

DIRECTORS AND SENIOR MANAGEMENT

BOARD OF DIRECTORS

Upon [REDACTED], our Board will consist of nine Directors, comprising five executive Directors, one non-executive Director and three independent non-executive Directors. Our Directors are appointed for a term of three years and are eligible for re-election upon expiry of their term of office. The independent non-executive Directors shall not hold office for more than six consecutive years pursuant to the relevant PRC laws and regulations.

The following table sets forth information regarding our Directors:

Name	Age	Position	Date of joining our Group	Date of appointment as Director	Principal roles and responsibilities	Relationship with other Directors and senior management
Mr. SUN Chengsi (孫成思)	37	Executive Director and chairman of the Board	August 2012	November 17, 2015	Responsible for the overall strategic planning, market operation, management and decision-making of the Group	None
Mr. HE Han (何瀚)	37	Executive Director and general manager	January 2019	June 30, 2019	Responsible for the operation, management and decision-making of the Group	None
Mr. XU Qian (徐騫)	37	Executive Director and deputy general manager	February 2016	June 28, 2018	Responsible for the operation, management and decision-making in respect of international markets	None
Mr. WANG Can (王燦)	40	Executive Director, deputy general manager and key technology personnel	August 2020	May 20, 2024	Responsible for the management and decision-making of the Group's research and development	None
Mr. LIU Yang (劉陽)	49	Executive Director, employee representative Director and deputy general manager	October 2020	May 22, 2025	Responsible for the operation, management and decision-making of the Group's smart terminal business with a focus on the balance between employees' welfare and the Group's development	None
Mr. LIU Shigang (劉世剛)	37	Non-executive Director	October 2025	October 9, 2025	Responsible for providing advice on the Group's strategic development	None
Mr. SUN Guangyu (孫廣宇)	44	Independent non-executive Director	February 2026	February 11, 2026	Responsible for supervising and offering independent judgment to the Board	None
Mr. TAN Lifeng (譚立峰)	44	Independent non-executive Director	September 2021	September 22, 2021	Responsible for supervising and offering independent judgment to the Board	None

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Name	Age	Position	Date of joining our Group	Date of appointment as Director	Principal roles and responsibilities	Relationship with other Directors and senior management
Ms. QI Jin (戚瑾)	41	Independent non-executive Director	October 2025	October 9, 2025	Responsible for supervising and offering independent judgment to the Board	None

Executive Directors

Mr. SUN Chengsi (孫成思), aged 37, is our executive Director and chairman of the Board. Mr. Sun joined our Company in August 2012 as the deputy general manager. He served as general manager of the Company from November 2015 to June 2019. In November 2015, he was appointed as executive Director and chairman of the Board. He is primarily responsible for the overall strategic planning, market operation, management and decision-making of the Group. He also holds directorships and senior management positions in various subsidiaries of our Group.

Currently, Mr. Sun is a member of the 7th Chinese People’s Political Consultative Conference Shenzhen Municipal Committee (中國人民政治協商會議第七屆廣東省深圳市委員會) and a council member in the Shenzhen Computer Industry Association (深圳市計算機行業協會).

Mr. Sun obtained a bachelor’s degree in business and management from Oxford Brookes University in the United Kingdom in June 2011.

Mr. HE Han (何瀚), aged 37, is our executive Director and general manager. Mr. He was appointed as chief executive officer in January 2019 and was re-designated as executive Director and general manager in June 2019. He is primarily responsible for the operation, management and decision-making of the Group. He also holds directorships and senior management positions in various subsidiaries of our Group.

Prior to joining our Group, Mr. He worked as a senior manager at CITIC Securities Co., Ltd. (中信證券股份有限公司) following the completion of his master’s degree. He then worked as a senior investment manager at Shanghai Chengding Investment Management Co., Ltd. (上海誠鼎投資管理有限公司) between June 2018 and January 2019.

