BOARD OF DIRECTORS

Our Board of Directors comprises nine Directors, including four executive Directors, two non-executive Directors and three independent non-executive Directors, the key information of whom are set out as follows:

Name	Age	Date of joining our Group	Date of appointment as Director	Existing position(s) in our Group	Roles and responsibilities	Relationship with other Directors and senior management
Executive Directors						
Mr. Chen Chengwen (陳承文)	46	September 21, 2016	September 21, 2016	Executive Director, chairman of our Board and general manager	Overall development strategies, major decisions and overall management of our Group	None
Mr. Zhou Ke (周珂)	47	September 21, 2016	June 20, 2018	Executive Director, deputy general manager and chief technology officer	Technical and strategic planning, research and development management of our Group	None
Ms. Luo Haiyan (羅海燕)	50	December 1, 2017	April 13, 2023	Executive Director, deputy general manager and chief operating officer	Overall operations and supply chain management of our Group	None
Mr. Liu Longlong (劉龍龍)	38	September 21, 2016	May 20, 2025	Executive Director	Overseeing the new business expansion of our Group	None
Non-executive Directors						
Mr. Wu Zhigang (吳志剛)	40	October 26, 2020	October 26, 2020	Non-executive Director	Providing guidance for the strategy and business development of our Group	None
Mr. Kuang Tianyin (匡天胤)	32	May 20, 2025	May 20, 2025	Non-executive Director	Providing guidance for the strategy and business development of our Group	None
Independent non-executive Directors						
Mr. Zhou Zhongkui (周重揆)	61	May 20, 2025	May 20, 2025	Independent non-executive Director	Providing independent advice to our Board	None

Name	Age	Date of joining our Group	Date of appointment as Director	Existing position(s) in our Group	Roles and responsibilities	Relationship with other Directors and senior management
Mr. Zhang Junyi (張君毅)	47	May 20, 2025	May 20, 2025	Independent non-executive Director	Providing independent advice to our Board	None
Mr. Tam Wai Ho (譚偉豪)	62	May 20, 2025	May 20, 2025	Independent non-executive Director	Providing independent advice to our Board	None

Executive Directors

Mr. Chen Chengwen (陳承文), aged 46, was appointed as our Director on September 21, 2016, the general manager on September 21, 2016, the chairman of our Board on June 20, 2018 and was re-designated as our executive Director on May 20, 2025 which will take effect upon **[REDACTED]**.

Prior to founding our Company, from July 2003 to January 2004, he worked at Shenzhen Puyang Technology Co., Ltd. (深圳市普揚技術有限公司). From March 2004 to November 2005, he worked at Jianji Network Technology (Shenzhen) Co., Ltd. (健集網絡技術(深圳)有限公司) ("**Jianji Network Technology**"). From November 2005 to July 2009, he worked at Huawei Technologies Co., Ltd (華為技術有限公司) ("**Huawei Technologies**"), an information and communication technology infrastructure and intelligent terminal devices provider. From July 2009 to September 2013, he successively served as the manager of the pilot testing department, deputy director and director of the product department at Beijing Autelan Technology Co., Ltd. (北京傲天動聯技術股份有限公司) (now known as Beijing Autelan Technology Limited (北京傲天動聯技術有限公司)) ("**Beijing Aotian**"), a technology company, where he was primarily responsible for the overall operations of the pilot testing department and the product department of the company. From September 2013 to November 2014, he worked as the director of research and development and operations at Shenzhen Jizhi Huiyi Technology Co., Ltd (深圳市極致匯儀科技有限公司), a company principally engaged in instrument manufacturing, research and development and sales, where he was primarily responsible for the management of research and development and the overall operations of supply chain, as well as the production manufacturing.

Mr. Chen obtained his bachelor's degree in materials science and engineering from Wuhan University of Technology (武漢理工大學) in the PRC in July 2002.

Mr. Zhou Ke (周珂), aged 47, joined our Group on September 21, 2016 as the chief technology officer. Mr. Zhou was appointed as our Director and deputy general manager on June 20, 2018, and was re-designated as our executive Director on May 20, 2025 which will take effect upon **[REDACTED]**.

