

## DIRECTORS AND SENIOR MANAGEMENT

### BOARD OF DIRECTORS

Our Board consists of eight Directors, comprising three executive Directors, two non-executive Directors and three independent non-executive Directors. Our Board is responsible and has general power for the management and conduct of our business. We have entered into service contracts and/or letters of appointment with each of our Directors. Pursuant to the Articles of Association, our Directors are elected and appointed by our Shareholders at a Shareholders’ meeting for a term of three years, which is renewable upon re-election and re-appointment.

### Members of our Board

The table below shows certain information in respect of the members of our Board:

Name	Age	Position/Title	Date of joining our Group	Date of appointment as Director	Key role and responsibility	Relationship with other Directors and senior management
<b>Executive Directors</b>						
Dr. Wang Yuhan (王宇晗)	59	Founder, chairman of the Board, executive Director, and general manager	18 May 2007	18 May 2007	Responsible for overseeing the overall business and product development, management and strategic planning of our Group	Uncle of Mr. Wang Jinsen, our joint company secretary
Mr. Li Yuhao (李宇昊)	50	Executive Director	18 May 2007	18 May 2007	Responsible for overseeing the overall business development, management and strategic planning of our Group	N/A
Mr. Yao Bin (姚彬)	39	Executive Director	10 April 2015	30 April 2025	Responsible for overseeing R&D of our Group in respect of electrical control	N/A

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Name	Age	Position/Title	Date of joining our Group	Date of appointment as Director	Key role and responsibility	Relationship with other Directors and senior management
<b>Non-executive Directors</b>						
Mr. Li Qingfeng (李慶豐)	57	Non-executive Director	15 May 2011	1 December 2021	Responsible for providing management and strategic advice to our Group	N/A
Mr. Li Yonghao (李永昊)	39	Non-executive Director	18 July 2021	18 July 2021	Responsible for providing management and strategic advice to our Group	N/A
<b>Independent non-executive Directors</b>						
Dr. Yang Jianguo (楊建國)	68	Independent non-executive Director	[●]	[●]	Supervising and providing independent opinion to our Board	N/A
Dr. Feng Hutian (馮虎田)	60	Independent non-executive Director	26 May 2023	26 May 2023	Supervising and providing independent opinion to our Board	N/A
Ms. Liu Yueheng (劉玥衡)	33	Independent non-executive Director	[●]	[●]	Supervising and providing independent opinion to our Board	N/A

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### Executive Directors

**Dr. Wang Yuhan (王宇晗)**, aged 59, is our co-founder, and the chairman of our Board, an executive Director and the general manager of our Company. He has served as a Director and the chairperson of our Board since May 2007, and was re-designated as an executive Director on 30 April 2025. He is primarily responsible for the overall business and product development and strategic planning of our Group. Dr. Wang has also held various positions in several subsidiaries of our Group, including as the executive director of Suzhou Top since June 2022 and as the executive director and general manager of Jiaxing Top since March 2023. Dr. Wang is the uncle of Mr. Wang Jinsen, our joint company secretary.

Dr. Wang has over 27 years of experience in academia and mechanical engineering industry. He served as an associate professor in the School of Mechanical Engineering at SJTU, his alma mater, from 1998 to 2008, and was primarily responsible for engineering research and teaching. He has continued to serve as a research fellow of SJTU after our Company was founded in May 2007.

Dr. Wang obtained a master’s degree in mechanical manufacturing from Nanjing Institute of Aeronautics and Astronautics (南京航空學院) (now known as Nanjing University of Aeronautics and Astronautics (南京航空航天大學)) in April 1992. He further received a doctorate in mechanical and electronic engineering from SJTU in July 2005.

Dr. Wang has received national and regional awards in recognition of his contributions to technological innovation and scientific research. He was recognised as a Leading Talent of Shanghai (上海市領軍人才) in 2014 and was selected under the Ministry of Science and Technology’s Programme for Promoting Innovation and Entrepreneurship Talents (中華人民共和國科學技術部創業人才推進計劃科技創新創業人才) in 2016. Dr. Wang was also awarded the First Prize and the Special Prize of the Shanghai Science and Technology Award (上海市科學技術獎) in 2015 and 2023, respectively, the First Prize of the Defence Science and Technology Progress Award (國防科學技術進步獎一等獎), and the Third Prize of the China Machinery Industry Science and Technology Award (中國機械工業科學技術獎三等獎). He received the Second Prize of the State Scientific and Technological Progress Award (國家科學技術進步獎二等獎) in 2016, and was selected as a leading entrepreneur under the third batch of the National “Ten Thousand Talents Programme” (國家“萬人計劃”) in science and technology entrepreneurship in 2018.

