

## DIRECTORS AND SENIOR MANAGEMENT

### BOARD OF DIRECTORS

Upon the [REDACTED], our Board of Directors will comprise nine Directors, including four executive Directors, two non-executive Directors and three independent non-executive Directors. The following table sets out certain information in respect of our Directors.

Name	Age	Position/Title	Date of appointment as a Director	Date of joining our Group	Role and responsibility
<b>Executive Directors</b>					
Mr. WANG Bin (王斌) . . . . .	56	Chairman of the Board, executive Director and general manager	April 2003	April 2003	Managing the operations of our Board, overall strategic planning, presiding over the work of our Board and business direction, and risk management of our Group
Mr. XIA Yongtao (夏永濤) . . . . .	51	Executive Director and executive deputy general manager	April 2010	April 2005	Overall strategic planning, business direction and is responsible for the operations of the domestic sales and marketing department
Mr. HAN Lei (韓磊) . . . . .	45	Executive Director and deputy general manager	March 2021	May 2005	Overseeing the overall strategic planning of our Group and is responsible for the operations of the international sales department
Mr. WANG Zhigang (王志剛) . . . . .	46	Executive Director and employee representative Director	April 2023	April 2013	Overseeing management decision-making of our Group and is responsible for the operations of the international sales business
<b>Non-executive Directors</b>					
Mr. DONG Zhendong (董振東) . . . . .	50	Non-executive Director and vice chairman of the Board	September 2025	September 2025	Participating in evaluation and approval of business plans, strategies and major decisions of our Group
Mr. KONG Deren (孔德仁) . . . . .	44	Non-executive Director	March 2025	March 2025	Participating in evaluation and approval of business plans, strategies and major decisions of our Group
<b>Independent non-executive Directors</b>					
Dr. SUN Song (孫松) . . . . .	66	Independent non-executive Director	April 2023	April 2023	Providing independent opinion and judgment to our Board
Ms. SONG Xiumei (宋秀梅) . . . . .	56	Independent non-executive Director	September 2025	September 2025	Providing independent opinion and judgment to our Board
Ms. FAN Xinpeng (范新鵬) . . . . .	47	Independent non-executive Director	September 2025	September 2025	Providing independent opinion and judgment to our Board

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### Executive Directors

**Mr. WANG Bin (王斌)**, aged 56, is the chairman of our Board, an executive Director and the general manager of our Company and is primarily responsible for managing the operations of our Board, overall strategic planning, presiding over the work of our Board and business direction, and risk management of our Group. Mr. Wang was re-designated as an executive Director in September 2025.

Mr. Wang has more than 30 years of working, research and management experience in the aquaculture industry. Mr. Wang founded our Group in April 2003 and has been working in our Company and certain subsidiaries of our Company, including Chunan Qiandao Lake Sturgeon Import and Export Co., Ltd. (淳安千島湖鱘龍進出口有限公司) since May 2008, where he has been working as a director and the legal representative; Quzhou Sturgeon Aquatic Food Technology Development Co., Ltd. (衢州鱘龍水產食品科技開發有限公司) since November 2010, where he has been working as a director, the general manager and the legal representative; and Sichuan Kalujia Technology Development Co., Ltd. (四川卡露伽科技發展有限公司) since December 2021, where he has been working as an executive director and the legal representative.

Prior to joining our Group, Mr. Wang successively served various roles at the Chinese Academy of Fishery Sciences (中國水產科學研究院), including as an officer of the personnel division and deputy officer of the development division from July 1992 to April 2003, and the general manager of the sturgeon breeding technology engineering center from April 1998 to April 2003.

Mr. Wang received his bachelor’s degree in aquaculture from Dalian Ocean University (大連海洋大學) (formerly known as Dalian Fishery College (大連水產學院)) in the PRC in July 1992. Mr. Wang was appointed as a council member of the 11th Council of the China Society of Fisheries (中國水產學會) in November 2022, and has served as the vice chairman of the National Cold-Water Fish Industry Technology Innovation Strategic Alliance (全國冷水性魚類產業技術創新戰略聯盟) since October 2016. Mr. Wang has concurrently been serving as the standing committee member of the First Committee of the Agricultural Industry Branch of the China Association of Agricultural Science Societies (中國農學會農業產業分會第一屆委員會) since November 2025.