As of the Latest Practicable Date, Mr. He is the vice president of the Guangdong Integrated Circuit Industry Association (廣東省集成電路行業協會).

Mr. He obtained a bachelor’s degree in energy and resources engineering from Peking University in the PRC in July 2011 and a master’s degree in mechanics (energy power and resources engineering) from the same university in July 2015.

Mr. XU Qian (徐騫), aged 37, is our executive Director and deputy general manager. Mr. Xu joined the Company in February 2016 as assistant to general manager until June 2018. He was appointed as a supervisor from August 2016 and was re-designated as an executive Director in June 2018. From June 2019, he has served as the deputy general manager of the Company. He is primarily responsible for the operation, management and decision-making of the Group’s international markets. He also holds directorships in various subsidiaries of our Group.

Prior to joining the Group, Mr. Xu had been employed at Hangzhou Silan Microelectronics Co., Ltd. (杭州士蘭微電子股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 600460), from December 2014 to March 2016.

Mr. Xu obtained a bachelor’s degree in engineering from Harbin University of Science and Technology in the PRC in July 2011 and a master’s degree in electrical and computer engineering from the University of California, Santa Barbara in the United States in June 2013.

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Mr. WANG Can (王燦), aged 40, is our executive Director, deputy general manager and key technology personnel. Mr. Wang joined the Company in August 2020 as deputy general manager. Since May 2024, he has served as an executive Director. He is primarily responsible for the management and decision-making of the Group’s research and development. He also holds directorships and senior management positions in various subsidiaries of our Group.

Prior to joining the Group, Mr. Wang worked as a research and development engineer at Chengdu Huawei Symantec Technologies Co. Ltd. (成都市華為賽門鐵克科技有限公司) from August 2008. He also worked at Guangdong Huasheng Solid-state Drive Co., Ltd. (廣東華晟數據固態存儲有限公司), and was appointed as director from November 2015 to December 2020 before working as the SSD PDT Lead of Micron Semiconductor Technology (Shanghai) Co., Ltd. (美光半導體技術(上海)有限公司) from June 2020 to July 2020.

Mr. Wang obtained his bachelor’s degree in mechanical engineering and automation from Tsinghua University in the PRC in July 2005. In July 2008, he received a master’s degree in optical engineering from the Graduate School of Chinese Academy of Sciences (now known as University of Chinese Academy of Sciences) in the PRC.

Mr. LIU Yang (劉陽), aged 49, is our executive Director, employee representative Director and deputy general manager. Mr. Liu successively held positions of deputy general manager and general manager of the Company from September 2010 to November 2015. From December 2017 to October 2020, he joined Shenzhen Dapu Microelectronics Technology Co., Ltd. (深圳大普微電子科技有限公司). He returned to the Company in October 2020. From July 2021 onwards, he has served as deputy general manager of the Company. He was appointed as executive Director and employee representative Director in May 2025. He is primarily responsible for the operation, management and decision-making of the Group’s smart terminal business, with a focus on the balance between employees’ welfare and the Group’s development.

Mr. Liu obtained a bachelor’s degree in labour economics from Henan Finance and Economics College in the PRC in July 2000.

Non-executive Director

Mr. LIU Shigang (劉世剛), aged 37, was appointed as a non-executive Director in October 2025. He is primarily responsible for providing advice on the Group’s strategic development.

Mr. Liu has been a non-executive director at various companies, including Kniulink Semiconductor Co., Ltd. (牛芯半導體(深圳)有限公司) since February 2024, Beijing Singularity Power Capital Co., Ltd. (北京芯動能投資管理有限公司) since May 2024 and Shenzhen Hongxin Weina Technology Co., Ltd. (深圳鴻芯微納技術有限公司) since October 2024. Early in his career, Mr. Liu worked at BOE Technology Group Co., Ltd. (京東方科技集團股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 000725) from July 2014 to March 2017. From April 2017 to June 2018, he was investment manager at Fuhui Innovation and Venture Capital Management Co., Ltd. (富匯創新創業投資管理有限公司). From June 2018 to September 2022, he held the position of investment manager at Beijing E-Town International Investment & Development Co., Ltd. (北京亦莊國際投資發展有限公司). Since September 2022, he has successively served as investment manager and senior investment manager in SINO-IC Capital Ltd (華芯投資管理有限責任公司).