From March 2003 to July 2003, he worked at the Shenzhen Branch of Beijing Harbor Networks Limited (北京港灣網絡有限公司) (now known as Harbor Networks Limited (港灣網絡有限公司)) ("**Harbor Networks**"). From August 2003 to March 2006, he worked at Jianji Network Technology. From June 2006 to May 2007, he served at Huawei Technologies. From May 2008 to August 2016, he held dual roles as the vice president of the research and development department and the general manager of its Shenzhen subsidiary at Beijing Aotian, where he was primarily responsible for the management of the supply chain, the pilot testing department and IoT (Internet of things) product line.

Mr. Zhou obtained his bachelor's degree in optoelectronics from Xidian University (西安電子科技大學) in the PRC in July 2001.

Ms. Luo Haiyan (羅海燕), aged 50, joined our Group on December 1, 2017. Ms. Luo was appointed as our Director on April 13, 2023, the chief operation officer on March 4, 2025, the deputy general manager on May 20, 2025, and was re-designated as our executive Director on May 20, 2025 which will take effect upon **[REDACTED]**.

From November 2007 to April 2010, she worked at the Shenzhen office of Harbor Networks. From May 2010 to May 2011, she worked at Beijing Xieyuan Tiancheng Technology Co., Ltd (北京攜遠天成技術有限公司), a high-tech enterprise. From June 2011 to November 2017, she worked as the manager of the procurement department at Beijing Aotian, where she was primarily responsible for the management of the production department and supply chain delivery.

Ms. Luo graduated from Central Radio and Television University (中央廣播電視大學) (now known as The Open University of China (國家開發大學)) in January 2009 majoring in administration management.

Mr. Liu Longlong (劉龍龍), aged 38, joined our Group on September 21, 2016 as the director of new business department. Mr. Liu was appointed as our Director on May 20, 2025, and re-designated as our executive Director on May 20, 2025 which will take effect upon **[REDACTED]**.

From September 2011 to October 2012, Mr. Liu worked as a software engineer at Wuxi Dayuan Guangsheng Electric Co., Ltd. (無錫市大元廣盛電氣股份有限公司), a company specializing in motor drivers. From March 2013 to April 2014, he served as a senior software engineer at Shenzhen Bida Measurement and Control Technology Co., Ltd. (深圳必達測控技術有限公司), a manufacturer of battery testing equipment. From June 2014 to November 2015, he worked as a senior software engineer at Shenzhen Eview Automation Technology Co., Ltd. (深圳億維自動化技術有限公司), a company principally engaged in producing programmable logic controller, human-machine interface and motor drivers.

Mr. Liu obtained his bachelor's degree in electrical engineering and automation from Qingdao University of Technology (青島理工大學) in the PRC in June 2011.

Non-executive Directors

Mr. Wu Zhigang (吳志剛), aged 40, was appointed as our Director on October 26, 2020 and re-designated as our non-executive Director on May 20, 2025 which will take effect upon **[REDACTED]**.

Mr. Wu possesses over 10 years of experience in government industrial investment planning and private equity investment. From June 2010 to July 2012, Mr. Wu worked at State Grid Electric Power Research Institute Co., Ltd. (國網電力科學研究院有限公司). In June 2012, he was admitted to serve as a civil servant at Nanjing Municipal Commission of Economy and Information Technology (南京市經濟和信息化委員會). He joined Jiangsu Addor Equity Investment Fund Management Co., Ltd. (江蘇毅達股權投資基金管理有限公司) in August 2015, currently serving as its partner, and accumulated extensive investment experience in the automotive industry, power electronics and semiconductor sectors.

Mr. Wu obtained his master's degree in microelectronics and solid-state electronics from Nanjing University (南京大學) in June 2010. He obtained the fund industry qualification certificate (基金從業資格證) issued by the Asset Management Association of China (中國證券投資基金業協會) in June 2017.

Mr. Kuang Tianyin (匡天胤), aged 32, was appointed as our Director on May 20, 2025 and re-designated as our non-executive Director on May 20, 2025 which will take effect upon **[REDACTED]**.

Since April 2019, Mr. Kuang has been working at China Science and Technology Industry Investment Management Co., Ltd. (中國科技產業投資管理有限公司), a market-oriented private equity investment firm focusing on cutting-edge technology, where he successively served as analyst and investment manager and is currently an associate investment director.

