

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

OVERVIEW

Upon [REDACTED], our Board will consist of nine Directors, including five executive Directors, one non-executive Director, and three independent non-executive Directors. Our Directors serve for a term of three years and shall be subject to re-election upon retirement. Our Board is responsible for and has the general power over the management and operation of our business, including determining our business strategies and investment plans, implementing resolutions passed at our general meetings, and exercising other powers, functions and duties as conferred by the Articles of Association. Our Board also assumes the responsibilities for developing and reviewing the policies and practices of our Company on corporate governance, risk management, internal control and compliance with legal and regulatory requirements.

Our Supervisory Committee currently consists of three Supervisors. Our Supervisory Committee is responsible for supervising the performance of duty of our Board and the senior management of our Company and overseeing the financial, internal control and risk conditions of our Company.

The senior management of our Company currently consists of three members who are responsible for our day-to-day management and operations.

DIRECTORS

The following table sets forth the key information about our Directors:

Name	Age	Position	Responsibilities	Date of the appointment as a Director	Date of joining the Group
Dr. Hu Zhaoyang (胡朝陽)	56	Chairman of our Board, executive Director, and chief executive officer of our Company	Responsible for overall strategic planning and making key business and operational decisions for our Group	November 1, 2011	November 1, 2011
Mr. Hu Yong (胡勇)	40	Executive Director, vice general manager of operation and Board secretary of our Company	Responsible for the overall management of operation of our Group	December 8, 2020	February 20, 2012
Ms. Zhou Hong (周紅)	40	Executive Director and chief financial officer of our Company	Responsible for the overall financial management and corporate financing of our Group	October 15, 2019	October 8, 2012
Dr. Sun Xu (孫旭)	38	Executive Director and chief technology officer of our Company	Responsible for overseeing and supervising the R&D, strategy and business development of our Group	October 23, 2025	January 11, 2021
Mr. Guo Qingsong (郭青松)	49	Executive Director and vice general manager of the supply chain of our Company	Responsible for managing the supply chain operations of our Group	October 23, 2025	July 29, 2024

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Name	Age	Position	Responsibilities	Date of the appointment as a Director	Date of joining the Group
Mr. Ng Ho Nam (吳皓南)	32	Non-executive Director	Responsible for providing guidance and advice on the corporate and business strategies of our Group	October 23, 2025	October 23, 2025
Dr. Xu Haoping (徐浩萍)	51	Independent non-executive Director	Responsible for supervising and providing independent judgement to our Board	December 8, 2020	December 8, 2020
Dr. Wang Fei (王飛)	46	Independent non-executive Director	Responsible for supervising and providing independent judgement to our Board	December 8, 2020	December 8, 2020
Mr. Zhang Wei (張維)	40	Independent non-executive Director	Responsible for supervising and providing independent judgement to our Board	October 23, 2025	October 23, 2025

Executive Directors

Dr. Hu Zhaoyang (胡朝陽), aged 56, our founder, has been our Director, chairman of our Board and our chief executive officer since November 2011. He was re-designated as an executive Director on October 23, 2025. Dr. Hu is primarily responsible for the overall strategic planning and making key business and operational decisions of the Group.

Dr. Hu has over 20 years of experience in the optoelectronic interconnection industry. Before founding our Group, he served as a postdoctoral fellow at University of Maryland, College Park from July 2000 to July 2001 and as a research scientist at the University of California, Santa Barbara from July 2001 to December 2006. He then successively served as the engineering manager at OCP, Inc. (was acquired by Oplink). and Oplink Communications Inc. from January 2007 to March 2009. He also served as the engineering director at Source Photonics Inc. in the United States from March 2009 to September 2011.