Mr. Liu obtained his bachelor’s degree in optical information science and technology from the China University of Mining and Technology in the PRC in June 2011. He further obtained a master’s degree in optics from the Beijing Normal University in the PRC in June 2014.

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Independent non-executive Directors

Mr. SUN Guangyu (孫廣宇), aged 44, was appointed as an independent non-executive Director in February 2026. He is primarily responsible for supervising and offering independent judgment to the Board.

Since August 2011, Mr. Sun has successively served as assistant professor, tenured associate professor and tenured professor at Peking University (北京大學). He has been a professor at the School of Integrated Circuits (集成電路學院) of Peking University since August 2022.

Mr. Sun graduated from Tsinghua University in the PRC with a bachelor’s degree and a master’s degree in electronic science and technology in July 2003 and July 2006 respectively. He further obtained a Ph.D. in computer science and engineering from The Pennsylvania State University in the United States in July 2011. In 2025, Mr. Sun received the First-class Award of Natural Science from the China Computer Federation (中國計算機學會) and the Second-class Award of Natural Science Research Achievement from the Ministry of Education (教育部). Further, he received the Under-40 Innovators Award at the Design Automation Conference in 2022 and has been inducted into the Hall of Fame of multiple leading conferences in the field of integrated circuits.

Mr. TAN Lifeng (譚立峰), aged 44, was appointed as an independent non-executive Director in September 2021. He is primarily responsible for supervising and offering independent judgment to the Board.

Mr. Tan worked at Guangdong Zhizheng Certified Public Accountants Co., Ltd. (廣東至正會計師事務所有限公司) from January 2007 to November 2007. He then joined Guangdong Zhengzhong Zhujiang Certified Public Accountants (廣東正中珠江會計師事務所) from January 2008 to June 2012. From September 2012 to September 2014 and January 2015 to July 2018, he worked at Guangzhou Jinan Investment Co., Ltd. (廣州暨南投資有限公司), currently known as Guangzhou Zhenru Investment Co., Ltd. (廣州真茹投資有限公司). From September 2018 to February 2019, he served as the chief financial officer of Guangdong Hulubao Culture Technology Co., Ltd. (廣東葫蘆堡文化科技股份有限公司). From 2017 to October 2021, he worked at the Guangdong branch of Asia Pacific (Group) Certified Public Accountants (Special General Partnership) (亞太(集團)會計師事務所(特殊普通合夥)廣東分所) before joining as the deputy general manager at the Guangdong branch of Zhongxing Huahui Certified Public Accountants (Special General Partnership) (中興華會計師事務所(特殊普通合夥)廣東分所) (“**Zhongxing Huahui**”) from October 2021 to October 2022. In November 2022, he joined Guangzhou Zhongzhi Certified Public Accountants (眾致(廣州)會計師事務所) as an execution partner, a position he currently holds.

Mr. Tan was an independent director of the following companies, namely, Guangdong Boxin Investing & Holdings Co., Ltd. (廣東博信投資控股股份有限公司), a company formerly listed on Shanghai Stock Exchange (stock code: 600083), from April 2016 to January 2018, and Guangdong Faith Long Crystal Technology Co., Ltd. (廣東惠倫晶體科技股份有限公司), a company listed on the Shenzhen Stock Exchange, stock code: 300460) from January 2018 to July 2024. From April 2024 to November 2025, he was a director at Yizhong Energy Technology (Shenzhen) Co., Ltd. (怡鐘能源科技(深圳)有限公司) (formerly known as Shenzhen Yitongda New Energy Investment and Development Management Co., Ltd. (深圳市怡通達新能源投資開發管理有限公司)).