Mr. Kuang obtained his bachelor's degree in finance from Renmin University of China (中國人民大學) in June 2015. He further earned his master's degree in management from HEC Paris in France in October 2018. He obtained the fund industry qualification certificate (基金從業資格證) issued by the Asset Management Association of China (中國證券投資基金業協會) in August 2020.

Independent non-executive Directors

Mr. Zhou Zhongkui (周重揆), aged 61, was appointed as our Director on May 20, 2025 and re-designated as our independent non-executive Director on May 20, 2025 which will take effect upon **[REDACTED]**.

Mr. Zhou Zhongkui has over 25 years of experience in the accounting industry. Prior to joining our Group, he successively served as a deputy director and the chairman of Kaiyuan Xinde Certified Public Accountants Co., Ltd. (開元信德會計師事務所有限公司) from 1999 to 2009. Since January 2010, he has been working at Pan-China Certified Public Accountants LLP (天健會計師事務所(特殊普通合夥)), where he successively served as the deputy director of the management committee, the executive president, and the general manager and party secretary of Beijing branch from January 2010 to December 2023, the executive president and party secretary of Beijing branch from January 2024 to December 2024 and has been serving as the senior counsel and party secretary of Beijing branch since January 2025. During his tenure at the aforementioned accounting firms, Mr. Zhou Zhongkui has served as the signing certified public accountant and the project leader for the annual financial settlement audit project of several large central and state-owned enterprises. He also presided over the audit services for the restructuring, listing and refinancing of multiple of companies.

Mr. Zhou Zhongkui obtained his bachelor's degree in fiscal levy from Zhongnan University of Economics and Law (中南財經政法大學) in the PRC in July 1988 and his master of business administration degree from Tsinghua University (清華大學) in the PRC in January 2008. Mr. Zhou was qualified as a Certified Public Accountant (註冊會計師) by the Chinese Institute of Certified Public Accountants (中國註冊會計師協會) in November 1995. Mr. Zhou Zhongkui was awarded as a senior member of the Chinese Institute of Certified Public Accountants (中國註冊會計師協會) in November 2010 and a leading talent in accounting (全國註冊會計師領軍人才) by the Ministry of Finance of the People's Republic of China (中華人民共和國財政部) in November 2014.

Mr. Zhang Junyi (張君毅), aged 47, was appointed as our Director on May 20, 2025 and re-designated as our independent non-executive Director on May 20, 2025 which will take effect upon **[REDACTED]**.

Mr. Zhang worked at Roland Berger Enterprise Management (Shanghai) Co., Ltd. from August 2004 to June 2006 and August 2008 to October 2016 with his last position as a partner. He also worked as the managing partner at Shanghai Weishang Enterprise Management Consulting Co., Ltd. (NIO Capital) (上海蔚尚企業管理諮詢有限公司) (蔚來資本) from October 2016 to December 2019, and joined Ping An International Smart City Technology Co., Ltd. (平安國際智慧城市科技股份有限公司) (formerly known as Shenzhen Ping An Zhihui Enterprise Information Management Co., Ltd. (深圳平安智匯企業信息管理有限公司)), a subsidiary of Ping An Insurance (Group) Company of China, Ltd. (中國平安保險(集團)股份有限公司), a company listed on the Main Board of the Stock

Exchange (stock code: 2318), in January 2020 as a deputy general manager. He worked as the and the head of automotive business in the Greater China of Oliver Wyman Consulting (Shanghai) Ltd. (奧緯企業管理諮詢(上海)有限公司) from July 2021 to August 2024. Since August 2024, he has been serving as the chief financial officer of the intelligent vehicle business group at SenseAuto Technology Development Limited (絕影汽車技術發展有限公司), an AI company dedicated to the automotive industry. In addition, Mr. Zhang has also been serving as the independent director of Shanghai Feilo Acoustics Co., Ltd (上海飛樂音響股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 600651), since February 2023 and the independent non-executive director of Chenqi Technology Limited, a company listed on the Main Board of the Stock Exchange (stock code: 9680), since June 2024.

