsible for assisting in its legal matters. After obtaining her practise certificate as a lawyer in the PRC in February 2007, she has been a practising lawyer at China Commercial (Guangdong) Law Firm* (廣東華商律師事務所) since November 2007.

Ms. Li obtained a bachelor’s degree in law from Peking University (北京大學) in June 2004 and a master’s degree in business administration from Sun Yat-sen University (中山大學) in June 2021.

Independent Non-executive Directors

Mr. Gao Wen (高文), aged 56, was appointed as our independent non-executive Director in July 2026, and being responsible for providing independent advice on operations and management to our Board. He has been serving as a member of our Audit Committee since July 2026, and will serve as the chairperson of our Remuneration Committee and a member of our Nomination Committee with effect from the [REDACTED].

Mr. Gao has over 30 years of experience in the information infrastructure industry. Prior to joining our Group, Mr. Gao worked at Shenzhen Jinbada Communication Equipment Co., Ltd.* (深圳市金八達通訊設備有限公司), a company principally engaged in the development, sales and maintenance of digital communication equipment, from July 1995 until July 1998, From August 1998 to May 2004, he worked at Liming Network Systems Co., Ltd.* (黎明網絡有限公司, now known as 深圳達實信息技術有限公司), a company principally engaged in the provision of services relating to securities electronic systems and smart buildings. He subsequently worked at Shenzhen Fujin Tianwei Technology Co., Ltd.* (深圳市富晉天維信息通訊技術有限公司), a company principally engaged in the development and sales of contactless smart card applications and systems, from June 2004 to February 2007. Mr. Gao then joined Shenzhen Huawei Information & Communication Technology Co., Ltd.* (深圳市華為技術有限公司), a company principally engaged in the provision of information and communications infrastructure and smart terminal services from April 2007 to March 2011. In 2014, Mr. Gao joined uCloudlink Group Inc., a NASDAQ-listed company (stock code: UCL) principally engaged in the provision of international mobile communication services as chief sales officer, and was subsequently appointed as its chief strategy officer in September 2020.

DIRECTORS AND SENIOR MANAGEMENT

Mr. Gao obtained both his bachelor’s degree in engineering (computer science and applications) and his master’s degree in engineering from Wuhan Technical University of Surveying and Mapping (武漢測繪科技大學) in June 1992 and June 1995, respectively.

Mr. Lei Jianming (雷鑑銘), aged 51, was appointed as our independent non-executive Director in July 2026, and being responsible for providing independent advice on long-term strategic investments to our Board. He has been serving as a member of our Audit Committee since July 2026 and will also serve as the chairperson of our Nomination Committee and a member of our Remuneration Committee effective from the [REDACTED].

Mr. Lei has over 20 years of industry and academic experience in the electronics and digital solutions industry. Prior to joining our Group, since December 2004, Mr. Lei has been a professor at the School of Integrated Circuits (集成電路學院) of Huazhong University of Science and Technology (華中科技大學) and, has served as its vice dean since April 2023. Apart from his academic career, he also served as independent director of Shen Zhen Fine Made Electronics Group Co., Ltd.* (富滿微電子集團股份有限公司), a company principally engaged in the design and sales of circuit chips and being listed on ChiNext of the Shenzhen Stock Exchange (stock code: 300671), from July 2015 to May 2021, during which he was primarily responsible for providing independent advice to its board of directors on long-term strategic investments. Mr. Lei subsequently served as an independent director of Wuhan Hi-Trusty Electronics Co., Ltd.* (武漢海創電子股份有限公司), a company principally engaged in the research and development and production of various electronic components, from August 2022 to July 2024, during which he was primarily responsible for providing independent advice to its board of directors on long-term strategic investments. In addition, Mr. Lei served as the deputy technology director of Innovic (Tianmen) Electronics Technology Co., Ltd.* (芯創(天門)電子科技有限公司), a company principally engaged in the production and sales of circuit chips, from July 2023 to June 2025, during which he was primarily responsible for the research and development of chips and related technologies.