**Mr. XIA Yongtao (夏永濤)**, aged 51, is an executive Director and the executive deputy general manager of our Company and is primarily responsible for overall strategic planning, business direction and is responsible for the operational management of the domestic sales and marketing department. Mr. Xia was appointed as a Director in April 2010 and was re-designated as an executive Director in September 2025.

Mr. Xia has more than 25 years of working, research and management experience in the aquaculture industry. After joining our Group in April 2005, Mr. Xia consecutively served as a deputy general manager and executive deputy general manager of our Company. Mr. Xia is also currently serving in various management positions in certain subsidiaries of our Company, including Chunan Qiandao Lake Sturgeon Import and Export Co., Ltd. (淳安千島湖鱘龍進出口有限公司) from July 2014, where he has been working as a director; Liaoning Xunlong Technology Development Co., Ltd. (遼寧鱘龍科技發展有限公司) from April 2020, where he has been working as a director and the legal representative; and Sichuan Kaluga Technology Development Co., Ltd. (四川卡露伽科技發展有限公司) from December 2021, where he has been working as a manager.

Mr. Xia has been an adjunct professor at the School of Life Sciences, Neijiang Normal University (內江師範學院) in the PRC since July 2023 and a student’s mentor at College of Food Science and Engineering, Ocean University of China (中國海洋大學) since May 2025. Mr. Xia has been appointed as an industry mentor for the Professional Master’s Degree Programme in Shanghai Ocean University

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(上海海洋大學) since December 2025. Mr. Xia also previously held various roles at the Chinese Academy of Fishery Sciences (中國水產科學研究院) and the sturgeon breeding technology engineering center thereof from July 1998 to March 2005, including an officer, a manager, assistant to the general manager, and deputy general manager.

Mr. Xia received his bachelor’s degree in mariculture from Shanghai Ocean University (上海海洋大學) (formerly known as Shanghai Fishery University (上海水產大學)) in the PRC in July 1998. Mr. Xia has been serving as the deputy director of the Cold-Water Fish Professional Committee of the China Society of Fisheries (中國水產學會冷水魚專業委員會) since November 2022. Mr. Xia is currently a member of the Political Consultative Conference of Kecheng District, Quzhou City, Zhejiang Province.

**Mr. HAN Lei (韓磊)**, aged 45, is an executive Director and deputy general manager of our Company and is primarily responsible for overseeing the overall strategic planning of our Group and the operations of the international sales department of our Company. Mr. Han was appointed as a Director in March 2021 and was re-designated as an executive Director in September 2025.

Mr. Han has more than 20 years of working, research and management experience in the aquaculture industry. Since joining our Group in May 2005, Mr. Han has been serving as a sales manager, general manager of international business department and deputy general manager of our Company; and as a director of our subsidiary Chunan Qiandao Lake Sturgeon Import and Export Co., Ltd. (淳安千島湖鱘龍進出口有限公司) since September 2020.

Prior to joining our Group, from July 2002 to May 2005, Mr. Han served as a sales manager of the Sturgeon Breeding Technology Engineering Center at the Chinese Academy of Fishery Sciences (中國水產科學研究院).

Mr. Han received his bachelor’s degree in marine management from Ocean University of China (中國海洋大學) (formerly known as Ocean University of Qingdao (青島海洋大學)) in the PRC in July 2002.

**Mr. WANG Zhigang (王志剛)**, aged 46, is an executive Director and the employee representative Director of our Company and is primarily responsible for overseeing management decision-making of our Group and the operations of the international sales business. Mr. Wang Zhigang was appointed as a Director in April 2023 and was re-designated as an executive Director in September 2025.

After joining our Group in April 2013, Mr. Wang Zhigang consecutively served as a sales manager of the sales department, general manager of the international business division, and a director of international sales.

Prior to joining our Group, Mr. Wang Zhigang worked in Zhejiang Qiandao Lake Fangding Aquatic Food Co., Ltd. (浙江千島湖方鼎水產食品有限公司) from December 2008 to March 2013.

Mr. Wang Zhigang graduated from Northeast Electric Power University (東北電力大學) in the PRC with his bachelor’s degree in English in July 2007.