Mr. Zhang was a director of Beijing Deqidao Testing and Certification Co., Ltd. (北京德其道檢測認證有限公司), a company established in the PRC. The company's business license was revoked on July 22, 2020 due to ceasing to operate business for six consecutive months without legitimate reasons.

Mr. Zhang has been a member of the digitalization and intelligent manufacturing working committee of the China Society of Automotive Engineers (中國汽車工程學會數字化與智能製造工作委員會) since January 2023. He has also been awarded as the Outstanding Young and Middle-aged Talent in Jing'an District, Shanghai in 2015 and Roland Berger Best Mentor Award in China in 2015.

Mr. Zhang obtained a professional certificate in economics minor in Fudan University (復旦大學) in the PRC in September 2000, a bachelor's degree in engineering in Tongji University (同濟大學) in the PRC in July 2001 and a master's degree in vehicle engineering in Tongji University (同濟大學) in the PRC in May 2005.

Mr. Tam Wai Ho (譚偉豪), aged 62, was appointed as our Director on May 20, 2025 and re-designated as our independent non-executive Director on May 20, 2025 which will take effect upon **[REDACTED]**.

Mr. Tam is a technology-oriented entrepreneur who has over 20 years of experience in business management. Mr. Tam is one of the founders of Group Sense (International) Limited (權智(國際)有限公司) (now known as Rare Earth Magnesium Technology Group Holdings Limited (稀鎂科技集團控股有限公司)) ("**Group Sense**"), a company principally engaged in development of electronic and educational products, and launched electronic dictionaries branded as Instant-Dict (快譯通), whose shares are listed on the Main Board of the Stock Exchange in January 1993 (stock code: 601). He served as the chairman and an executive director of Group Sense from November 1992 to March 2015, where he was mainly responsible for the overall planning and financial management, and a non-executive director of Group Sense from March 2015 to June 2020.

Mr. Tam has been serving as a director of the Hong Kong Innovation Angel Investment Limited (香港英諾天使投資有限公司) since June 2016, a director of Hong Kong Industry University Research Collaboration Association Limited (香港產學研合作促進會有限公司) since October 2014 and a director of Hong Kong-Shenzhen United Investment Fund Limited (深港聯合投資基金有限公司) since January 2016.

Mr. Tam obtained his bachelor of science degree from The Chinese University of Hong Kong in May 1986 and his doctor of philosophy degree from The Hong Kong Polytechnic University in December 2005. From 2008 to 2012, Mr. Tam served as a member of the Legislative Council of Hong Kong. He was awarded the Hong Kong Young Industrialist Award (香港青年工業家獎) in 1992, the Hong Kong Ten Outstanding Young Persons (香港十大傑出青年) in 1997. He was appointed as the Justice of the Peace (JP) (太平紳士) in Hong Kong in July 2006. In addition, he was conferred as the honorary fellow by The Hong Kong University of Science and Technology in June 2008 and the honorary university fellowship by The Open University of Hong Kong in November 2017.

Mr. Tam served as the chairman, director or legal representative of the following companies which were incorporated in the PRC or Hong Kong and were subsequently revoked or dissolved on the date as listed in the table below:

Name of company	Place of incorporation	Nature of business	Role(s)	Date of revocation of business license or dissolution (striking off)	Reasons for revocation of business license or dissolution (striking off)
ASIA PACIFIC INTELLECTUAL CAPITAL CENTRE LIMITED (亞太知識資本中心有限公司)	Hong Kong	Dormant	Director	Dissolved on July 26, 2019 (Striking off)	No actual operations for an extended period
ZOTH LIMITED	Hong Kong	Application programming	Director	Dissolved on September 6, 2013 (Striking off)	No actual operations for an extended period
Shenzhen Sense Electronic Technology Co., Ltd. (深圳權智電子科技有限公司)	PRC	Technical development, wholesale, import and export of intelligent robots, smart home systems and products, electronic dictionary learning machines, personal information terminal devices, communication products, electronic products, and related supporting businesses	Legal representative, chairman and director	Revoked on January 10, 2001	No actual operations for an extended period
Beijing Sense Science and Education Electronics Development Co., Ltd. (北京權智科教電子開發有限公司)	PRC	Production of computer software and supporting hardware, high-tech educational electronic products and related technical consulting services; sales of self-produced products	Legal representative, chairman and director	Revoked on January 24, 1998	No actual operations for an extended period