Currently, Mr. Tan is serving as a director of multiple companies, namely, Zhuhai Bojay Electronics Co., Ltd. (珠海博杰電子股份有限公司, a company listed on the Shenzhen Stock Exchange, stock code: 002975) since June 2024, Guangdong Green Precision Components Co., Ltd. (廣東格林精密部件股份有限公司, a company listed on the Shenzhen Stock Exchange, stock code: 300968) since August 2024 and Guangzhou Weier Zhuoshi Technology Co., Ltd. (廣州唯爾卓識科技有限公司) since August 2025.

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Mr. Tan obtained his bachelor’s degree in economics majoring in finance from Jinan University in the PRC in June 2004. He further obtained a Master of Professional Accountancy from South China University of Technology in the PRC in June 2020. He has been a certified public accountant in the PRC since 2015.

During his tenure at Zhongxing Huahui, Mr. Tan received a warning letter from the Guangdong Regulatory Bureau of the CSRC in August 2022 for failing to fulfil his obligations as signing certified public accountant in relation to Zhongxing Huahui’s failure to adhere to the Chinese Auditing Standards for the 2021 audit of Guangdong Guoli Sci&Tech Co., Ltd. (廣東國立科技股份有限公司) in respect of (i) obtaining insufficient evidence for inventory impairment testing and (ii) not strictly adhering to the procedures for fixed asset auditing and obtaining external confirmations (the “**Incident**”). To the best information and belief of the Company, Zhongxing Huahui has enhanced its internal control measures since the Incident. Our Directors and the Sole Sponsor are of the view that Mr. Tan is suitable to act as a Director under Rules 3.08 and 3.09 of the Listing Rules, having considered the following reasons: (i) as advised by our PRC Legal Advisors, the warning letter does not constitute an administrative penalty under the applicable PRC laws and regulations, but a relatively minor regulatory measure imposed by the relevant securities regulatory authorities; (ii) as advised by our PRC Legal Advisors, such regulatory measures would not disqualify Mr. Tan from acting as a director of any PRC company under the PRC Company Law and the PRC listing rules; (iii) according to the warning letter of Mr. Tan, there is no evidence that the Incident involved any dishonesty or fraudulence on the part of Mr. Tan which would affect his suitability to act as an independent non-executive Director; (iv) Mr. Tan had not been subject to any other investigation or proceedings by the CSRC, its local counterparts, the Shanghai Stock Exchange or any other regulatory authorities; (v) Mr. Tan had discharged his duties as a Director since he took office as the Company’s independent non-executive Director; and (vi) Mr. Tan received training on directors’ duties and corporate governance of Hong Kong listed companies to keep abreast of the laws and regulations applicable to Hong Kong listed companies and their directors. Our Directors and the Sole Sponsor are also of the view that Mr. Tan possesses appropriate professional qualifications or accounting or related financial management expertise pursuant to Rules 3.10(2) and 3.21 of the Listing Rules, having considered the reasons above in relation to the Incident, as well as (i) Mr. Tan’s qualification as a certified public accountant; (ii) his extensive experience in auditing, accounting and financial management; and (iii) his appointment as chairman of the audit committee at Zhuhai Bojay Electronics Co., Ltd. since June 2024 and at Guangdong Green Precision Components Co., Ltd. since August 2024.

Ms. QI Jin (戚瑾), aged 41, was appointed as an independent non-executive Director in October 2025. She is primarily responsible for supervising and offering independent judgment to the Board.

Ms. Qi was an assistant professor at the Hong Kong University of Science and Technology from August 2015 to June 2021, and has held the position of associate professor in the Department of Industrial Engineering and Decision Analytics at the same university since July 2021.