### Non-executive Directors

**Mr. DONG Zhendong (董振東)**, aged 50, is a non-executive Director and vice chairman of our Board and is primarily responsible for participating in evaluation and approval of business plans, strategies and major decisions of our Group. Mr. Dong was appointed as a non-executive Director in September 2025.

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Mr. Dong has been a director and has successively served as executive deputy general manager, general manager, vice chairman and board secretary at Baida Group Co., Ltd. (百大集團股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 600865) (“**Baida Group**”) since December 2017. Prior to joining Baida Group Co., Ltd., Mr. Dong worked at Xizi Lianhe Holding Co., Ltd. (西子聯合控股有限公司) beginning in 2007, and was appointed as an assistant to the president in May 2011. From March 2007 to April 2011, he served as deputy director of the board office and securities affairs representative at Hangzhou Guolu Group Co., Ltd. (杭州鍋爐集團股份有限公司) (a company listed on the Shenzhen Stock Exchange (stock code: 002534)).

Mr. Dong obtained his bachelor of economics degree, majoring in international finance and his master of business administration (MBA) from Zhejiang University (浙江大學) in the PRC in June 1997 and June 2005, respectively.

**Mr. KONG Deren** (孔德仁), aged 44, is a non-executive Director of our Company and is primarily responsible for participating in evaluation and approval of business plans, strategies and major decisions of our Group. Mr. Kong was appointed as a Director in March 2025 and was re-designated as a non-executive Director in September 2025.

Prior to joining our Group, Mr. Kong worked at Shenyin & Wanguo Securities Co., Ltd. (申銀萬國證券股份有限公司) (a company listed on the Shenzhen Stock Exchange under the stock code: 000166 and on the Hong Kong Stock Exchange under the stock code: 6808, currently known as Shenwan Hongyuan Securities Co., Ltd. (申萬宏源證券股份有限公司)) until December 2011. From December 2011 to March 2018, Mr. Kong successively served as an assistant director, director and executive director of the Investment Banking Division at, currently known as Guotai Haitong Securities Co., Ltd. (國泰海通證券股份有限公司). From March 2018 to March 2020, Mr. Kong served as a managing director at Fengshi (Shanghai) Investment Management Co., Ltd. (豐石(上海)投資管理有限公司). Mr. Kong has also been director, board secretary, and chief financial officer at Huadao Data Co., Ltd. (華道數據股份有限公司) from March 2020. Mr. Kong has been serving as the legal representative and a director at Shanghai Jiayumeng Intelligent Technology Co., Ltd. (上海嘉毓銘智能科技有限公司) since October 2025.

Mr. Kong obtained his bachelor’s degree in management majoring in financial management from Jiangsu University (江蘇大學) in the PRC in June 2003 and received his master’s degree in management majoring in accounting from Shanghai University of Finance and Economics (上海財經大學) in the PRC in June 2008.

### Independent Non-executive Directors

**Dr. SUN Song** (孫松), aged 66, is an independent non-executive Director and is primarily responsible for providing independent opinion and judgment to the Board. Dr. Sun was appointed as an independent Director in April 2023 and was re-designated as an independent non-executive Director in September 2025.

Since September 1985, Dr. Sun has successively served as an assistant researcher, researcher, deputy director of research office, party secretary, deputy director and director and currently serves as a second grade researcher at the Institute of Oceanology, Chinese Academy of Sciences (中國科學院海洋研究所). From March 2014 to March 2017, Dr. Sun served as the director at Yantai Institute of Coastal Zone Research, Chinese Academy of Sciences (中國科學院煙台海岸帶研究所). From April 2017 to March 2020, Dr. Sun served as an officer at Qingdao Science and Education Park, Chinese Academy of Sciences (中國科學院青島科教園).

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Dr. Sun received his master’s degree and doctor’s degree in science from the Institute of Oceanology, Chinese Academy of Sciences (中國科學院海洋研究所) in October 1985 and December 1994, respectively.

Dr. Sun was awarded the Distinguished Scientific Achievement Award of the Chinese Academy of Sciences (中國科學院傑出科技成就獎) by the Chinese Academy of Sciences (中國科學院) in January 2016; the Special Prize of the Marine Engineering Science and Technology Award (海洋工程科學與技術獎特等獎) and the First Prize of the Marine Science and Technology Award (海洋科學技術獎一等獎) by the State Oceanic Administration (國家海洋局) in January 2017 and October 2017, respectively; and was elected as an Academician of the International Eurasian Academy of Sciences (國際歐亞科學院院士) by the China Science Center of the International Eurasian Academy of Sciences (國際歐亞科學院中國科學中心) in September 2019.