Mr. Lei obtained his bachelor’s degree in microelectronics technology, his master’s degree in microelectronics and solid-state electronics and his doctoral degree in microelectronics and solid-state electronics from Huazhong University of Science and Technology (華中理工大學, now known as 華中科技大學) in June 1998, June 2001 and December 2004, respectively.

Mr. Yang Yuangui (楊遠貴), aged 38, was appointed our independent non-executive Director in July 2026, and being responsible for providing independent advice to our Board. He has been serving as the chairperson of our Audit Committee since July 2026.

Mr. Yang has over nine years of experience in finance and auditing. Since July 2017, Mr. Yang has served as the chief financial officer of Yizumi Holdings Co., Ltd. (伊之密股份有限公司), a company principally engaged in the design and manufacturing of specialised industrial equipment and being listed on ChiNext of the Shenzhen Stock Exchange (stock code: 300415). Since November 2022, Mr. Yang has also served as an independent director of Hichain Logistics Co., Ltd. (江蘇海晨物流股份有限公司), a company principally engaged in providing integrated supply chain management and logistics services and listed on ChiNext of the Shenzhen Stock Exchange (stock code: 300873), where he is primarily involved in providing independent advice to the company’s board on various matters.

DIRECTORS AND SENIOR MANAGEMENT

Mr. Yang obtained a bachelor’s degree in international economics and trade from Beijing University of Chemical Technology (北京化工大學) in July 2010 and a master’s degree in business administration from Peking University (北京大學) in July 2024. Mr. Yang has been a holder of the certified public accountant qualification from the Guangdong Institute of Certified Public Accountants (廣東省註冊會計師協會) since April 2017, the certified tax agent qualification from Guangdong Certified Tax Agents Association (廣東省註冊稅務師協會) since December 2016, the certificate of certified public valuer (註冊資產評估師證書) from China Assets Appraisal Association (中國資產評估協會) since November 2017 and the certificate of the legal professional qualification issued by the Ministry of Justice of the PRC (中華人民共和國司法部) since March 2019.

DISCLOSURE REQUIRED UNDER RULE 17.50(2) OF THE GEM LISTING RULES

Five of our Directors were directors of the following companies which were established in the PRC prior to their respective dissolution. Each of the relevant Directors confirmed that the companies were solvent at the time of their dissolutions, that there was no wrongful act on his/her part leading to the dissolutions and that their dissolutions had not resulted in any liability or obligation against him/her. The following are details of the aforementioned dissolved companies:

Relevant Directors	Name of Company	Place of incorporation/ establishment	Principal business activity prior to cessation of business	Date of dissolution	Means of dissolution
Mr. Fu	Shenzhen Tengyi Technology Development Co., Ltd.* (深圳市騰翼科技發展有限公司)	PRC	Wireless communication business	15 November 2013	Cancelled
	Shenzhen Maker Intelligence Communication Technology Co., Ltd.* (深圳市創客智趣通信技術有限公司)	PRC	Safety certification business	25 December 2024	Cancelled
Mr. Xue	Shenzhen Tengyi Technology Development Co., Ltd.* (深圳市騰翼科技發展有限公司)	PRC	Wireless communication business	15 November 2013	Cancelled
	Zhongshan Bowei Intelligence Technology Co., Ltd.* (中山伯維智能技術有限公司)	PRC	Smart kitchen products business	2 August 2019	Cancelled
	Zhongshan Bohong Intelligence Technology Co., Ltd.* (中山市伯宏智能技術有限公司)	PRC	Smart products business	29 April 2022	Cancelled
Mr. Zhao	Shenzhen Fangdao Xinda Enterprise Management Co., Ltd.* (深圳方道信達企業管理有限公司)	PRC	Management consulting business	3 September 2021	Cancelled