Dr. Hu has served as an invited reviewer for seven internationally renowned journals and owns five technological achievements certified by the Office of Technology Transfer of the University of California. He has been granted multiple United States invention patents and has published over 50 academic papers, more than 40 of which are indexed by the Science Citation Index (SCI). He won the first prize of the 2nd China Innovation and Entrepreneurship Competition (第二屆中國創新創業大賽) and the first prize of the 1st Jiangsu Technology to Entrepreneurship Competition (首屆江蘇科技創業大賽) in August 2013. He also won the title of Jiangsu Province High-Level Innovation and Entrepreneurial Talent Introduction Plan (江蘇省高層次創新創業人才引進計劃) awarded by Jiangsu Provincial Leading Group for Talent Work (江蘇省人才工作領導小組) in October 2013, Gusu Innovation and Entrepreneurship Leading Talent (姑蘇創新創業領軍人才) awarded by Suzhou Municipal People’s Government (蘇州市人民政府) in February 2013 and Six Talent Peaks (六大人才高峰) awarded by Jiangsu Provincial Department of Human Resources and Social Security (江蘇省人力資源和社會保障廳) in November 2014.

Dr. Hu obtained his bachelor’s degree in electronic engineering and his master’s degree in inertial technology and its navigation equipment from Beihang University (北京航空航天大學) in the PRC in July 1992 and in March 1997, respectively. He further obtained his doctorate degree in precision instruments and machinery from Tsinghua University (清華大學) in the PRC in June 2000.

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Mr. Hu Yong (胡勇), aged 40, joined our Group in February 2012 and has been our Director since December 2020, our vice general manager of operation since May 2023. He was appointed as our Board secretary on October 8, 2025 and re-designated as an executive Director on October 23, 2025. He also served as the R&D engineer of our Company from February 2012 to February 2015, R&D manager of our Company from February 2015 to February 2018, operation director of our Company from February 2018 to April 2023. Mr. Hu is primarily responsible for the overall management of operation of our Group.

Before joining our Group, Mr. Hu served at Source Photonics (Chengdu) Co., Ltd. (索爾思光電(成都)有限公司) and was responsible for designing and developing the optical device products from July 2008 to February 2012.

Mr. Hu obtained his bachelor’s degree in microelectronics from North University of China (中北大學) in the PRC in July 2008.

Ms. Zhou Hong (周紅), aged 40, joined our Group in October 2012 and has been our Director and chief financial officer since December 2020. She was re-designated as an executive Director on October 23, 2025. She served as the financial manager of our Company from October 2012 to December 2020. Ms. Zhou is primarily responsible for the overall financial management and corporate financing of our Group. Ms. Zhou has over 13 years of experience in financial management.

Ms. Zhou obtained her bachelor’s degree in finance through long distance learning from Southwestern University of Finance and Economics (西南財經大學) in the PRC in December 2022. She obtained her Intermediate Accountant Certificate jointly issued by the Ministry of Human Resources and Social Security of the PRC (中華人民共和國人力資源和社會保障部) and Ministry of Finance of the PRC (中華人民共和國財政部) in September 2024.

Dr. Sun Xu (孫旭), aged 38, joined our Group in January 2021 and was appointed as our executive Director on October 23, 2025. He has been our chief technology officer since October 2021. Dr. Sun is primarily responsible for providing guidance for the R&D, strategy and business development of the Group.

Dr. Sun has over 14 years of experience in the research and development of silicon photonics. Before joining our Group, he served as a senior engineer at Huawei Technologies Co., Ltd. (華為技術有限公司) from December 2017 to January 2021, where he was primarily responsible for research and product development in the field of optoelectronic technology.

Dr. Sun obtained his bachelor’s degree in electronic science and technology from Harbin Institute of Technology (哈爾濱工業大學) in the PRC in July 2009, his master’s degree in optoelectronics and his doctorate degree in materials and nanophysics from KTH Royal Institute of Technology in Sweden in November 2013 and in June 2017, respectively.

Mr. Guo Qingsong (郭青松), aged 49, joined our Group in July 2024 and was appointed as our executive Director on October 23, 2025. He has been our vice general manager of the supply chain since July 2024. Mr. Guo is primarily responsible for managing the supply chain operations of the Group.