**Ms. SONG Xiumei (宋秀梅)**, aged 56, is an independent non-executive Director and is primarily responsible for providing independent opinion and judgment to our Board. Ms. Song was appointed as an independent non-executive Director in September 2025.

Ms. Song has been working at China Foreign Affairs University (外交學院) for more than 30 years with her study focusing on civil and commercial law as well as commercial arbitration law. She has been an associate professor and master’s supervisor of the Department of International Law (previously known as International Law Institute) at China Foreign Affairs University (外交學院) since July 2004. Ms. Song has been concurrently serving as an arbitrator of the Eighth Beijing Arbitration Commission (北京仲裁委員會)/Beijing International Arbitration Court (北京國際仲裁中心) since May 2024.

Ms. Song received her bachelor’s degree in economics law from Peking University (北京大學) in the PRC in July 1992 and her master’s degree in international law from China Foreign Affairs University (外交學院) in the PRC in June 1995. Ms. Song has been admitted to the Beijing Arbitration Commission/Beijing International Arbitration Court Panel of Arbitrators since May 25, 2024.

**Ms. FAN Xinpeng (范新鵬)**, aged 47, is an independent non-executive Director and is primarily responsible for providing independent opinion and judgment to our Board. Ms. Fan was appointed as an independent non-executive Director in September 2025.

Ms. Fan has professional experiences in global investment banking, capital market financing, mergers and acquisitions, as well as corporate finance management in the Chinese consumer industry. Prior to joining our Group, Ms. Fan worked in leading global investment banks and accounting firms, including as a senior auditor of Deloitte Touche Tohmatsu (德勤會計師事務所) from September 2004 to June 2007, a manager of Merrill Lynch (Asia Pacific) Limited (美林(亞太)有限公司) from January 2008 to February 2009, and a manager of the advisory department of PricewaterhouseCoopers Ltd. (羅兵咸永道有限公司) from March 2009 to April 2010. From May 2010 to March 2022, she worked in the investment banking division of Morgan Stanley Asia Limited (摩根士丹利亞洲有限公司) where her last position was executive director. From March 2022 to March 2023, Ms. Fan served as the chief financial officer and group vice president of EastGarden (HK) International Company Limited (宜格(香港)國際有限公司). From March 2023 to February 2024, Ms. Fan served as the chief financial officer of Dali Foods Group Company Limited (達利食品集團有限公司). From June 2024, Ms. Fan has been a senior relationship manager at Hongkong & Shanghai Banking Co.

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Ms. Fan has been serving as an independent non-executive director of Tongdao Liepin Group (同道獵聘集團), (a company listed on the Hong Kong Stock Exchange (stock code: 6100)), since September 12, 2023; and an independent non-executive director of PegBio Co., Ltd. (派格生物醫藥(杭州)股份有限公司), (a company listed on the Hong Kong Stock Exchange (stock code: 2565)), from February 2024 to May 2026.

Ms. Fan obtained her bachelor’s degree in marketing in June 1999 from Beijing Technology and Business University (北京工商大學) in the PRC, and her master’s degree in professional accounting in August 2004 from the University of Texas at Austin in the United States. She has been a member of the American Institute of Certified Public Accountants since March 2011.

### SENIOR MANAGEMENT

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

Name	Age	Position/Title	Date of Appointment as a senior management	Date of joining our Group	Role and responsibility
Mr. WANG Bin (王斌) . . . .	56	Chairman of our Board, executive Director and general manager	April 2003	April 2003	Managing the operations of our Board, overall strategic planning, presiding over the work of our Board and business direction, and risk management of our Group
Mr. XIA Yongtao (夏永濤) . . .	51	Executive Director and executive deputy general manager	March 2006	April 2005	Overall strategic planning, business direction and is responsible for the operations of the domestic sales and marketing department
Mr. HAN Lei (韓磊) . . . .	45	Executive Director and deputy general manager	July 2011	May 2005	Overseeing the overall strategic planning of our Group and is responsible for the operations of the international sales department
Ms. XU Liyun (徐黎耘) . . .	57	Deputy general manager	November 2011	January 2011	Overseeing the information department and the internal control center
Mr. XU Yongjian (徐勇劍) . . .	43	Chief financial officer	April 2025	May 2014	Overseeing the financial planning and management of our Group and taking part in the decision-making process regarding our major operations and investments
Mr. XU Pengfei (許鵬飛) . . .	35	Secretary of our Board	September 2020	September 2020	Overseeing our Company’s information disclosure, corporate governance, and equity management, and participating in the decision-making process for major operations and investments of our Group