DIRECTORS AND SENIOR MANAGEMENT

Relevant Directors	Name of Company	Place of incorporation/ establishment	Principal business activity prior to cessation of business	Date of dissolution	Means of dissolution
	Beijing Yangya Culture Media Co., Ltd.* (北京揚雅文化傳媒有限公司)	PRC	Organisation of sports events	31 August 2020	Cancelled
	Hangzhou Yijun Investment Management Co., Ltd.* (杭州頤駿投資管理有限公司)	PRC	Investment management business	13 November 2019	Cancelled
	Hainan Boantong Technology Co., Ltd.* (海南博安通科技有限公司)	PRC	Cable wire stripping business	8 August 2019	Cancelled
	Changsha Boantong Software Technology Co., Ltd.* (長沙博安通軟件科技有限公司)	PRC	Wireless communication software development business	3 January 2024	Cancelled
	Zhongshan Youbang Enterprise Services Co., Ltd.* (中山市優幫企業服務有限公司)	PRC	Corporate services business	17 May 2018	Cancelled
Mr. Gao Wen	Shenzhen UCloudlink Technology Co., Ltd.* (深圳市優克聯科技有限公司)	PRC	Roaming data services	28 October 2016	Cancelled
	Shenzhen uCloudlink Network Technology Ltd.* (深圳網網順科技有限公司)	PRC	Roaming data services	27 December 2017	Cancelled
Mr. Lei Jianming	Nanjing Bositong Electronic Technology Co., Ltd.* (南京波思通電子科技有限公司)	PRC	R&D of electronic products	25 June 2019	Cancelled

DIRECTORS AND SENIOR MANAGEMENT

SENIOR MANAGEMENT

Our senior management team comprises six members, who are responsible for the day-to-day management and operations of our Company, including Mr. Fu and Mr. Zhao, who are concurrently serving as our executive Directors. Details of the rest of our senior management are set out below:

Name	Age	Position(s)	Date of joining our Group	Date of appointment as senior management	Roles and responsibilities	Relationship with other Director(s) and/or senior management
Mr. Xu Fuqiang (徐付強)	43	Chief Technology Officer	2 April 2018	20 July 2026	Leading our Group’s product and technology management	None
Mr. Li Weiyun (李偉雲)	40	Chief Revenue Officer	30 August 2007	20 July 2026	Leading our Group’s sales functions	None
Mr. Li Rui (李銳)	43	Chief Operating Officer	1 January 2020	20 July 2026	Overseeing our Group’s logistics and production management	None
Ms. Xie Na (謝娜)	39	Chief Human Resources Officer	23 April 2012	20 July 2026	Overseeing our Group’s administrative functions and human resources management	None

Mr. Xu Fuqiang (徐付強), aged 43, is our chief technology officer. Mr. Xu first joined our Group in April 2018 as our director of R&D, and was later appointed to his current position in July 2026. Mr. Xu is responsible for leading our Group’s product and technology management.

Mr. Xu has over 15 years of experience in the information infrastructure industry. Prior to joining our Group in April 2018, he was the director of research and development at Shenzhen Coship Electronics Co., Ltd.* (深圳市同洲電子股份有限公司), a company principally engaged in the energy and digital video business, from July 2007 to April 2015, during which he was primarily responsible for managing the company’s R&D projects. From April 2015 to March 2018, he was also the director of research and development at Inspur Group Co., Ltd.* (浪潮集團有限公司), a company principally engaged in computing infrastructure, cloud services and related businesses through its subsidiaries, some of which are listed companies, namely IEIT SYSTEMS Co., Ltd.* (浪潮電子信息產業股份有限公司) listed on the Shenzhen Stock Exchange (stock code: 000977), Inspur Software Co., Ltd.* (浪潮軟件股份有限公司) listed on the Shanghai Stock Exchange (stock code: 600756) and Inspur Digital Enterprise Technology Limited (浪潮數字企業技術有限公司) listed on the Stock Exchange (stock code: 00596), during which he was primarily responsible for managing the company’s R&D initiatives.