Mr. Guo has over 23 years of experience in procurement. Before joining our Group, he served at PerkinElmer Industrial (Shenzhen) Ltd. (珀金埃爾默實業(深圳)有限公司), currently known as Excelitas Technologies (Shenzhen) Co., Ltd. (埃賽力達科技(深圳)有限公司), from April 2002 to February 2007. He then served at IBM Procurement (China) Co., Ltd. (國際商業機器採購(中國)有限公司), currently known as Shenzhen IBM Innovation Science & Technology Co., Ltd. (深圳國際商業機器創新科技有限公司), from March 2007 to November 2012. He also served at Taobao (China) Software Co., Ltd. (淘

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寶(中國)軟件有限公司) from September 2014 to August 2023, and successively served at Hangzhou Alibaba Cloud Feitian Information Technology Co., Ltd. (杭州阿裡雲飛天信息技術有限公司) from September 2023 to July 2024.

Mr. Guo obtained his master’s degree in chemical engineering from Zhejiang University (浙江大學) in the PRC in March 2002.

Non-executive Director

Mr. Ng Ho Nam (吳皓南), aged 32, was appointed as our non-executive Director on October 23, 2025. Mr. Ng is primarily responsible for providing guidance and advice on the corporate and business strategies of our Group.

Mr. Ng took the management position at Beijing State-owned Capital Operation and Management Center (北京國有資本經營管理中心), currently known as Beijing State Owned Capital Operation and Management Co., Ltd. (北京國有資本運營管理有限公司) from January 2019 to November 2021, and he has been serving as the management position at Beijing Jingguorui Equity Investment Fund Management Co., Ltd. (北京京國瑞股權投資基金管理有限公司) since December 2021.

Mr. Ng graduated from Renmin University of China (中國人民大學) in the PRC with a major in marketing in July 2016 and his master’s degree in accounting from Peking University (北京大學) in the PRC in January 2019.

Independent Non-executive Directors

Dr. Xu Haoping (徐浩萍), aged 51, joined our Group in December 2020 and has been our independent Director since then. She was re-designated as our independent non-executive Director on October 23, 2025. Dr. Xu is primarily responsible for supervising and providing independent judgement to our Board.

Dr. Xu is currently serving as an associate professor at the Department of Accounting at Fudan University (復旦大學). She also served as an independent director at (i) China Tianying Inc. (中國天楹股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 000035), from April 2022 to October 2023; and (ii) Jiangsu Lintex Advanced Materials Co., Ltd. (江蘇林泰新材科技股份有限公司), a company listed on the Beijing Stock Exchange (stock code: 920106) since January 2021. She has also served as a director at (i) China Southern Asset Management Co., Ltd. (南方基金管理股份有限公司) since July 2022; and (ii) Suzhou Huike Technology Co. Ltd. (蘇州匯科技技術股份有限公司) since March 2022.

Dr. Xu obtained her master’s degree in business administration from Nanjing University (南京大學) in the PRC in June 2002. She then obtained her doctorate degree in accounting from Peking University (北京大學) in the PRC in June 2005.

Dr. Wang Fei (王飛), aged 46, joined our Group in December 2020 and has been our independent Director since then. He was redesignated as our independent non-executive Director on October 23, 2025. Dr. Wang is primarily responsible for supervising and providing independent judgement to our Board.

Dr. Wang was appointed as an associate professor at Soochow University (蘇州大學) in June 2011 and has been serving as a professor at School of Physical Science and Technology at Soochow University since July 2017.

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Dr. Wang obtained his bachelor’s degree in physics and his doctorate degree in optical engineering from Zhejiang University (浙江大學) in the PRC in June 2003 and June 2008, respectively.

Mr. Zhang Wei (張維), aged 40, was appointed as our independent non-executive Director on October 23, 2025. Mr. Zhang is primarily responsible for supervising and providing independent judgement to our Board.