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Dr. Wang was a supervisor of the following deregistered entities prior to their respective deregistration:

<b>Name of the deregistered entities</b>	<b>Time of deregistration</b>	<b>Principal business of the deregistered entities</b>	<b>Position held and tenure at the deregistered entities</b>
Shanghai Mingneng Electromechanical Co., Ltd. (上海銘能機電有限公司)	February 2007	Sales of security, mechanical and telecommunication equipment	Supervisor (from May 2002 to February 2007)
Shanghai Jinsi CNC Equipment Design Co., Ltd. (上海近思數控裝備設計有限公司)	October 2015	Technology development, technology transfer, technical consultation, technical services in the fields of CNC equipment and software	Supervisor (from December 2006 to October 2015)

Dr. Wang confirmed that the aforementioned entities were solvent and were not involved in any material non-compliance incidents immediately prior to their respective deregistration. There was no wrongful act on his part leading to the deregistration and he is not aware of any actual or potential claim which has been or could potentially be made against him as a result of the deregistration.

**Mr. Li Yuhao (李宇昊)**, aged 50, is our co-founder and an executive Director of our Company. He has served as a Director since May 2007, and was re-designated as an executive Director on 30 April 2025. He is primarily responsible for the overall business development and strategic planning of our Group. He served as the deputy general manager of our Company during the period from 18 May 2007 to 11 February 2025. Mr. Li YH is also the executive director of Top Software since August 2011.

Mr. Li YH has over 27 years of experience in the mechanical engineering industry. During the period from August 1998 to October 2014, he worked at various engineering positions in the School of Mechanical Engineering at SJTU, his alma mater, including as an assistant engineer, as an engineer and as a senior engineer.

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Mr. Li YH obtained a bachelor’s degree in mechanical manufacturing and automation from SJTU in July 1998. He further obtained a master’s degree in mechanical manufacturing and automation from the same university in March 2003.

Mr. Li YH has been the recipient of multiple awards in recognition of his achievements in engineering research. In 2015, Mr. Li YH was awarded both the First Prize of the Defence Science and Technology Progress Award (國防科學技術進步獎一等獎) and the First Prize of the Shanghai Scientific and Technological Progress Award (上海市科學技術進步獎一等獎). He was further awarded the Second Prize of the State Scientific and Technological Progress Award (國家科學技術進步獎二等獎) in 2016. In 2021, Mr. Li YH was selected as an “Industry Elite” (產業領軍人才) under the Shanghai Industrial Talent Programme (上海產業菁英高層次人才計劃) in recognition of his leadership in industrial innovation.

Mr. Li YH was a supervisor of the following entity prior to the revocation of its business licence:

<b>Name of entity</b>	<b>Time of revocation</b>	<b>Principal business of the entity</b>	<b>Position held</b>
Shanghai Zhuoercheng Automation Equipment Co., Ltd. (上海卓而誠自動化設備有限公司)	February 2007	Instrument manufacturing	Supervisor (from February 2004 to February 2007)

Mr. Li YH confirmed that the aforementioned company was solvent when its business licence was revoked and there was no wrongful act on his part which that led to the revocation of their business licences. Mr. Li YH further confirmed that, as of the Latest Practicable Date, no claims had been made against him and he was not aware of any threatened or potential claims made against him and there was no outstanding claims and/or liabilities as a result of the revocation of the business licences of such company.

**Mr. Yao Bin (姚彬)**, aged 39, is our executive Director, employee representative director and the co-technical director of our Company. He joined our Group as a senior engineer of Top Software in April 2015 and was promoted as the co-technical director of our Company in July 2021. He was appointed as our executive Director on 10 April 2025 and is primarily responsible for overseeing R&D of our Group in respect of electrical control.

Prior to joining our Group, Mr. Yao worked as a chief product engineer of Shanghai Weihong Electronic Technology Co., Ltd. (上海維宏電子科技股份有限公司) (300508.SH) during the period from July 2009 to April 2015.

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Mr. Yao obtained a bachelor’s degree in computer science and technology from University of Science and Technology of China (中國科學技術大學) in July 2009. He further obtained a master’s degree in management science and engineering from Southwest Jiaotong University (西南交通大學) in September 2023.

### Non-executive Directors

**Mr. Li Yonghao (李永昊)**, aged 39, is our non-executive Director. He was appointed as our Director since July 2021, and was re-designated as a non-executive Director on 30 April 2025. He is primarily responsible for providing management and strategic advice to our Group.