Ms. Qi obtained her bachelor’s degree in mechanical engineering and automation and master’s degree in management science and engineering from Tsinghua University in the PRC in July 2006 and July 2010 respectively. She further obtained a Ph.D. in management from The National University of Singapore in Singapore in August 2014.

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SENIOR MANAGEMENT

The following table sets forth certain information regarding the members of senior management of our Company (other than our executive Directors):

Name	Age	Position	Date of joining our Group	Date of appointment as senior management	Principal roles and responsibilities	Relationship with other Directors and senior management
Mr. CAI Dong (蔡棟)	51	Deputy general manager	June 2020	July 5, 2021	Responsible for the operation of the Group's PC storage solution business in the PRC	None
Mr. HUANG Yanfeng (黃炎烽)	42	Chief financial officer and secretary to the Board	June 2015	December 27, 2017	Responsible for the Group's financial strategy and reporting, compliant operations of directors and shareholders meetings and investor relations	None

Mr. CAI Dong (蔡棟), aged 51, is our deputy general manager. He joined our Group in June 2020 as the head of storage module products marketing and was appointed as the deputy general manager in July 2021. He is primarily responsible for the operation of the Group's PC storage solution business in the PRC.

From August 2014 to July 2017, Mr. Cai worked at HiSilicon Technologies Co., Ltd. (深圳市海思半導體有限公司). From August 2017 to June 2020, he worked successively as head of storage products at Chengdu Guoke Microelectronics Co., Ltd. (成都國科微電子有限公司), vice president and general manager at Hunan Goke Microelectronics Co., Ltd. (湖南國科微電子股份有限公司) and deputy general manager at Jiangsu Goke Microelectronics Co., Ltd. (江蘇國科微電子有限公司).

Mr. Cai obtained his bachelor's degree from Sichuan Union University (currently known as Sichuan University) in the PRC.

Mr. HUANG Yanfeng (黃炎烽), aged 42, is our chief financial officer and secretary to the Board. He is primarily responsible for financial strategy and reporting, compliant operations of directors and shareholders meetings and investor relations of our Group.

Mr. Huang joined our Group in August 2011 as finance manager until May 2014. He re-joined our Group in June 2015 as finance manager until December 2017 and has served as chief financial officer of our Company since December 2017 and secretary to the Board of our Company since January 2020.

Mr. Huang obtained his bachelor's degree from Yang-En University in the PRC. He has also attended the Peking University Shenzhen Private and Small and Medium Enterprises Business Administration Training Course.

JOINT COMPANY SECRETARIES

Ms. ZHAO Shiyu (趙時雨) was appointed as the joint company secretary of our Company on September 22, 2025. Ms. Zhao joined our Group in 2023 and has served as legal manager. She is primarily responsible for legal and compliance affairs of the Group.

Ms. Zhao obtained a master's degree from the Graduate School of Chinese Academy of Social Sciences in the PRC.

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Ms. CHAN Ching Nga (陳靜雅) was appointed as the joint company secretary of our Company on March 31, 2026. Ms. Chan has over 20 years of experience in company secretarial and corporate governance fields and is currently a Senior Manager, Entity Solutions at [REDACTED]. She obtained a master’s degree in corporate governance from The Hong Kong Polytechnic University in October 2012. Ms. Chan is an associate of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

BOARD COMMITTEES

Our Company has established four Board Committees in accordance with the relevant PRC laws and regulations, the Articles and the corporate governance practice under the Listing Rules, namely the Audit Committee, the Remuneration and Evaluation Committee, the Nomination Committee, and the Strategy and Sustainability Committee.

Audit Committee

We have established the 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 as set out in Appendix C1 to the Listing Rules. The Audit Committee consists of three members, namely, Mr. TAN Lifeng, Mr. SUN Guangyu and Ms. QI Jin. Mr. TAN Lifeng is the chairman of the Audit Committee. The primary responsibilities of the Audit Committee are, among others, to review the financial controls and the internal control and risk management systems of our Group, monitor the integrity of the Company’s financial statements, review and monitor the external auditor’s independence and objectivity and effectiveness of the audit process, and perform other duties and responsibilities as assigned by our Board.