Name of company	Place of incorporation	Nature of business	Role(s)	Date of revocation of business license or dissolution (striking off)	Reasons for revocation of business license or dissolution (striking off)
Guangdong Sense Mobile Communication Equipment Co., Ltd. (廣東省權智移動通訊設備有限公司)	PRC	Mobile phones, wireless pagers, electronic products, electronic computers and components	Legal representative and executive director	Revoked on January 13, 2009	No actual operations for an extended period
Shenzhen Huajian Huizhi Technology Co., Ltd. (深圳華建匯智科技有限公司)	PRC	Development, production and operation of language information processing products and related components	Director	Revoked on February 1, 2005	No actual operations for an extended period

As confirmed by Mr. Tam, to the best of his knowledge, the aforementioned companies were inactive and solvent prior to its revocation of business license or dissolution (striking off) and that, as of the Latest Practicable Date, no claims had been made against him and he was not aware of any actual or potential liability or obligation being imposed against him by reason of such revocation of business license or dissolution (striking off).

Save as disclosed above, each of our Directors has confirmed that he/she has no other relationship with any other Directors, senior management, substantial Shareholders or Controlling Shareholders of our Company and none of our Directors has held any other directorships in listed companies during the three years immediately preceding the date of this document. Save as disclosed above, each of our Directors has confirmed that there are no other matters relating to his/her appointment as a Director that need to be brought to the attention of our Shareholders and there is no other information in relation to his/her appointment which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

Each of our Directors has confirmed that he/she has obtained the legal advice on June 10, 2025 with regards to the requirements under the Listing Rules that are applicable to him/her as a director of a **[REDACTED]** 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 **[REDACTED]** issuer.

Each of our independent non-executive Directors has confirmed his independence with regards to each of the factors as set out in Rule 3.13(1) to (8) of the Listing Rules and that there are no other factors that may affect his independence at the time of his appointment.

SENIOR MANAGEMENT

Our senior management team includes Mr. Chen Chengwen, Mr. Zhou Ke, Ms. Luo Haiyan (the biographies of whom are set out in "– Board of Directors – Executive Directors" above and Mr. Peng Cong (彭聰). The following table sets out the information on Mr. Peng Cong (彭聰):

Name	Age	Date of joining our Group	Date of appointment as senior management	Existing position(s) in our Group	Roles and responsibilities	Relationship with other Directors and senior management
Mr. Peng Cong (彭聰)	37	January 1, 2025	May 20, 2025	Chief financial officer and secretary of our Board	Overall financial management of our Group	None

Mr. Peng Cong (彭聰), aged 37, is our chief financial officer and secretary of our Board and is primarily responsible for the overall financial management of our Group.

Prior to joining our Group, Mr. Peng worked at Shenzhen Xinya Electronic Process Co., Ltd. (深圳市新亞電子製程股份有限公司) (now known as Xinya Process (Zhejiang) Co., Ltd. (新亞製程(浙江)股份有限公司)), a company listed on the Shenzhen Stock Exchange (stock code: 002388), from June 2015 to July 2018 where he had served as the general manager assistant, the deputy general manager and secretary of the board. From July 2018 to April 2021, Mr. Peng worked as the deputy general manager at Bohan Investment (Shenzhen) Co., Ltd. (伯翰投資(深圳)有限公司), an investment company. From April 2021 to February 2025, Mr. Peng served as partner at Shenzhen Sanhui Capital Private Equity Fund Management Co., Ltd. (深圳市三匯資本私募股權基金管理有限公司), a company principally engaged in private equity investments.

Mr. Peng obtained his bachelor's degree in finance from the South China University of Technology (華南理工大學) in the PRC in July 2011. He further obtained his master's degree in finance from the Carey Business School at the Johns Hopkins University in the United States in December 2014. Mr. Peng was awarded the Chartered Financial Analyst (CFA) designation by the CFA Institute (特許金融分析師協會) in January 2017.

JOINT COMPANY SECRETARIES

Ms. Yang Cuiping (楊翠萍), was appointed as the manager of the investment and financing department on April 1, 2025 and a joint company secretary of our Company on June 5, 2025.