Mr. Li has over 13 years of experience in accounting and finance industry. From October 2011 to July 2018, he worked as director of the merger and acquisition finance department at Haitong Securities Company Limited (海通證券股份有限公司). Since July 2018, he served as various positions at CDH Shanghai CDH Bai Fu Wealth Management Co., Ltd. (上海鼎暉百孚投資管理有限公司), including as a vice president of the investment department and an executive director from July 2018 to January 2024, and as a partner since January 2024.

Mr. Li obtained a bachelor’s degree in financial engineering from Shanghai University of Finance and Economics (上海財經大學) in July 2008. Mr. Li further obtained a master’s degree in finance from Syracuse University in December 2009.

In March 2021, Mr. Li received a notice from the CSRC in accordance with the Administrative Measures for the Material Asset Restructuring of Listed Companies (CSRC Order No. 127) (《上市公司重大資產重組管理辦法》(證監會令 第127號)) (“**Restructuring Measures**”), whereby he was notified that he had not exercised professional prudence to conduct necessary due diligence in respect of the acquisition of 51% in the equity interest of Shanghai Hongtong Internet Technology Co., Ltd. (上海宏投網絡科技有限公司) (the “**Target Company**”) (the “**Relevant Transaction**”), and was therefore suspended for a period of three months from 23 March 2021 to 22 June 2021 for holding or effectively performing duties, as a financial adviser, in respect of material asset restructuring activities of listed companies (the “**Incident**”).

At the material time, Mr. Li was a director of the merger and acquisition finance department at Haitong Securities Company Limited. He advised on Shanghai Fukong Interactive Entertainment Co., Ltd (上海富控互動娛樂股份有限公司), a company formerly listed on the Shanghai Stock Exchange under the stock code 600634 which was then known as Shanghai Zhongji Investment Holding Co., Ltd. (上海中技投資控股股份有限公司)) (the “**Purchaser**”) in respect of the Relevant Transaction. The Relevant Transaction was completed in December 2016. In 2019, Mr. Li was enquired by the CSRC about the due diligence work done in respect of the Relevant Transaction. As confirmed by Mr. Li, the CSRC identified a limited partner (the “**Relevant Individual**”) of the controlling shareholder of the Target Company as the actual controller of the Target Company, and that the Relevant Individual had been paying social security in the affiliated companies of the actual controller of the Purchaser; while due diligence interview had been conducted by Mr. Li with the Relevant Individual, he was unable to identify that the Relevant Individual was the actual controller of the Target Company, and he was unable

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to identify that the Relevant Individual had been paying social security in the affiliated companies of the actual controller of the Purchaser. As further confirmed by Mr. Li, the CSRC identified that the Purchaser had entered into cross-guarantee contracts in favour of the actual controller of the Purchaser; while due diligence work had been performed by Mr. Li, including having identified the Purchaser’s related-party loan guarantees, and reviewing the relevant guarantee contracts, he was unable to identify the specific cross-guarantee in question, because the cross-guarantee was not properly disclosed by the Purchaser and was not reflected in the Purchaser’s financial statements, audit reports, contractual documents, or public announcements. In March 2021, Mr. Li received a notice from the CSRC and was notified that (1) he had not conducted sufficient due diligence in respect of abnormal situations concerning the then actual controller of the Target Company paying social security in the affiliated companies of the actual controller of the Purchaser, and (2) he had not conducted sufficient due diligence in respect of the external guarantee situation of the Purchaser.

As confirmed by Mr. Li, the Incident was due to inadvertent oversight of the applicable rules and regulations under the Restructuring Measures. Other than the temporary suspension order, no claims had been made against him and he was not aware of any threatened or potential claims made against him and there was no outstanding claims and/or liabilities as a result of the Incident. The Directors have considered the background, reasons and the results of the Incident and Directors are of the view that,

- (i) the Incident was not intentional and was an inadvertent oversight by Mr. Li of the implication of the Restructuring Measures, which happened almost a decade ago and Mr. Li had not been prohibited to serve as a director of any stock exchange or as a director of a PRC company;
- (ii) the Incident does not involve any finding of dishonesty, fraud or criminal liability on the part of Mr. Li nor reflect negatively on his integrity or competency as a director of a listed company. Our PRC Legal Advisers have advised that the incident does not affect Mr. Li’s eligibility to act as a director of a listed company under PRC laws;
- (iii) as advised by our PRC Legal Advisers, the suspension order lasted for three months and has been lifted since, which does not fall within the category of “serious scenario (情節嚴重)” under the Administrative Measures for the Material Asset Reorganisation of Listed Companies (2020 Revised Version) then in effect and Mr. Li remained qualified to advise on mergers and acquisitions after the suspension;
- (iv) other than the suspension, Mr. Li has not been disciplined by the CSRC nor conducted any activities, which may affect his eligibility to act as a director of a listed company;