Remuneration and Evaluation Committee

We have established the Remuneration and Evaluation 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 as set out in Appendix C1 to the Listing Rules. The Remuneration and Evaluation Committee consists of three Directors, including Ms. QI Jin, Mr. SUN Guangyu and Mr. SUN Chengsi. Ms. QI Jin is the chairman of the Remuneration and Evaluation Committee. The primary responsibilities of the Remuneration and Evaluation Committee are, among others, to establish and review the policy and structure of the remuneration for our Directors and senior management, and make recommendations on remuneration packages of individual executive Directors and senior management.

Nomination Committee

We have established the 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 as set out in Appendix C1 to the Listing Rules. The Nomination Committee consists of three members, namely Mr. SUN Guangyu, Mr. SUN Chengsi and Ms. QI Jin. Mr. SUN Guangyu is the chairman of the Nomination Committee. The primary responsibilities of the Nomination Committee are, among others, to review the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually, assist the Board in maintaining a Board skills matrix, and make recommendations on any proposed changes to the Board to complement our Company’s corporate strategy.

Strategy and Sustainability Committee

We have established the Strategy and Sustainability Committee with written terms of reference. The Strategy and Sustainability Committee consists of three members, namely Mr. SUN Chengsi, Mr. HE Han and Mr. XU Qian. Mr. SUN Chengsi is the chairperson of the Strategy and Sustainability Committee. The primary responsibilities of the Strategy and Sustainability Committee are, among others, to (i) conduct research and make recommendations on the Company’s long-term strategic development plan; (ii) conduct research and make recommendations on major investment

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activities and financing proposals; (iii) conduct research and make recommendations on major capital financing and asset management projects; (iv) conduct research and make recommendations on major environmental, social and governance trends and related risks and opportunities faced by the Company; (v) oversee the formulation and implementation of the Company’s environmental, social and governance objectives; and (vi) handle other matters that are critical to the development of the Company.

CONFIRMATION FROM OUR DIRECTORS

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 on October 26, 2025 or March 13, 2026 (as the case may be), and (ii) understands his or her obligations as a director of a listed issuer on the Stock Exchange under the Listing Rules. Each of our Directors further confirms that as of the Latest Practicable Date, he or she did not have any interest in a business which competes or is likely to compete, directly or indirectly, with our business, and requires disclosure under Rule 8.10 of the Listing Rules.

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

REMUNERATION OF DIRECTORS

The aggregate amount of remuneration paid to our Directors (including directors’ fee, salaries, wages and bonuses, retirement benefits, housing fund and other benefits, and share-based payment expenses) for the years ended December 31, 2023, 2024 and 2025 were approximately RMB45.7 million, RMB138.7 million, and RMB143.8 million, respectively. Further information on the remuneration of each Director during the Track Record Period is set out in Appendix I to this document.

The five highest paid individuals of our Group for the years ended December 31, 2023, 2024 and 2025 included three, four and five Directors, respectively, whose remuneration is included in the aggregate amount of remuneration as set out above. The aggregate amount of wages, salaries and bonuses and benefits in kind and share-based payment expenses for the remaining two, one and one highest paid individuals of our Group for the years ended December 31, 2023, 2024 and 2025 was approximately RMB13.4 million, RMB15.3 million and RMB10.0 million, respectively.

During the Track Record Period, no remuneration was paid or payable by our Company to our Directors or the five highest-paid individuals as an inducement to join or upon joining our Company. During the Track Record Period, no compensation was paid or payable by our Company to our Directors, former Directors or the five highest-paid individuals for the loss of any office in connection with the management of the affairs of any subsidiary of our Company.