Prior to joining our Group, from September 2016 to June 2018, Ms. Yang worked at Shenzhen Qianhai Shiji Longwen Capital Management Co., Ltd. (深圳前海世紀龍文資產管理有限公司). From July 2018 to March 2019, she worked at Shenzhen Rhino Star Information Co., Ltd. (深圳犀牛之星信息股份有限公司). From April 2019 to July 2021, she worked at Shenzhen Dena Baichuan Industrial Co., Ltd. (深圳市德納百川實業有限公司). From August 2021 to August 2024, she worked at Ningbo Meishan Bonded Port Zone Zhuode Investment Management Co., Ltd. (寧波梅山保稅港區卓德投資管理有限公司) as a senior investment manager. From August 2024 to March 2025, she served as a senior fund operational manager at Shenzhen Unite Pioneers Capital Co., Ltd. (深圳市聚合資本有限公司).

Ms. Yang obtained her bachelor's degree in finance from Shenzhen University (深圳大學) in the PRC in June 2016.

Ms. Lam Wai Yee Sophie (林慧怡) was appointed as a joint company secretary of our Company on November 14, 2025.

Ms. Lam is currently a Vice President of SWCS Corporate Services Group (Hong Kong) Limited, primarily responsible for company secretarial and compliance services for both listed and non-listed companies. With over 20 years of experience in the company secretarial and compliance profession, Ms. Lam has served as the Company Secretary and a Joint Company Secretary of several companies listed on the Main Board of The Stock Exchange of Hong Kong Limited.

Ms. Lam holds a Bachelor of Arts (Honours) in Translation and a Postgraduate Diploma in Corporate Administration. She is a Chartered Secretary, a Chartered Governance Professional and a Fellow of The Chartered Governance Institute in the United Kingdom and The Hong Kong Chartered Governance Institute, and holds a Practitioner's Endorsement from The Hong Kong Chartered Governance Institute.

Ms. Lam's professional experience spans diverse industries, including real estate development, securities and finance, manufacturing, technology, media, energy and power, food and beverage, hotel and leisure, and conglomerates.

Ms. Lam has led numerous corporate exercises, including substantial acquisitions and disposals, asset injections, general offers, capital reorganizations, convertible note issuances, share placements, rights issues and various connected transactions.

BOARD COMMITTEES

Our Board has established the Audit Committee, the Remuneration and Appraisal Committee, the Nomination Committee and the Strategy and Sustainable Development Committee and delegated various responsibilities to these committees, which assist our Board in discharging its duties and overseeing particular aspects of our Group's activities.

Audit Committee

We have established the Audit Committee on May 20, 2025 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. The Audit Committee consists of Mr. Zhou Zhongkui, Mr. Zhang Junyi and Mr. Wu Zhigang. Mr. Zhou Zhongkui is the chairman of the Audit Committee. Mr. Zhou Zhongkui has the appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules.

The primary duties of the Audit Committee include, but not limited to (i) handling of the relationship with external auditors, including advising our Board on their appointment and removal, monitoring their audit process and developing the relevant policies;(ii) reviewing and providing advice on our financial information; (iii) overseeing our financial reporting system, risk management and internal control systems; (iv) performing our corporate governance functions; and (v) performing other duties and responsibilities as assigned by our Board and/or required by the relevant laws and regulations.

Remuneration and Appraisal Committee

We have established the Remuneration and Appraisal Committee on May 20, 2025 pursuant to Rule 3.25 of the Listing Rules with written terms of reference in compliance with paragraph E. l of Part 2 of the Corporate Governance Code. The Remuneration and Appraisal Committee consists of Mr. Tam Wai Ho, Mr. Zhou Zhongkui and Mr. Zhou Ke. Mr. Tam Wai Ho is the chairman of the Remuneration and Appraisal Committee.