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- (v) being a non-executive Director, Mr. Li is primarily responsible for providing management and strategic advice to our Group. As disclosed in Mr. Li’s biography above, Mr. Li has accumulated extensive experience in accounting and finance industry. Mr. Li is currently a partner of CDH Shanghai CDH Bai Fu Wealth Management Co., Ltd. (上海鼎暉百孚投資管理有限公司), a reputable and large-scale investment company. It demonstrates the value of his expertise, competence and knowledge and his ability to fulfill his duties in reputable and large-scale investment company despite the Incident;
- (vi) Mr. Li has participated in relevant trainings, development and updated to his knowledge and skills to keep up with the latest regulatory developments, including trainings and reading materials on topics such as corporate governance, directors’ responsibilities, continuous obligations of listed companies under the Listing Rules and the consequences of violating the Listing Rules and Hong Kong laws;
- (vii) our Company has also implemented internal control measures to ensure full compliance with applicable laws and regulations in the future; and
- (viii) our Company and the Directors will ensure compliance with all applicable laws and regulations, including but not limited to the Listing Rules, by timely consulting the compliance adviser and seeking independent legal and/or financial advice when necessary (especially before entering into any transaction or corporate action subject to Chapter 14 and Chapter 14A of the Listing Rules).

Therefore, our Directors are of the view that Mr. Li has the character, experience and integrity and is able to demonstrate a standard of competence commensurate with his position as a non-executive Director, and the Incident does not impact his suitability as a Director under Rule 3.08 and 3.09 of the Listing Rules. Based on the independent due diligence conducted by the Joint Sponsors, and in particular having taken into account the reasons considered by our Directors as disclosed above as well as the view of our PRC Legal Advisers that the Incident does not affect Mr. Li’s eligibility to act as a director of a listed company under PRC laws, the Joint Sponsors are of the view that the Incident is unlikely to impact Mr. Li’s suitability as a Director under Rules 3.08 and 3.09 of the Listing Rules.

**Mr. Li Qingfeng (李慶豐)**, aged 57, is our non-executive Director. Mr. Li was appointed as a Supervisor in May 2011, was appointed as a Director since 1 December 2021 and was re-designated as a non-executive Director on 30 April 2025. He is primarily responsible for providing management and strategic advice to our Group.

Mr. Li has over 16 years of experience in business management and investment. From August 1988 to October 2001, he worked as a technician at Hebei Kewei Lighting (Group) Company (河北科威燈具(集團)公司). From April 2007 to August 2022, he worked as a senior investment manager and investment director at Unity Venture Capital Management Co., Ltd. (眾合創業投資管理有限公司).

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Mr. Li obtained a diploma qualification in accounting through the National Self-Taught Examination from Hebei University of Economics and Business (河北經貿大學) in December 2003. He further obtained an executive master's degree in business administration from Fudan University (復旦大學) in June 2006.

Mr. Li was a supervisor of the following deregistered entity prior to their respective deregistration:

Name of deregistered entity	Time of deregistration	Principal business of the deregistered entity	Position held
Shanghai Qingmuyuan Trading Co., Ltd. (上海青牧源商貿有限公司)	June 2013	Retail and wholesale	Supervisor (from October 2009 to June 2013)

Mr. Li confirmed that the aforementioned entity was solvent and was not involved in any material non-compliance incidents immediately prior to its deregistration. There was no wrongful act on his part leading to the deregistration and he is not aware of any actual or potential claim which has been or could potentially be made against him as a result of the deregistration.

### Independent non-executive Directors

**Dr. Yang Jianguo (楊建國)**, aged 68, is our independent non-executive Director. He joined our Company and was appointed as our independent non-executive Director on [●] 2025. He is primarily responsible for providing independent advice on the operations and management of our Group.

Dr. Yang has over 42 years of experience in research and academia. From February 1995 to February 1997, he seated as the visiting scholar and Sino-US joint doctoral student at the Wu Xianming Manufacturing Research Center of the University of Michigan. He returned to work at Mechanical Engineering Department (now known as the School of Mechanical Engineering) of SJTU in September 1998 and served at various positions, including as an associate professor, department head professor, doctoral supervisor, and retired in June 2020 and served as a postgraduate teaching supervisor since then.

Dr. Yang obtained a bachelor's degree in mechanical manufacturing from Shanghai Part-time Industry University (上海市業餘工業大學) (now known as Shanghai Polytechnic University (上海第二工業大學)) in December 1982. He further obtained a master's degree in mechanical manufacturing and received a doctorate from SJTU in March 1992 and December 1998 respectively.