DIRECTORS AND SENIOR MANAGEMENT

Mr. Xu obtained a bachelor’s degree in automation from Wuhan University of Science and Technology (武漢科技大學) in June 2005 and a master’s degree in control theory and control engineering from Huazhong University of Science and Technology (華中科技大學) in June 2007.

Mr. Li Weiyun (李偉雲), aged 40, is our chief revenue officer. Mr. Li first joined our Group in August 2007 as an engineer, and was later appointed to his current position in July 2026. With extensive knowledge in our products from their functionality to working mechanisms, Mr. Li is now responsible for overseeing and managing the sales and liaising with external customers. He is also a director of Sichuan Boantong.

Mr. Li has over 15 years of experience in the information infrastructure industry. Prior to joining our Group, he was a product engineer at Dongguan Yifeng Machinery Industry Co., Ltd.* (東莞市益豐機械實業有限公司), a company principally engaged in the development and production of electronic accessories, from July to August 2007, during which he was primarily responsible for product design and engineering.

Mr. Li obtained a bachelor’s degree in mechanical design, manufacturing and automation from Science and Technology College of Nanchang University (南昌大學科學技術學院) in July 2007.

Mr. Li Rui (李銳), aged 43, is chief operating officer. Mr. Li first joined our Group in January 2020 as a production manager, and was later appointed our director of product delivery in January 2023. Mr. Li is responsible for overseeing our Group’s logistics and production plant management.

Mr. Li has over 20 years of experience in corporate procurement management. Prior to joining our Group, he was a deputy manager at Canon (Zhuhai) Co., Ltd.* (佳能珠海有限公司, now known as 珠海興格園谷管理有限公司), a company principally engaged in providing services relating to digital imaging and products, from June 2000 to April 2012, during which he was primarily responsible for product procurement management. Moreover, he was also the administrative manager and production manager at Canon Zhongshan Business Machines Co., Ltd.* (佳能(中山)辦公設備有限公司), a company principally engaged in providing services relating to the sourcing of office equipment, from May 2012 to April 2019. From July 2019 to November 2019, he worked as the assistant to the general manager at Zhuhai Wuyong Cultural and Creative Co., Ltd.* (珠海無用文化創意有限公司), a company principally engaged in the product design and manufacturing business.

Mr. Li obtained a top-up bachelor’s degree in business administration from Guangdong Ocean University (廣東海洋大學) in January 2014.

Ms. Xie Na (謝娜), aged 39, is our chief human resources officer. Ms. Xie first joined our Group in April 2012 as a human resources manager, and was later appointed to her current position in July 2026. Ms. Xie is responsible for overseeing our Group’s administrative functions and human resources management.

Ms. Xie has over 20 years of experience in human resources and administrative management. Prior to joining our Group, she was a human resources specialist and administrative manager at Yadeng Plastic Hardware (Shenzhen) Co., Ltd.* (雅登塑膠五金(深圳)有限公司), a company principally engaged in the production and sales of various industrial products, from March 2006 to December 2011. From February 2011 until February 2012, she also worked as a human resources and administration manager at Shenzhen Yiyuan Enterprise

DIRECTORS AND SENIOR MANAGEMENT

Management Consulting Co., Ltd.* (深圳市益遠企業管理諮詢有限公司), a company principally engaged in the provision of business management consultancy services.

Ms. Xie obtained a bachelor's degree in laws from The Open University of China (國家開放大學) in January 2020.

CONFIRMATION FROM OUR DIRECTORS AND SENIOR MANAGEMENT

Save as disclosed in this section, each of our Directors and senior management members confirms that:

- (a) he/she has obtained the legal advice referred to under Rule 5.02D of the GEM Listing Rules on 18 August 2026, and understands his or her obligations as a director of a listed issuer under the GEM Listing Rules and the requirements under the GEM Listing Rules that are applicable to him/her, as well as the possible consequences of making a false declaration or giving false information to the Stock Exchange;
- (b) he/she did not hold other positions in our Company or other members of our Group as at the Latest Practicable Date;
- (c) he/she had no other relationship with any Directors, senior management or substantial shareholders or the Single Largest Shareholder of our Company;
- (d) he/she did not hold any other directorships in any public listed companies in Hong Kong or overseas during the three years prior to the Latest Practicable Date;
- (e) he/she did not have any interests in any business apart from business of our Group which competes or is likely to compete, either directly or indirectly, with business of our Group, which would require disclosure under Rule 11.04 of the GEM Listing Rules;
- (f) he/she did not complete his/her respective education programmes as disclosed in this section by way of attendance of long distance learning or online courses; and
- (g) to his/her best knowledge, information and belief, having made all reasonable inquiries, there was no other matter with respect to his/her appointment that needs to be brought to the attention of our Company, the Stock Exchange and the Shareholders and there was no information relating to him/her that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules as at the Latest Practicable Date.

Each of our independent non-executive Directors has confirmed (i) his/her independence as regards each of the factors referred to in Rules 5.09(1) to (8) of the GEM Listing Rules; (ii) that he/she has no past or present financial or other interest in the business of our Company or its subsidiaries or any connection with any core connected person of our Company under the GEM Listing Rules as at the Latest Practicable Date; and (iii) that there are no other factors that may affect his/her independence at the time of his/her appointments. Each of our independent non-executive Directors will inform us and the Stock Exchange as soon as practicable if there is any subsequent change of circumstances which may affect his/her independence.

DIRECTORS AND SENIOR MANAGEMENT

Save as disclosed in the section headed “Relationship with the Single Largest Shareholder”, “Substantial Shareholders” and the section headed “Statutory and General Information – C. Further information about Directors, chief executive and substantial Shareholders” in Appendix V to this document, as at the Latest Practicable Date, none of our Directors held any interest in the Shares within the meaning of Part XV of the SFO.

JOINT COMPANY SECRETARIES

Mr. Zhao Qiguo (趙啟國) will be appointed as one of our joint company secretaries upon [REDACTED]. See “– Board of Directors – Executive Directors” in this section for his biographical details.

Ms. Liu Shengyun (柳聖云) will be appointed as one of our joint company secretaries upon [REDACTED], being responsible for providing corporate secretarial and compliance services to our Company. Currently serving at Computershare Hong Kong Investor Services Limited, Ms. Liu has approximately four years of experience in the company secretarial and corporate governance fields.

Ms. Liu obtained a master’s degree in corporate governance from The Saint Francis University in October 2024. She has been an associate of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom since July 2024.

We have sought a waiver from strict compliance with the requirements under Rules 5.14 and 11.07(2) of the GEM Listing Rules. See “Waiver from Strict Compliance with the GEM Listing Rules – Joint Company Secretaries”.

BOARD COMMITTEES

Audit Committee

We have established our Audit Committee with written terms of reference in compliance with Rule 5.28 of the GEM Listing Rules and code provision D.3.3 of the Corporate Governance Code as set out in Appendix C1 to the GEM Listing Rules (the “**CG Code**”). Our Audit Committee comprises three members, namely Mr. Yang Yuangui, Mr. Gao Wen and Mr. Lei Jianming, all being our independent non-executive Directors. Our Audit Committee is chaired by Mr. Yang Yuangui.

The primary duties of our Audit Committee include, among others, to assist our Board in providing an independent view of the effectiveness of the financial reporting process, risk management and internal control systems of our Group, to oversee the audit process, to review our financial information and related disclosures and to perform other duties and responsibilities as assigned by our Board.

Remuneration Committee

We will establish our Remuneration Committee with written terms of reference in compliance with Rule 5.34 of the GEM Listing Rules and code provision E.1.2 of the CG Code. Our Remuneration Committee will comprise three members, namely Mr. Gao Wen, Mr. Lei Jianming and Mr. Fu. Our Remuneration Committee will be chaired by Mr. Gao Wen.