During the Track Record Period, none of our Directors has waived or agreed to waive any remuneration or benefits in kind. Save as disclosed above, no other payments were paid or payable by our Company or any of our subsidiaries to our Directors or the five highest-paid individuals during the Track Record Period.

Under the arrangement currently in force, the aggregate amounts of remuneration payable by our Company to our Directors for the year ending December 31, 2026 to be approximately RMB57.9 million. The actual remuneration of Directors in 2026 may be different from the expected remuneration.

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DIRECTORS’ INTEREST

Save as disclosed in this document, none of our Directors (i) held any other positions in our Company or any other members of our Group as of the Latest Practicable Date; (ii) had any other relationship with any Directors, senior management or Single Largest Shareholder as of the Latest Practicable Date; and (iii) held any directorship in any other listed companies in the three years immediately prior to the date of this document.

MANAGEMENT PRESENCE

We have applied for, and the Stock Exchange [has granted], a waiver from compliance with Rule 8.12 of the Listing Rules. For further details, see “Waivers from Strict Compliance with the Listing Rules” in this document.

BOARD DIVERSITY POLICY

In order to enhance the effectiveness of our Board and to maintain high standard of corporate governance, the Board has adopted a board diversity policy (the “**Board Diversity Policy**”). The Board Diversity Policy sets out the criteria in selecting candidates to our Board, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board.

Upon [REDACTED], our Board will consist of eight male members and one female member, with five executive Directors, one non-executive Director and three independent non-executive Directors at diverse age ranges. The members of our Board obtained degrees in various majors. We consider that our Board has a balanced mix of skillset, experience, expertise, and diversity which enhances decision-making capability and the overall effectiveness of the Board in achieving sustainable business operation and enhancing shareholder value. We consider that our Board satisfies our Board Diversity Policy.

The Nomination Committee is responsible for reviewing the structure and diversity of the Board and selecting individuals to be nominated as Directors. After the [REDACTED], the Nomination Committee will monitor and evaluate the implementation of the Board Diversity Policy from time to time to ensure its continued effectiveness, and when necessary, make any revisions that may be required and recommend any such revisions to our Board for consideration and approval. The Nomination Committee will also include in successive annual reports a summary of the Board Diversity Policy, including any measurable objectives set for implementing the Board Diversity Policy and the progress on achieving these objectives.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

We are committed to achieving high standards of corporate governance which are crucial to our development and safeguard the interests of our Shareholders. To accomplish this, we expect to comply with the corporate governance requirements under the Corporate Governance Code and Corporate Governance Report as set out in Appendix C1 to the Listing Rules after the [REDACTED].

COMPLIANCE ADVISOR

We have appointed Somerley Capital Limited as our compliance advisor pursuant to Rule 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, we must consult with and, if necessary, seek advice from our compliance advisor on a timely basis in the following circumstances:

- (i) before the publication of any regulatory announcement, circular or financial report;
- (ii) where a transaction, which might be a notifiable transaction under Chapter 14 or connected transaction under Chapter 14A of the Listing Rules, is contemplated including but not limited to share issues, sales or transfers of treasury shares and share repurchases;

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- (iii) where our Company proposes to use the [REDACTED] of the [REDACTED] in a manner different from that detailed in this document, or where the business activities, developments or results of our Group deviate from any forecast, estimate or other information in this document; and
- (iv) where the Stock Exchange makes an inquiry of our Company regarding unusual movements in the price or [REDACTED] volume of our [REDACTED] securities, the possible development of a false market in our securities, or any other matters under Rule 13.10 of the Listing Rules.

Our compliance advisor will, in a timely manner, inform us of any amendments or supplements to the Listing Rules and any new or amended law, regulation or code in Hong Kong applicable to our Group. The term of the appointment of our compliance advisor shall commence on the [REDACTED] and end on the date when we distribute our annual report in respect of our financial results for the first full financial year commencing from the [REDACTED], and such appointment may be subject to extension by mutual agreement.