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**Dr. Feng Hutian (馮虎田)**, aged 60, is our independent non-executive Director. He was appointed as an independent Director on 26 May 2023 and was re-designated as our independent non-executive Director on 30 April 2025. He is primarily responsible for providing independent advice on the operations and management of our Group.

Dr. Feng has over 36 years of experience in academia and research. Since March 1991, Dr. Feng worked at Nanjing University of Science and Technology (which was known as Huadong Mechanics College (華東工學院)), his alma mater, where he worked at the positions of lecturer, associate professor, and eventually professor since April 2008. He has served as the director of the Key Laboratory of the Ministry of Industry and Information Technology at Nanjing University of Science and Technology (南京理工大學工信部重點實驗室) since December 2016.

Dr. Feng serves as an independent director of Estun Automation Co., Ltd. (南京埃斯頓自動化股份有限公司) (002747.SZ) since July 2020, and an independent director of Zhejiang Zhongjian Technology Co., Ltd. (002779.SZ) since January 2024.

Dr. Feng obtained a bachelor’s degree in mechanical engineering from Taiyuan Mechanics College (太原機械學院) (now known as North University of China (中北大學)) in July 1986. He further obtained a master’s degree in mechanical engineering from Huadong Mechanics College (華東工學院) (now known as Nanjing University of Science and Technology (南京理工大學)) in March 1991, and received a doctorate in mechanical engineering from Nanjing University of Science and Technology (南京理工大學) in December 2000.

**Ms. Liu Yueheng (劉玥衡)**, aged 33, is our independent non-executive Director. She joined our Company and was appointed as our independent non-executive Director on [●] 2025. She is primarily responsible for providing independent advice on the operations and management of our Group.

Ms. Liu has over 10 years of experience in accounting and financial management. From March 2015 to November 2017, she worked as an accounting officer for TISCO Trading (H.K.) Ltd. (太鋼進出口(香港)有限公司), which engages in the business of import and export services of stainless steel, and she was primarily responsible for financial management, control and budgeting. From January 2018 to April 2021, she worked for HKR International Limited (香港興業國際集團有限公司) (480.HK) with her last position as accountant. Since August 2021, she worked as the department manager of the financial market department of China CITIC Financial Assets International Holdings Limited (中國中信金融資產國際控股有限公司) (formerly known as China Huarong International Holdings Ltd.), where she was primarily responsible for asset and debt management.

Ms. Liu obtained a bachelor’s degree in financial management from Sichuan Normal University (四川師範大學) in June 2013. She further obtained a master’s degree in professional accounting and corporate governance from The City University of Hong Kong (香港城市大學) in October 2014. She is a member of Hong Kong Institute of Certified Public Accountants since January 2023.

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### CONFIRMATION FROM OUR DIRECTORS

Save as otherwise disclosed above and in this document, each of our Directors confirms with respect to himself or herself that he/ she (i) did not hold other long positions or short positions in the Shares, underlying Shares, debentures of our Company or any associated corporation (within the meaning of Part XV of the SFO) as of the Latest Practicable Date; (ii) had no other relationship with any Directors, senior management, substantial shareholders or Controlling Shareholders of our Company as of the Latest Practicable Date; (iii) did not hold any other directorships in the three years prior to the Latest Practicable Date in any public companies of which the securities are listed on any securities market in Hong Kong and/or overseas; and (iv) there are no other matters concerning our Director’s appointment that need to be brought to the attention of our Shareholders and the Stock Exchange or shall be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Each of our Directors has confirmed that he/she obtained the legal advice on 6 May 2025 with regards to the requirements under the Listing Rules that are applicable to him/her as a director of a listed issuer and the possible consequences of making a false declaration or giving false information to the Stock Exchange as set out in Rule 3.09D of the Listing Rules and he/she understood his/her obligations as a director of a listed issuer.

Each of our independent non-executive Directors has confirmed (i) his/her independence with regards to each of the factors as set out in Rule 3.13(1) to (8) of the Listing Rules, (ii) he or she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person of the Company under the Hong Kong Listing Rules as of the Latest Practicable Date, and (iii) that there are no other factors that may affect his/her independence at the time of his/her appointment.

### SENIOR MANAGEMENT

The senior management of our Group, together with our executive Directors, are responsible for the day-to-day operations and management of the business of our Group.

**Dr. Wang**, aged 59, is the chairman of our Board, our executive Director and the general manager of our Company. For details of his biographical details, see “– Board of Directors – Executive Directors” in this section.

**Mr. Li YH**, aged 50, is our executive Director. For details of his biographical details, see “– Board of Directors – Executive Directors” in this section.

**Mr. Yao Bin (姚彬)**, aged 39, is our executive Director and co-technical director of our Company. For details of his biographical details, see “– Board of Directors – Executive Directors” in this section.