Mr. Zhang has over 15 years of experience in the finance and audit industry. He served as an auditor at Deloitte & Touche LLP from September 2008 to September 2011, an manager of KPMG from October 2011 to December 2015, a finance manager at CMC Capital Partners HK Limited from December 2015 to June 2017, a senior finance manager at Asia-Germany Industrial Promotion Limited from June 2017 to March 2020 and the senior vice president at Lunar Capital Management Limited from April 2020 to July 2021. He has been serving as the director of fund services at ICS Corporate Services since June 2021 and partner of ICS CPA Limited since August 2022. He has also been serving as a director of Anhui Sinomags Technology Co., Ltd. (安徽希磁科技股份有限公司) since August 2025.

Mr. Zhang obtained his bachelor’s degree in business administration, majoring in corporate finance and accounting, from San Francisco State University in the United States in May 2008. He has been registered as a certified public accountant with the Board of Accountancy of the Department of Professional and Financial Regulation Office of Professional and Occupational Regulation of the State of Maine in the United States since October 2020 and has also been registered as a certified public accountant with the Hong Kong Institute of Certified Public Accountants since March 2021. He is a certified anti-money laundering specialist, the certification of which was awarded by the Association of Certified Anti-Money Laundering Specialists in March 2020.

SUPERVISORS

The following table sets forth the key information about our Supervisors.

Name	Age	Position	Responsibilities	Date of the appointment as Supervisor	Date of joining the Group
Ms. Zhao Xiuxiu (趙秀秀)	32	Employee Representative Supervisor	Responsible for overseeing our operations and financial activities	February 3, 2023	January 15, 2016
Ms. Zhang Xiejuan (張謝娟)	34	Supervisor	Responsible for overseeing our operations and financial activities	October 23, 2025	February 27, 2017
Ms. Wei Shanlin (魏善林)	35	Supervisor	Responsible for overseeing our operations and financial activities	October 23, 2025	June 1, 2020

Ms. Zhao Xiuxiu (趙秀秀), aged 32, joined our Group in January 2016 and has been our Employee Representative Supervisor since February 2023. She also served as production planning manager of our Company from June 2016 to June 2021 and has been serving as R&D planning manager of our Company since June 2022. Ms. Zhao is primarily responsible for overseeing our operations and financial activities.

Ms. Zhao graduated from Nanjing University of Science and Technology (南京理工大學) in the PRC with a major in business administration through long distance learning in July 2021.

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Ms. Zhang Xiejuan (張謝娟), aged 34, joined our Group in February 2017 and was appointed as our Supervisor on October 23, 2025. Ms. Zhang is primarily responsible for overseeing our operations and financial activities.

Ms. Zhang served as an office assistant at Shanghai Wanhu Guangda Communication Equipment Co., Ltd. (上海萬虎光大通信設備有限公司) from September 2014 to May 2016 and worked at Suzhou Yougongchang Information Technology Co., Ltd. (蘇州優工場信息技術有限公司) from June 2016 to January 2017.

Ms. Zhang obtained her bachelor’s degree in human resources from Xiangnan University (湘南學院) in the PRC in June 2014. She was certified as an enterprise human resources professional at level three (三級企業人力資源管理師) by the Occupational Skill Testing Authority of the Ministry of Human Resources and Social Security of the PRC (人力資源和社會保障部職業技能鑒定中心) in August 2013.

Ms. Wei Shanlin (魏善林), aged 35, joined our Group in June 2020, was appointed as our Supervisor on October 23, 2025. She has been serving as the human resources manager of our Company since June 2020. Ms. Wei is primarily responsible for overseeing our operations and financial activities.

Ms. Wei served at China-Singapore Suzhou Heqiao Property Service Co., Ltd. (中新蘇州和喬物業服務有限公司) from September 2014 to November 2014, at Suzhou Aosuxing Property Management Co., Ltd. (蘇州奧蘇星物業管理有限公司) from February 2015 to September 2016 and at Suzhou Dike Transmission Machinery Co., Ltd. (蘇州迪科傳動機械有限公司) from November 2016 to February 2020.

Ms. Wei obtained her bachelor’s degree in electrical engineering and automation from Soochow University (蘇州大學) in the PRC in December 2014.

SENIOR MANAGEMENT

The following table sets forth the key information about the senior management of our Company.