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**Mr. WANG Bin (王斌)**, aged 56, is the chairman of our Board, an executive Director and general manager of our Company. See “— Board of Directors — Executive Directors” above for details of his biography.

**Mr. XIA Yongtao (夏永濤)**, aged 51, is an executive Director and an executive deputy general manager of our Company. See “— Board of Directors — Executive Directors” above for details of his biography.

**Mr. HAN Lei (韓磊)**, aged 45, is an executive Director and a deputy general manager of our Company. See “— Board of Directors — Executive Directors” above for details of his biography.

**Ms. XU Liyun (徐黎耘)**, aged 57, is a deputy general manager of our Company, primarily responsible for overseeing the information department and the internal control center.

After Ms. Xu joined our Group in January 2011, she successively served various positions within our Group, including as a deputy general manager of our Company since May 2019 and previously as a finance director of our Company from November 2011 to April 2025, as well as working as a finance director of Chunan Qiandao Lake Sturgeon Import and Export Co., Ltd. (淳安千島湖鱈龍進出口有限公司) since February 2025 and the finance director of Quzhou Xunlong Aquatic Food Technology Development Co., Ltd. (衢州鱈龍水產食品科技開發有限公司) from April 2025 to August 2025.

Prior to joining our Group, from March 2002 and September 2008, Ms. Xu served as the finance director at Quzhou Branch of ENN Energy Holdings Limited (新奧能源控股有限公司衢州分公司).

Ms. Xu obtained her diploma degree in financial accounting in July 1988 from Zhejiang Open University (浙江開放大學) (previously known as Zhejiang Radio and Television University) in the PRC. Ms. Xu obtained her accountant qualification from the Ministry of Finance (財政部) of the People’s Republic of China in October 1994.

**Mr. XU Yongjian (徐勇劍)**, aged 43, is the chief financial officer of our Company, primarily responsible for overseeing the financial planning and management of our Group and taking part in the decision-making process regarding our major operations and investments. Mr. Xu was appointed as our chief financial officer in April 2025.

After Mr. Xu joined our Group in May 2014, he has successively served various positions within our Group, including a chief accountant, finance department manager, and assistant to the general manager of our Company since May 2014, a finance director of Quzhou Kecheng Kaluga Catering Management Co., Ltd. (衢州柯城卡露伽餐飲管理有限公司) since June 2025, a finance director of Beijing Qiandao Xunyu Technology Development Co., Ltd. (北京千島鱈業科技發展有限公司) since March 2025, a supervisor of Jiangxi Ruoxi Ecological Agriculture Co., Ltd. (江西省箬溪生態農業有限公司) since May 2023 and a supervisor of Hubei Qiandao Lake Xunlong Technology Development Co., Ltd. (湖北千島湖鱈龍科技開發有限公司) since May 2022.

Prior to joining our Group, Mr. Xu worked at Zhejiang Hengfeng Transportation Co., Ltd. (浙江恒風交通運輸股份有限公司) where he was employed until May 2014.

Mr. Xu received his bachelor’s degree in Accounting from Nanjing Audit University (南京審計大學) in June 2006. He obtained his intermediate auditor qualification from the National Audit Office of the People’s Republic of China (中華人民共和國審計署) and his intermediate accountant qualification from the Ministry of Finance of the People’s Republic of China (中華人民共和國財政部) in January 2012 and March 2013, respectively.

**Mr. XU Pengfei (許鵬飛)**, aged 35, is our secretary of our Board, primarily responsible for overseeing our Company’s information disclosure, corporate governance, and equity management.

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Prior to joining our Group, Mr. Xu worked at Guotai Haitong Securities Co., Ltd. (國泰海通證券股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 601211) and on the Hong Kong Stock Exchange (stock code: 02611)) from July 2016 to January 2018, and as an investment manager at Fengshi (Shanghai) Investment Management Co., Ltd. (灃石(上海)投資管理有限公司) from February 2018 to September 2020.