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**Dr. Zhong Lei (鐘磊)**, aged 38, is the co-technical director of our Company and is primarily responsible for overseeing R&D of our Group in respect of mechanical hardware. He was appointed as our co-technical director since March 2021 and served as our Supervisor during the period from February 2023 to April 2025.

Dr. Zhong joined our Company in April 2012. He has also held various other positions of our Company, including as the research supervisor, research manager and deputy research director from April 2012 to March 2021.

Dr. Zhong obtained a bachelor’s degree in mechanical engineering and automation from SJTU in July 2009. He further obtained a master’s degree in mechanical manufacturing and automation from SJTU in March 2012, and received a doctorate in mechanical engineering from SJTU in June 2020.

**Mr. Lei Feiling (雷飛凌)**, aged 50, is the deputy general manager of our Company and is primarily responsible for overseeing the business operation of our Group. He joined our Group on 13 September 2022 and served as the head of operations and was promoted as the deputy general manager since December 2023.

Mr. Lei has over 20 years of experience in the engineering industry. From July 2004 to June 2017, he served as a technical director at Deckel Maho Gildemeister (Shanghai) Machine Tools Co. Ltd. (德克爾馬豪吉特邁機床(上海)有限公司). From September 2017 to May 2021, he served as the associate technical director and chief technical officer of EMAG (China) Machinery Co., Ltd. (埃馬克(中國)機械有限公司). From July 2021 to August 2022, he served as the deputy general manager and chief engineer of Zhejiang Jinhua Technology Industry Co., Ltd. (浙江金火科技實業有限公司).

Mr. Lei obtained a bachelor’s degree in mechanical design and manufacturing from Beijing Institute of Mechanical Engineering (北京機械工業學院) (now known as Beijing Information Science and Technology University (北京資訊科技大學)) in July 1998. He further obtained a master’s degree in mechanical engineering from Tongji University (同濟大學) in September 2014.

**Mr. Zhang Muqing (張木清)**, aged 42, is our chief financial officer. He joined our Group in June 2021 and has since served as our chief financial officer. He is primarily responsible for the financial and accounting affairs of our Group.

Mr. Zhang has over 19 years of experience in the accounting and finance industry. Prior to joining our Group, from August 2005 to May 2015, he worked as various accounting position, including as accounting accountant, asset management accountant and general ledger accountant, at Hangzhou H3C Technologies Co., Ltd. (杭州華三通信技術有限公司) (now known as H3C Technologies Co., Ltd. (新華三技術有限公司)). From May 2015 to June 2021, he worked at China Minsheng Investment Co., Ltd. (中國民生投資股份有限公司) and China Minsheng Financial Intelligence Co., Ltd. (中民財智有限公司), with the last position being deputy general manager..

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Mr. Zhang obtained a bachelor’s degree in accounting from Xiamen University (廈門大學) in July 2005. He is a non-practising member of The Chinese Institute of Certified Public Accountants (中國註冊會計師協會) since July 2013.

**Mr. Wang Jinsen (王勁森)**, aged 34, is our joint company secretary. He joined our Group as the assistant to chairman of our Board and the Board secretary since April 2023 and was promoted to become our joint company secretary in April 2025. Mr. Wang is the nephew of Dr. Wang.

Prior to joining our Group in April 2023, Mr. Wang worked as the secretary to the board of directors of Sichuan Xukang Medical Equipment Co., Ltd. (四川旭康醫療器械有限公司) from February 2016 to July 2017, where he was primarily responsible for assisting in company secretarial affairs. From November 2021 to March 2023, he worked as an investment manager for Unity Venture Capital Management Co., Ltd. (眾合創業投資管理有限公司).

Mr. Wang obtained a bachelor’s degree from Dickinson College in May 2013 and obtained a master’s degree in music performance from New Jersey City University in May 2015. He was awarded with the qualification of board secretary by Shanghai Stock Exchange in November 2017.

### JOINT COMPANY SECRETARIES

**Mr. Wang Jinsen (王勁森)** was appointed as our joint company secretary on 30 April 2025. For details of his biography, see “Senior Management” in this section.

**Mr. Yau Tsz Lun (游子麟)** is our joint company secretary. Mr. Yau is a Manager of Company Secretarial Services of Tricor Services Limited. Mr. Yau has over 6 years of experience in the company secretarial field. He has been appointed as company secretary for Nanjing Sinolife United Company Limited (南京中生聯合股份有限公司) (3332.HK) since 23 August 2024, and for C&D International Investment Group Limited (建發國際投資集團有限公司) (1908.HK) since 30 August 2024.