Name	Age	Position	Responsibilities	Date of the appointment as a senior management	Date of joining the Group
Dr. Hu Zhaoyang (胡朝陽)	56	Chairman of our Board, executive Director, and chief executive officer of our Company	Responsible for overall strategic planning and making key business and operational decisions for our Group	November 1, 2011	November 1, 2011
Mr. Hu Yong (胡勇)	40	Executive Director, vice general manager of operation and Board secretary of our Company	Responsible for the overall management of operation of our Group	December 8, 2020	February 20, 2012
Ms. Zhou Hong (周紅)	40	Executive Director and chief financial officer of our Company	Responsible for the overall financial management and corporate financing of our Group	December 8, 2020	October 8, 2012

For the biographical details of Dr. Hu Zhaoyang, Mr. Hu Yong and Ms. Zhou Hong, see “— Directors — Executive Directors” in this section.

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COMPANY SECRETARY

Ms. Chan Lok Tung (陳樂彤), was appointed as our company secretary on October 8, 2025 with effect from the [REDACTED].

Ms. Chan is a manager of Universe Corporate Services Limited. She has over 6 years of experience in handling listed company secretarial and compliance related matters.

Ms. Chan obtained her bachelor’s degree of business administration (Honours) in accountancy from the City University of Hong Kong in July 2016. She is an associate member of both The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute (formerly known as The Institute of Chartered Secretaries and Administrators).

GENERAL

As of the Latest Practicable Date, to the best of the knowledge, information and belief of our Directors after having made all reasonable enquiries,

- (i) save as disclosed above, none of our Directors, Supervisors, or senior management has held any directorship in any public company of which the securities are listed on any securities market in Hong Kong or overseas during the three years immediately preceding the date of this document;
- (ii) none of our Directors, Supervisors, or members of the senior management of our Company were related to any other Directors, Supervisors or members of the senior management;
- (iii) save as disclosed in “Statutory and General Information,” none of our Directors, Supervisors, or the chief executive officer of our Company held any interest in the Shares which would be required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance; and
- (iv) there are no additional matter with respect to the appointment of our Directors or Supervisors that need to be brought to the attention of the Shareholders, and there is no additional information relating to our Directors or Supervisors that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

CONFIRMATION FROM OUR DIRECTORS

Rule 8.10 of the Listing Rules

Each of our Directors (excluding our independent non-executive Directors) confirms that he or she does not have any interest in a business apart from the business of our Group which competes or is likely to compete, whether directly or indirectly, with our business, which would require disclosure under Rule 8.10 of the Listing Rules.

Rule 3.09D of the Listing Rules

Each of our Directors confirmed that he or she (i) had obtained the legal advice referred to under Rule 3.09D of the Listing Rules on October 21, 2025; and (ii) understood his or her obligations as a director of a [REDACTED] under the Listing Rules.

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Rule 3.13 of the Listing Rules

Each of our independent non-executive Directors has confirmed (i) his or her independence in regard to each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules; (ii) that he or she had no past or present financial or other interest in the business of our Company or its subsidiary 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 were no other factors that may affect his or her independence at the time of his or her appointments. Each of our independent non-executive Directors will inform us and the Stock Exchange as soon as practicable if there is any subsequent change of circumstances which may affect his or her independence.

BOARD COMMITTEES

We have established four Board Committees in accordance with the relevant PRC laws and regulations, the Articles of Association and the Corporate Governance Code, namely the Audit Committee, the Nomination Committee, and the Remuneration Committee.

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 the Corporate Governance Code. The Audit Committee consists of three Directors, namely Dr. Xu Haoping, Mr. Zhang Wei and Dr. Wang Fei, with Dr. Xu Haoping currently serving as the chairperson. Mr. Zhang Wei has the appropriate professional experiences as required under Rules 3.10(2) and 3.21 of the Listing Rules. The primary duties of the Audit Committee include, but are not limited to, the following:

- (i) proposing the appointment or change of external auditors to our Board, monitoring the independence of external auditors and evaluating their performance;
- (ii) examining the financial information of our Company and reviewing financial reports and statements of our Company;
- (iii) examining the financial reporting system, the risk management and internal control system of our Company, overseeing their rationality, efficiency and implementation and making recommendations to our Board; and
- (iv) dealing with other matters that are authorized by our Board.