The primary duties of the Remuneration and Appraisal Committee include, but not limited to (i) making recommendations to our Board on our policy and structure for remuneration of our Directors and senior management and on the establishment of a formal and transparent procedure for developing remuneration policies; (ii) reviewing and approving the management team's remuneration proposals with reference to corporate goals and objectives; (iii) determining the remuneration packages of each executive Director and senior management; (iv) making recommendations to our Board on the remuneration of non-executive Directors; (v) considering salaries paid by comparable companies, time commitment and responsibilities and employment conditions for other employees of our Group; (vi) reviewing and approving the compensation payable to executive Directors and senior management for any loss or termination of office or appointment to ensure that it is consistent with contractual terms and is otherwise fair and not excessive; (vii) reviewing and approving compensation arrangements relating to dismissal or removal of Directors for misconduct to ensure that they are consistent with contractual terms and are otherwise reasonable and appropriate; (viii) ensuring that no Director or any of his/her associates is involved in deciding that Director's own remuneration; (ix) reviewing and/or approving matters relating to share schemes under Chapter 17 of the Listing Rules; and (x) performing other duties and responsibilities as assigned by our Board and/or required by the relevant laws and regulations.

Nomination Committee

We have established the Nomination Committee on May 20, 2025 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. The Nomination Committee consists of Mr. Zhang Junyi, Mr. Tam Wai Ho and Ms. Luo Haiyan. Mr. Zhang Junyi is the chairman of the Nomination Committee.

The primary duties of the Nomination Committee are to (i) reviewing the structure, size and composition (including the skills, knowledge, experience and diversity of perspectives) of our Board at least annually and making recommendations on any proposed changes to our Board to complement our corporate strategy; (ii) identifying individuals suitably qualified to become Directors and selecting or making recommendations to our Board on the selection of individuals nominated for directorships; (iii) assessing the independence of independent non-executive Directors; (iv) making recommendations to our Board on the appointment or re-appointment of Directors and succession planning for Directors, in particular the chairperson of our Board and the chief executive; (v) reviewing our board diversity policy, any measurable objectives for implementing such board diversity policy as may be adopted by our Board from time to time, and the progress on achieving the objectives; (vi) proposing there solutions to elect independent non-executive Directors at the general meeting and setting out the selection processes and reasons in the circular to Shareholders and/or explanatory statement accompanying the notice of the relevant general meeting; (vii) performing our corporate governance functions; (viii) reviewing the implementation and effectiveness of our mechanism(s) to ensure independent views and opinions are available to our Board; and (ix) performing other duties and responsibilities as assigned by our Board and/or required by the relevant laws and regulations.

Strategy and Sustainable Development Committee

We have established the Strategy and Sustainable Development Committee on May 20, 2025 with written terms of reference. The Strategy Committee consists of Mr. Chen Chengwen, Mr. Zhou Ke and Mr. Zhang Junyi. Mr. Chen Chengwen is the chairman of the Strategy and Sustainable Development Committee.

The primary duties of the Strategy and Sustainable Development Committee are to: (i) considering and making recommendations to the Board on the Company's long-term development strategies, major investment and financing plans, major capital operation and asset operation, and other major issues affecting the development of our Company; (ii) inspection of the implementation of the above matters; and (iii) other responsibilities authorized by the Board.

BOARD DIVERSITY POLICY

Our Board has adopted a board diversity policy which sets out the approach to achieve diversity on our Board. Our Company recognizes and embraces the benefits of having a diverse Board and sees increasing diversity at the Board level as an essential element in supporting the attainment of our Company's strategic objectives and sustainable development. Our Company seeks to achieve Board diversity through the consideration of a number of factors, including but not limited to talent, skills, gender, age, cultural and educational background, ethnicity, professional experience, independence, knowledge and length of service. We will select potential Board candidates 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. All 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 has a balanced mix of knowledge, skills and experience, including but not limited to electronic science, engineering, business management, accounting and financial management, investment and corporate governance. Members of our Board have obtained degrees in various majors including materials science and engineering, optoelectronics, administration management, electrical engineering and automation, microelectronics and solid-state electronics and finance. We have three independent non-executive Directors from different backgrounds, including accounting engineering and investment. Furthermore, our Directors are of a wide range of age, from 32 years old to 62 years old.