Mr. Xu received his bachelor’s degree in law and master’s degree in procedural law from Nanjing University (南京大學) in the PRC in June 2012 and June 2016, respectively.

### CONFIRMATION FROM OUR DIRECTORS

#### Rule 8.10 of the Listing Rules

None of our Directors has any interest in a business which competes or is likely to compete, either directly or indirectly, with our Company’s business which would require disclosure under Rule 8.10 of the Listing Rules.

#### Rule 3.09D of the Listing Rules

Each of our Directors confirms that he or she (i) has obtained the legal advice referred to under Rule 3.09D of the Listing Rules in October 2025, and (ii) understands his or her obligations as a director of a listed issuer under the Listing Rules.

#### Rule 3.13 of the Listing Rules

Each of our independent non-executive Directors has confirmed (i) his or her independence as regards each of the factors referred to in Rules 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 our Company or its subsidiaries or any connection with any core connected person of our Company under the Listing Rules as of the Latest Practicable Date, and (iii) that there are no other factors that may affect his or her independence at the time of his or her appointments.

### GENERAL

Save as disclosed above:

- (i) none of our Directors or members of senior management of our Company has been a director of any public company the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this Document;
- (ii) none of our Directors or members of the senior management of our Company is related to any other Directors and members of the senior management of our Company;
- (iii) none of our members of senior management holds or has held other positions in our Company and/or any other members of our Group as at the Latest Practicable Date;
- (iv) none of our Directors or members of senior management completed his or her respective education programs as disclosed in this section by way of attendance of long distance learning or online courses.

See “Statutory and General Information” in Appendix IV to this Document for further information about our Directors, including the particulars of their service contracts and remuneration, and details of the interests of our Directors in our Shares (within the meaning of Part XV of the SFO).

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On December 16, 2021 and August 18, 2022, Mr. Dong Zhendong, one of our non-executive Directors, in his capacity as a general manager of Baida Group, was named as one of the responsible persons in the regulatory caution letters (the “**Regulatory Letters**”) issued by the Zhejiang Bureau of the CSRC and the Shanghai Stock Exchange, respectively. The incidents cited in the Regulatory Letters in relation to Baida Group include (i) inaccurate disclosure of the Baida Group’s investment in certain real estate projects as entrusted wealth management in the periodic reports for financial years 2020 and 2021; (ii) failure to follow the required external investments procedures when making such investment decisions and failure to make timely disclosure; and (iii) failure to promptly disclose the overdue status of one of the aforementioned projects. Upon becoming aware of the non-compliant incidents, Baida Group immediately conducted an internal review and implemented a series of rectification measures, including, among others, strengthening its internal controls, providing training to its directors and other relevant personnel (including Mr. Dong). As of the Latest Practicable Date, no further regulatory actions had been taken against Mr. Dong by the relevant authorities in relation to the Regulatory Letters or regulatory concerns. As advised by our PRC Legal Advisor, the issuance of the Regulatory Letters does not constitute administrative penalties in respect of Mr. Dong and does not involve circumstances that would disqualify Mr. Dong from serving as a director under the PRC Company Law. Given (i) our PRC Legal Advisor’s views above; (ii) the incidents took place before the commencement of the Track Record Period and were unintentional and primarily due to inadvertent oversight, unfamiliarity with and/or mistaken interpretation of the relevant disclosure requirements; (iii) the CSRC has taken administrative regulatory measure regarding the non-compliant incidents, and there were no findings of fraud or dishonesty on the part of Mr. Dong; and (iv) Mr. Dong has not experienced any similar incident since then, our Directors are of the view that the Regulatory Letters do not impugn the integrity or suitability of Mr. Dong as a Director of our Company.

Save as disclosed herein, to the best knowledge, information and belief of our Directors having made all reasonable inquiries, there was no other matter with respect to the appointment of our Directors that needs to be brought to the attention of our Shareholders and there was no information relating to our Directors that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules as of the Latest Practicable Date.

### JOINT COMPANY SECRETARIES

**Mr. XU Pengfei** (許鵬飛), aged 35, is the secretary of our Board and a joint company secretary. For details of his biography, see “— Senior Management” in this section.