Mr. Yau obtained a master’s degree in professional accounting and corporate governance from The City University of Hong Kong (香港城市大學). Mr. Yau is a Chartered Secretary, a Chartered Governance Professional and an associate member of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute.

### BOARD COMMITTEES

Our Board delegates certain responsibilities to various committees. In accordance with the Corporate Governance Code in Appendix C1 to the Listing Rules (the “**Corporate Governance Code**”), our Company has formed three Board committees, namely the Audit Committee, the Nomination Committee and the Remuneration and Appraisal Committee.

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## DIRECTORS AND SENIOR MANAGEMENT

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### Audit Committee

We have established the Audit Committee pursuant to Rule 3.21 of the Listing Rules with written terms of reference in compliance with paragraph D.3 of Part 2 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules. The primary duties of the Audit Committee are to review and supervise our financial reporting process and internal control system of our Group, risk management and internal audit, provide advice and comments to our Board and perform other duties and responsibilities as may be assigned by our Board.

The Audit Committee consists of three Directors, namely Ms. Liu Yueheng (劉玥衡), Mr. Li Qingfeng (李慶豐) and Dr. Yang Jianguo (楊建國), with Ms. Liu Yueheng (劉玥衡) being the chairperson. She is an independent non-executive Director and possesses the appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) and Rule 3.21 of the Listing Rules.

### Remuneration and Appraisal Committee

We have established the Remuneration and Appraisal Committee pursuant to Rule 3.25 of the Listing Rules with written terms of reference in compliance with paragraph E.1 of Part 2 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules. The primary duties of the Remuneration and Appraisal Committee are to (i) establish, review and provide advice to our Board on our policies concerning remuneration of Directors and senior management officers and on the establishment of a formal and transparent procedure for developing policies concerning such remuneration, (ii) to determine the terms of the specific remuneration package of each executive Director and senior management, (iii) to review and approve performance-based remuneration by reference to corporate goals and objectives resolved by our Directors from time to time, and (iv) to review and approve matters relating to share schemes under Chapter 17 of the Listing Rules.

The Remuneration and Appraisal Committee consists of three Directors, namely Dr. Feng Hutian (馮虎田), Mr. Li Yuhao (李宇昊) and Dr. Yang Jianguo (楊建國), with Dr. Feng Hutian (馮虎田) being the chairperson.

### Nomination Committee

We have established the Nomination Committee pursuant to Rule 3.27A of the Listing Rules with written terms of reference in compliance with paragraph B.3 of Part 2 of the Corporate Governance Code as set out in Appendix C1 of the Listing Rules. 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 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 and (iii) assess the independence of our independent non-executive Directors and make recommendations on matters relating to the appointment, reappointment and removal of our Directors and succession planning.

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## DIRECTORS AND SENIOR MANAGEMENT

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The Nomination Committee consists of three members, namely Dr. Wang, Dr. Feng Hutian (馮虎田) and Ms. Liu Yueheng (劉玥衡), with Dr. Wang being the chairperson.

### BOARD DIVERSITY POLICY

Our Company is dedicated to fortify the effectiveness of our Board and to uphold high standards of corporate governance through the adoption of a board diversity policy. Our Company actively embraces the benefits of having a diverse Board, recognising that cultivating diversity at the Board level is pivotal in attaining our Company’s strategic objectives. To do so, our Company will assess numerous factors, including but not limited to talent, skills, gender, age, cultural and educational background, ethnicity, professional experience, independence, knowledge and length of service. Selection for potential Board candidates will be based on merit and his/her potential contribution to our Board while taking into consideration our own business model and specific needs from time to time. The ultimate decisions of Board appointments will be based on meritocracy and candidates will be considered against objective criteria, having due regard to the benefits of diversity on our Board.

Our Board consists of a balanced blend of knowledge, skills and experience, including engineering, academics and research, business management, and finance and accounting. We have three independent non-executive Directors who have distinct industry backgrounds, representing over one-third of our Board members. Further, our Board consists of male and female members, with age range from 34 to 68 years old. A thorough assessment of our Board’s membership, structure, and composition has led us to believe that our Board configuration is well-balanced, with Directors possessing a rich tapestry of experiences and skills that fortify our operational excellence.

Continuing our commitment to promoting gender diversity across all levels, our Board diversity policy advocates for a progress increase in the representation of female members on the Board post-[REDACTED], whenever feasible, during the selection and recommendation of suitable candidates for Board appointments. We are also dedicated to fostering gender diversity in mid to senior staff recruitment to cultivate a pipeline of female senior management and potential successors to our Board. Striving for an equitable gender balance in alignment with stakeholder expectations and global best practices is a key objective for us. Given the unique backgrounds of our Directors and our specific operational needs, we are confident that our Board composition post-[REDACTED] aligns with the principles outlined in our board diversity policy.