With regards to gender diversity on the Board, we recognize the particular importance of gender diversity. Our Board currently comprises one female Director and eight male Directors and expects to maintain the same gender mix in the Board upon **[REDACTED]**. We have taken and will continue to take steps to promote and enhance gender diversity at all levels of our Company, including but without limitation at our Board and senior management levels. Our board diversity policy provides that our Board should aim to increase the proportion of female members over time after **[REDACTED]** where possible when selecting and making recommendations on suitable candidates for Board appointments. We will also ensure that there is gender diversity when recruiting staff at mid to senior level so that we will have a pipeline of female senior management and potential successors to our Board going forward. It is our objective to maintain an appropriate balance of gender diversity with reference to the expectations of stakeholders and international and local recommended best practices.

Our Nomination Committee is responsible for ensuring the diversity of our Board members. After **[REDACTED]**, our Nomination Committee will review our board diversity policy and its implementation from time to time to monitor its continued effectiveness and we will disclose the implementation of our board diversity policy, including any measurable objectives and the progress on achieving these objectives, in our corporate governance report on an annual basis.

COMPLIANCE ADVISOR

We have appointed Guotai Junan Capital Limited as our compliance advisor pursuant to Rule 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, our compliance advisor will advise our Company in the following circumstances:

- before the publication of any regulatory announcement, circular or financial report;
- where a transaction, which might be a notifiable or connected transaction under the Listing Rules, is contemplated including shares issues, sales or transfers of treasury shares and share repurchases;
- where our Company proposes to use the **[REDACTED]** from 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 or other information in this document; and
- where the Stock Exchange makes an inquiry of our Company regarding unusual movements in the price or trading volume of our Shares under Rule 13.10 of the Listing Rules.

The term of the appointment shall commence on the **[REDACTED]** and end on the date on which our Company distribute our annual report in respect of our financial results for the first full financial year commencing after the **[REDACTED]**.

CORPORATE GOVERNANCE

Our Directors recognize the importance of incorporating elements of good corporate governance in the management structures and internal control procedures of our Group so as to achieve effective accountability. Our Company has adopted the code provisions stated in the Corporate Governance Code.

Our Company is committed to the view that our Board should include a balanced composition of executive Directors, non-executive Directors and independent non-executive Directors so that there is a strong independent element on our Board, which can effectively exercise independent judgement. It is expected that our Group will be able to continue to comply with the code provisions in the Corporate Governance Code upon the **[REDACTED]**.

Except for the deviation from paragraph C.2.1 of Part 2 of the Corporate Governance Code, our Company's corporate governance practices have complied with the Corporate Governance Code as at the Latest Practicable Date. Paragraph C.2.1 of Part 2 of the Corporate Governance Code stipulates that the roles of chairman of the board and chief executive should be separate and should not be performed by the same individual. We do not have a separate chairman and chief executive and Mr. Chen currently is serving as the chairman of the Board as well as the general manager of our Company. In view that Mr. Chen has been assuming day-to-day responsibilities in operating and managing our Group since 2016 and the development of our Group, our Board believes that with the support of Mr. Chen's extensive experience and knowledge in the business of our Group, vesting the roles of both chairman and chief executive of our Company in Mr. Chen strengthens the consistent and solid leadership of our Group, and thereby allows for efficient business planning and decision which is in the best interest to our Group as a whole. Our Board will continue to review and consider splitting the roles of executive chairman of our Board and the chief executive of our Company at a time when it is appropriate by taking into account the circumstances of our Group as a whole.

Our Directors consider that the deviation from paragraph C.2.1 of Part 2 of the Corporate Governance Code is appropriate in such circumstances. Notwithstanding the above, our Board is also of the view that the current management structure is effective for our Group's operations, and sufficient checks and balances are in place. Our Board will continue to review the effectiveness of the corporate governance structure of our Company in order to assess whether separation of the roles of chairman of our Board and chief executive is necessary.

As Mr. Chen, the chairman of the Board, is not an independent non-executive Director, pursuant to paragraph C.1.8 of Part 2 of the Corporate Governance Code, our Company has designated Mr. Zhang Junyi as the lead independent non-executive Director. The role is not an executive position in the Company and does not have any management role in the Group. As a lead independent non-executive Director, Mr. Zhang will (a) serve as an intermediary for the other Directors and Shareholders; and (b) be available to other Directors and Shareholders where normal communication channels with the chairman or management are inadequate.