**Ms. CHEUNG Hin Kiu** (張顯翹女士), is a joint company secretary of the Company. Ms. Cheung is a senior manager of corporate secretarial services at [REDACTED]. Ms. Cheung has over 20 years of experience in the corporate secretarial field and has been providing professional corporate services to Hong Kong listed companies as well as multinational, private and offshore companies.

Ms. Cheung is a Chartered Secretary, a Chartered Governance Professional and a member of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom. She is also a member of the Association of Chartered Certified Accountants.

### BOARD COMMITTEES

Our Board delegates certain responsibilities to various committees. In accordance with the relevant PRC laws and regulations and the Corporate Governance Code as set out in the Appendix C1 to the Listing Rules, our Company has established four Board committees, namely the Audit Committee, the Remuneration and Appraisal Committee, the Nomination Committee and the Strategy Committee.

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### Audit Committee

We have established an Audit Committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph D.3 of Part 2 of the Corporate Governance Code. The Audit Committee consists of three Directors, namely Ms. FAN Xinpeng (范新鹏), Mr. DONG Zhendong (董振东), and Ms. SONG Xiumei (宋秀梅). Ms. FAN Xinpeng (范新鹏) who holds the appropriate professional qualifications as required under Rules 3.10(2) and 3.21 of the Listing Rules, serves as the chairlady of the Audit Committee.

The primary duties of the Audit Committee include, but not limited to, proposing the appointment or change of external auditors to our Board; monitoring the independence of external auditors and evaluating their performance; reviewing and supervising our financial reporting progress and the internal control system of our Group; reviewing and advising on connected transactions; managing risk, performing internal audit, providing advice and comments to our Board; and performing other duties and responsibilities as may be assigned by our Board.

### Remuneration and Appraisal Committee

We have established a Remuneration and Appraisal Committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and paragraph E.1 of Part 2 of the Corporate Governance Code. The Remuneration and Appraisal Committee consists of three Directors, namely Ms. SONG Xiumei (宋秀梅), Ms. FAN Xinpeng (范新鹏) and Mr. DONG Zhendong (董振东). Ms. SONG Xiumei (宋秀梅) serves as the chairlady of the Remuneration and Appraisal Committee.

The primary duties of the Remuneration and Appraisal Committee are to review the remuneration policy and make recommendations to our Board on the remuneration packages of our Directors and other senior management.

### Nomination Committee

We have established a Nomination Committee with written terms of reference in compliance with Rule 3.27A of the Listing Rules and paragraph B.3 of Part 2 of the Corporate Governance Code. The Nomination Committee consists of three Directors, namely Dr. SUN Song (孙松), Ms. SONG Xiumei (宋秀梅), and Mr. KONG Deren (孔德仁). Dr. SUN Song (孙松) serves as the chairperson of the Nomination Committee.

The primary duties of the Nomination Committee are to assess and make recommendations on appropriate candidates for directorship, propose procedures and criteria for the appointment of Directors and senior management, review the structure, size and composition of our Board, and assess the independence of independent non-executive Directors.

### Strategy Committee

We have established a Strategy Committee with written terms of reference in compliance with the Corporate Governance Code. The Strategy Committee consists of five Directors, namely Mr. WANG Bin (王斌), Mr. DONG Zhendong (董振东), Mr. KONG Deren (孔德仁), Dr. SUN Song (孙松) and Ms. FAN Xinpeng (范新鹏). Mr. WANG Bin (王斌) serves as the chairman of the Strategy Committee.

The primary duties of the Strategy Committee include, but not limited to, researching and making recommendations on our Company’s long-term development strategic planning; researching and making recommendations on major investment and financing programs that are required to be approved by our

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## DIRECTORS AND SENIOR MANAGEMENT

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Board under the Articles of Association; researching and making recommendations on major capital operation and asset management projects which are required to be approved by our Board under the Articles of Association; researching and making recommendations on other major matters affecting the development of our Company; examining the implementation of the above matters; and dealing with other matters that involved in relevant laws, regulations, rules, normative documents, the Articles of Associations, terms of reference and the listing rules of the place where our Company’s shares are listed or that are authorized by our Board.