The Nomination Committee is responsible for ensuring the diversity of our Board members. After [REDACTED], the Nomination Committee will periodically review our board diversity policy to ensure its continued effectiveness, with annual disclosures on the implementation of our board diversity policy in our corporate governance report.

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## DIRECTORS AND SENIOR MANAGEMENT

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### DIRECTORS' AND SENIOR MANAGEMENT'S REMUNERATION

Our Directors, Supervisors and members of senior management receive compensation in the form of fees, salaries, allowances and benefits in kind, share-based payments, discretionary bonuses and retirement scheme contributions.

For the three years ended 31 December 2022, 2023 and 2024 and the six months ended 30 June 2025, the aggregate amount of emolument paid or payable to our Directors and Supervisors (including salaries, allowances and benefits in kind, share-based payments, performance-related bonuses and pension scheme contributions), were approximately RMB7.8 million, RMB6.0 million, RMB7.3 million and RMB2.0 million, respectively.

For the three years ended 31 December 2022, 2023 and 2024 and the six months ended 30 June 2025, the aggregate amount of emolument paid or payable to the five highest paid individuals of our Group who are neither a Director nor a Supervisor of the Company were approximately RMB3.8 million, RMB2.3 million, RMB3.3 million and RMB2.4 million, respectively.

During the Track Record Period, no emolument was paid to, or receivable by, our Directors, Supervisors or the five highest paid individuals of our Group as an inducement to join or upon joining our Group or as a compensation for loss of office in the Track Record Period.

Further, none of our Directors had waived any emolument during the same period. Pursuant to existing arrangements that are currently in force as at the date of this document, the emolument (including salaries, bonuses, allowances and benefits in kind, share-based payments, performance-related bonuses and pension scheme contributions) payable to our Directors and Supervisors by us for the year ending 31 December 2025 are estimated to be no more than approximately RMB6.0 million in aggregate.

Our Board will review and determine the emoluments and compensation packages of our Directors and members of senior management. Following the [REDACTED], our Board will receive recommendations from our Remuneration and Appraisal Committee which will take into account salaries paid by comparable companies, time commitment and responsibilities of our Directors and performance of our Group.

Save as disclosed above, no other emolument had been paid, or are payable, by any member of our Group to our Directors or Supervisors during the Track Record Period. For additional information on our Directors' and Supervisors' emoluments during the Track Record Period as well as information on the highest paid individuals, please see Notes 9 in the Accountants' Report set out in Appendix I to this document.

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## DIRECTORS AND SENIOR MANAGEMENT

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### COMPLIANCE ADVISOR

Pursuant to Rule 3A.19 of the Listing Rules, we have appointed Guotai Junan Capital Limited as our compliance advisor (the “**Compliance Adviser**”). Pursuant to Rule 3A.23 of the Listing Rules, the Compliance Adviser will provide advice when consulted by the Company in relation to the followings:

- before the publication of any regulatory announcement, circular or financial report;
- where a transaction, which might be a notifiable or connected transaction, is contemplated including share issues, sales or transfers of treasury shares and share repurchases;
- where we procure to use the [REDACTED] from the [REDACTED] in a manner different from that detailed in this document or where its business activities, developments or results deviate from any forecast, estimate, or other information in this document; and
- where the Stock Exchange makes any inquiry to our Company regarding unusual movement in the price or trading volume of our H Shares under Rule 13.10 of the Listing Rules.

The term of appointment of the Compliance Adviser shall commence on the [REDACTED] and is expected to end on the date on which our Company distributes our annual report in respect of our financial results for the first full financial year commencing after the [REDACTED].

### CORPORATE GOVERNANCE CODE

We aim to achieve high standards of corporate governance which are crucial to our development and safeguard the interests of our Shareholders. To accomplish this, we expect to comply with the Corporate Governance Code and the associated Listing Rules after the [REDACTED].

Pursuant to code provision C.2.1 of Part 2 of the Corporate Governance Code, companies listed on the Stock Exchange are expected to comply with, but may choose to deviate from the requirement that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Dr. Wang currently performs both roles of chairman and chief executive for having been appointed as the chairman of our Board and the general manager of our Company. Our Board believes that vesting the roles of both the chairman of our Board and general manager in the same person has the benefit of (1) ensuring consistent leadership within our Company, (2) enabling more effective and efficient overall strategic planning for our Company, and (3) facilitating the flow of information between the management and our Board. Our Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable our Company to make and implement decisions promptly and effectively. Our Board will continue to review and consider splitting the roles of the chairman of our Board and the general manager of our Company at a time when it is appropriate by taking into account the circumstances of our Company as a whole.