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 the Corporate Governance Code. The Nomination Committee consists of three Directors, namely Dr. Wang Fei, Dr. Xu Haoping and Dr. Hu Zhaoyang, with Dr. Wang Fei currently serving as the chairperson. The primary duties of the Nomination Committee include, but are not limited to, the following:

- (i) conducting extensive searches and providing our Board with suitable candidates for our Directors, general managers and other members of the senior management;

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- (ii) reviewing the structure, size and composition of our Board (including but not limited to, gender, age, cultural and educational background, ethnicity, skills, knowledge and experience) at least annually, assisting our Board in maintaining a board skills matrix and making recommendations on any proposed changes to our Board to complement our Company's corporate strategy;
- (iii) researching and developing standards and procedures for the election of our Board members, general managers and members of the senior management, and making recommendations to our Board;
- (iv) assessing the independence of the independent non-executive Directors;
- (v) supporting our Company's regular evaluation of our Board's performance; and
- (vi) dealing with other matters that are authorized by our Board.

Remuneration Committee

We have established a Remuneration Committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and paragraph E.1 of the Corporate Governance Code. The Remuneration Committee consists of three Directors, namely Mr. Zhang Wei, Dr. Wang Fei and Dr. Hu Zhaoyang, with Mr. Zhang Wei currently serving as the chairperson. The primary duties of the Remuneration Committee include, but are not limited to, the following:

- (i) advising our Board on the overall remuneration plan and structure of our Directors, Supervisors and senior management and the establishment of transparent and formal procedures for determining the remuneration policy of our Company;
- (ii) monitoring the implementation of the remuneration system of our Company;
- (iii) making recommendations on the remuneration packages of our Directors, Supervisors and senior management; and
- (iv) other duties conferred by our Board.

Strategy Committee

We have established a Strategy Committee with written terms of reference. The Strategy Committee consists of three Directors, namely Dr. Hu Zhaoyang, Dr. Wang Fei and Mr. Ng Ho Nam, with Dr. Hu Zhaoyang currently serving as the chairperson. The primary duties of the Strategy Committee include, but are not limited to, the following:

- (i) devising the long-term development strategies of our Company;
- (ii) advising our Board on the overall strategic direction and significant business or investment decisions of our Company; and
- (iii) other duties conferred by our Board.

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CORPORATE GOVERNANCE CODE

Our Company is committed to achieving a high standard of corporate governance with a view to safeguarding the interests of our Shareholders. To accomplish this, our Company intends to comply with the 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].

Pursuant to code provision C.2.1 of the Corporate Governance Code, companies listed on the Stock Exchange are expected to comply with but may choose to deviate from, the requirement for the responsibilities between the chairperson and the chief executive officer to be segregated and should not be performed by the same individual. We do not have a separate chairperson and chief executive officer, and Dr. Hu currently performs these two roles. Our Board believes that vesting the roles of both the chairperson and chief executive officer in the same person has the benefit of ensuring consistent leadership within our Group and enables more effective and efficient overall strategic planning and implementation of our Board’s decisions for our Group. 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 chairperson of our Board and the chief executive officer of our Company if and when it is appropriate, taking into account the circumstances of our Group as a whole.

Save as disclosed above, our Company intends to comply with all code provisions under the Corporate Governance Code after the [REDACTED].

BOARD DIVERSITY POLICY

We have adopted our Board diversity policy which sets out the objective and approach for achieving and maintaining the diversity of our Board in order to enhance its effectiveness. In accordance with our Board diversity policy, our Company seeks to achieve board diversity by taking into account a number of factors, including but not limited to gender, age, industry experience, cultural and education background, professional experience, skills, knowledge and/or length of service. The ultimate selection of Board candidates will be based on merit and potential contribution to our Board having due regard to the benefits of diversity on our Board as well as the specific needs of our Company without focusing on a single diversity aspect. Our Directors have a balanced mix of knowledge and skills, including overall management and strategic development as well as knowledge and experience in areas such as overall management and strategic development. They have obtained degrees in various areas, including electronic engineering, optoelectronics and nanophysics, accounting and management. Furthermore, our Board has diverse age and gender representation. Our Board currently comprises two female Directors and seven male Directors, ranging from 32 years old to 56 years old.