### MANAGEMENT PRESENCE

Pursuant to Rules 8.12 and 19A.15 of the Listing Rules, an issuer must have a sufficient management presence in Hong Kong. This will normally mean that at least two of its executive directors must be ordinarily resident in Hong Kong. We do not have sufficient management presence in Hong Kong for the purposes of Rules 8.12 and 19A.15 of the Listing Rules.

Accordingly, we have applied for, and the Stock Exchange [has granted], a waiver from strict compliance with Rules 8.12 and 19A.15 of the Listing Rules. See “Waivers from Strict Compliance with the Listing Rules” for further details.

### REMUNERATION OF DIRECTORS

Our Directors received their remuneration in the form of fees, salaries, allowances, discretionary bonuses, share-based compensation, retirement benefit scheme contributions and other benefits in kind.

Further information on the remuneration of our Directors and/or the five highest paid individuals during the Track Record Period is set out in the Accountant’s Report in Appendix I to this Document, and in the section headed “Statutory and General Information — 3. Further Information about our Directors and Substantial Shareholders — B. Directors’ Remuneration” in Appendix IV to this Document.

### CORPORATE GOVERNANCE CODE

Our Company is committed to achieving high standards of corporate governance with a view to safeguarding the interests of our Shareholders. To accomplish this, our Company intends to comply with Corporate Governance Code set out in Appendix C1 to the Listing Rules and the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules after the [REDACTED].

Mr. Wang is the chairman of our Board, executive Director and general manager of our Company. With extensive experience in the industry in which the Company operates and having served our Company since its founding, Mr. Wang is mainly responsible for managing the operations of our Board, overall strategic planning, presiding over the work of our Board and business direction, and risk management of our Group. Our Board considers that vesting the roles of chairman of our Board and general manager in the same person is beneficial to the management of our Group. The balance of power and authority is ensured by the operation of our Board and our senior management, which comprises experienced and visionary individuals. Upon the [REDACTED], our Board will comprise four executive Directors (including Mr. Wang), two non-executive Directors and three independent non-executive Directors, and will therefore have a strong independence element in its composition.

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## DIRECTORS AND SENIOR MANAGEMENT

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### BOARD DIVERSITY POLICY

We have adopted a diversity policy (the “**Board Diversity Policy**”) which sets out the objective and approach to achieve and maintain diversity in our Board in order to enhance the effectiveness of our Board. Pursuant to the Board Diversity Policy, we seek to achieve diversity in our Board through the consideration of a number of factors when selecting candidates to our Board, including but not limited to professional experience, skills, knowledge, educational background, age, gender, cultural background and ethnicity, and length of service.

Our Directors have a balanced mix of knowledge and skills, and we have five non-executive Directors, including three independent non-executive Directors, with different industry backgrounds. Our Directors are diverse in terms of age, gender and background. The ages of our Directors range from 44 to 66 years old. In particular, our Company currently has two female Directors on our Board. Taking into account our existing business model and specific needs as well as the different backgrounds of our Directors, the composition of our Board satisfies our Board Diversity Policy. The Board will review the Board Diversity Policy periodically to evaluate its effectiveness.

### COMPLIANCE ADVISOR

We have appointed Red Solar Capital Limited as our compliance advisor (the “**Compliance Advisor**”) pursuant to Rules 3A.19 and 3A.23 of the Listing Rules. The Compliance Advisor will provide us with guidance and advice as to compliance with the Listing Rules and other applicable laws, rules, codes and guidelines. Pursuant to Rule 3A.23 of the Listing Rules, the Compliance Advisor will advise our Company in certain circumstances including:

- (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 or other information in this Document; and
- (d) where the Hong Kong Stock Exchange makes an inquiry to our Company regarding unusual movements in the [REDACTED] or [REDACTED] of its [REDACTED] securities or any other matters in accordance with Rule 13.10 of the Listing Rules.

Pursuant to Rule 3A.24 of the Listing Rules, the Compliance Advisor will, on a timely basis, inform our Company of any amendment or supplement to the Listing Rules that are announced by the Hong Kong Stock Exchange. The Compliance Advisor will also inform our Company of any new or amended law, regulation or code in Hong Kong applicable to us, and advise us on the continuing requirements under the Listing Rules and applicable laws and regulations.

The term of the appointment will commence on the [REDACTED] and is expected to end on the date on which our Company complies with Rule 13.46 of the Listing Rules in respect of our financial results for the first full financial year commencing after the [REDACTED].