DIRECTORS AND SENIOR MANAGEMENT

The primary duties of our Remuneration Committee will include, among others, making recommendations to our Directors regarding our policy and structure for the remuneration of all our Directors and senior management which may include establishing performance metrics, making recommendations to our Board on the remuneration packages of our Directors and senior management and reviewing and approving the management’s remuneration proposals with reference to our Board’s corporate goals and objectives.

Nomination Committee

We will establish our Nomination Committee with written terms of reference in compliance with Rule 5.36A of the GEM Listing Rules and code provision B.3.1 of the CG Code. Our Nomination Committee will comprise three members, namely Mr. Lei Jianming, Mr. Gao Wen and Ms. Li Yanling. Our Nomination Committee will be chaired by Mr. Lei Jianming.

The primary duties of our Nomination Committee will include, among others, reviewing the structure, size and composition of our Board, as well as selecting and making recommendations to our Board on suitably qualified candidates for directorship.

REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

Our executive Directors and our senior management members receive, in their capacity as our employees, remuneration from our Group in the form of salaries, retirement benefit scheme contributions, and discretionary bonuses.

The aggregate amount of remuneration including fees, salaries, contributions to pension schemes and other allowances, benefits in kind and discretionary bonuses which were paid by our Group to our Directors for the two years ended 31 December 2024 and 2025 and the six months ended 30 June 2026 was approximately RMB3.9 million, RMB4.2 million and RMB2.0 million, respectively.

The aggregate amount of remuneration including fees, salaries, contributions to pension schemes and other allowances, benefits in kind and discretionary bonuses which were paid by our Group to the five highest paid individuals including three, three and three Directors for each of the two years ended 31 December 2024 and 2025 and the six months ended 30 June 2026, respectively, was approximately RMB3.7 million, RMB3.9 million and RMB1.9 million, respectively. No remuneration was paid by our Group to the Directors or the five highest paid individuals as an inducement to join or upon joining our Group or as a compensation for loss of office in respect of the two years ended 31 December 2024 and 2025 and the six months ended 30 June 2026. Further, none of our Directors waived any remuneration during the same periods.

Under arrangements currently in force, the aggregate remuneration (including fees, salaries, contributions to pension schemes and other allowances and benefits in kind) of our Directors for the year ending 31 December 2026 is estimated to be not more than RMB3.1 million.

Save as disclosed above, no other payments have been paid, or are payable, by our Company or any of our subsidiaries to our Directors or the five highest paid individuals during the Track Record Period. No remuneration was paid to our Directors or the five highest paid individuals as an inducement to join, or upon joining, our Group. No compensation was paid to, or receivable by, our Directors or past directors for the Track Record Period for the loss of office as director of any member of our Group or of any other office in connection with the

DIRECTORS AND SENIOR MANAGEMENT

management of the affairs of any member of our Group. None of our Directors waived any emoluments during the same period.

CORPORATE GOVERNANCE

Our Directors recognise the importance of incorporating elements of good corporate governance in the management structures and internal control procedures of our Group for achieving effective accountability. Our Company has adopted the code provisions stated in the CG Code.

Our Directors are aware that upon [REDACTED], we are expected to comply with such code provisions. Any such deviation shall however be carefully considered, and the reasons for such deviation shall be given in the interim report and the annual report in respect of the relevant period. We are committed to achieving high standards of corporate governance with a view to safeguarding the interests of our Shareholders as a whole and will comply with the code provisions set out in the CG Code after the [REDACTED].

Save for the deviation from code provision C.2.1 of the CG Code as disclosed below, our Company’s corporate governance practices have complied with the CG Code.