With regard to gender diversity on our Board, we recognize the particular importance of gender diversity. 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. We will maintain a focus on gender diversity when recruiting staff at the mid to senior level so as to develop a pipeline of potential female successors to our Board. Our Group will also identify and select several female individuals with a diverse range of skills, experience and knowledge in different fields from time to time, and maintain a list of such female individuals who possess the qualities required to become our Board members, which will be reviewed by the Nomination Committee periodically to maintain gender diversity of 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.

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Upon the [REDACTED], the Nomination Committee will from time to time discuss and agree on expected goals to ensure board diversity, and review and, where necessary, update our Board diversity policy to ensure that the policy remains effective. Our Company will disclose the biographical details of each Director and report on the implementation of our Board diversity policy (including whether we have achieved board diversity) in its annual corporate governance report.

DIRECTORS’ AND SUPERVISORS’ REMUNERATION AND REMUNERATION OF THE FIVE HIGHEST-PAID INDIVIDUALS

Our Directors, Supervisors and senior management members who receive remuneration from our Company are paid in the forms of salaries and other benefits in kind, discretionary bonuses, retirement benefit scheme contributions and share-based payment. The remuneration of our Directors, Supervisors and senior management members is determined with reference to the remuneration paid by comparable companies and the achievement of major operating indicators of our Company.

The aggregate amount of remuneration (including salaries and other benefits in kind, discretionary bonuses, retirement benefit scheme contributions and share-based payment) and other benefits in kind paid to our Directors and Supervisors for the years ended December 31, 2023, 2024 and 2025 amounted to RMB13.5 million, RMB14.3 million and RMB17.3 million, respectively.

The five highest paid individuals of our Group for the years ended December 31, 2023, 2024 and 2025 include one, two and two Directors, respectively. During the same periods, the aggregate amount of remuneration (including salaries and allowances, discretionary bonuses and contributions to retirement schemes) of the remaining four, three and three highest-paid individuals who are neither Directors nor Supervisors were RMB3.4 million, RMB2.7 million and RMB4.6 million, respectively.

Under the current compensation arrangement, we estimate the total compensation before taxation, including estimated share-based compensation, to be accrued to our Directors and Supervisors for the year ending December 31, 2026 to be approximately RMB26.5 million. The actual remuneration of our Directors and Supervisors for 2026 may be different from the expected remuneration.

We confirmed that during the Track Record Period, no remuneration was paid by our Company to, or receivable by, our Directors, Supervisors or the five highest paid individuals as an inducement to join or upon joining our Company or as compensation for loss of office in connection with the management positions of our Company or any subsidiary of our Company.

During the Track Record Period, none of our Directors or Supervisors waived any remuneration. Save as disclosed above, no other payments have been paid, or are payable, by our Company or our subsidiary to our Directors, Supervisors or the five highest-paid individuals during the Track Record Period.

COMPLIANCE ADVISER

Our Company has appointed Gram Capital Limited as our Compliance Adviser in compliance with Rules 3A.19 of the Listing Rules. The Compliance Adviser 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 Adviser will advise our Company in certain circumstances including:

- (i) before the publication of any regulatory announcement, circular or financial report;
- (ii) where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues, sales or transfers of treasury share and share repurchases;

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- (iii) where we propose 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
- (iv) where the Stock Exchange makes an inquiry to our Company in accordance with Rule 13.10 of the Listing Rules.

Pursuant to Rule 3A.24 of the Listing Rules, the Compliance Adviser will, on a timely basis, inform our Company of any amendment or supplement to the Listing Rules that are announced by the Stock Exchange. The Compliance Adviser 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].