Code Provision C.2.1 of the CG Code

Pursuant to code provision C.2.1 in Part 2 of the CG Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. The roles of chairman and general manager of our Company are both performed by Mr. Fu. With his extensive experience in the wireless communication industry, Mr. Fu is responsible for the major decision making, overall strategic planning and general management of our Group and his knowledge and insight have been instrumental to the growth and expansion of our business since the founding of our Group. As such, our Board believes that it is in the best interest of our Group to have Mr. Fu take up both the role of chairman and general manager for continued effective management and business development of our Group upon [REDACTED]. Our Board considers that the balance of power and authority between our Board and our management can still be maintained under the current structure, and therefore, our Directors consider that such deviation from the code provision C.2.1 of the CG Code is appropriate under such circumstances. Our Board will continue to review the Group’s corporate governance structure and consider splitting the roles of chairman of our Board and general manager at such time as it considers appropriate, taking into account the circumstances of our Group as a whole.

BOARD DIVERSITY POLICY

Our Group recognises the importance of board diversity to corporate governance and our Board’s effectiveness. In this regard, we shall adopt a board diversity policy (the “**Board Diversity Policy**”) prior to [REDACTED] which sets out the objective and approach to maintain high standards of corporate governance and enhance effectiveness of our Board.

Pursuant to our Board Diversity Policy, directorship nominees will be evaluated based on a number of factors, including but not limited to, our specific business need, gender, age, skill, language, cultural and educational background as well as industry and professional experience. The decision of the appointment will be based on merit and contribution which the selected nominees will bring to our Board.

DIRECTORS AND SENIOR MANAGEMENT

Our Nomination Committee is responsible for ensuring the board diversity and compliance with the code provision in connection with the board diversity of the CG Code. Our Directors will continue applying the principle of appointments based on merits with reference to our Board Diversity Policy as a whole and are committed to providing career development for the female staff. Pursuant to our Board Diversity Policy, our Company intends to promote gender diversity when hiring staff at mid to senior level such that our Company will have a career pipeline of female members at senior management level and also potential successors to the Board. According to our Board Diversity Policy, our Directors intend to offer all-rounded training to female employees whom we consider to have appropriate professional knowledge of our operation and business, experience and relevant skills, including but not limited to, business operation, account and finance, sales and marketing and product expertise. Our Directors are of the view that the above-mentioned policy will provide a chance for our Board to identify capable female employees to be nominated as members of the Board in the future with the aim to providing our Board with a career pipeline of female candidates to achieve gender diversity in our Board in the long run. In addition, our Nomination Committee is delegated by our Board to take opportunity to increase the proportion of female members over time when selecting and making recommendation on suitable candidates for Board appointments so as to achieve an appropriate balance of gender diversity with reference to stakeholders' expectation and international and local recommended best practices. Our Nomination Committee will aim to recommend at least one female Director candidate to the Board for its consideration at least once per year.

Our Board comprises seven members, including three executive Directors, one non-executive Director and three independent non-executive Directors. Our Directors have a balanced mix of knowledge and experience, including business management, accounting and finance, sales and marketing, operation and product expertise. Taking into account our existing business model and the mix of skills, knowledge and experience of our Directors, our Directors consider that the composition of our Board satisfies our Board Diversity Policy. Our Nomination Committee will be responsible for implementing, monitoring and reviewing our Board Diversity Policy from time to time to ensure its effectiveness.

COMPLIANCE ADVISER

We have appointed Yue Xiu Capital Limited as our Compliance Adviser pursuant to Rule 6A.19 of the GEM Listing Rules and Yue Xiu Capital Limited assumes responsibility for acting as our compliance adviser. Pursuant to Rule 6A.23 of the GEM Listing Rules, the Compliance Adviser will advise us in the following circumstances:

- (a) before the publication of any regulatory announcement, circular or financial report;
- (b) where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues and share repurchases;
- (c) where we propose to use the [REDACTED] of the [REDACTED] in a manner different from that detailed in this document or where our business activities, developments or results deviate from any forecast, estimate (if any) or other information in this document; and
- (d) where the Stock Exchange makes an inquiry to us regarding unusual movements in the price or trading volume of our listed securities under Rule 17.11 of the GEM Listing Rules.

The term of the appointment shall commence on the [REDACTED] and end on the date which we distribute our annual report of our financial results for the first full financial year commencing after the [REDACTED] and such appointment may be subject to extension by mutual agreement.