

## DIRECTORS AND SENIOR MANAGEMENT

### OVERVIEW

The Board consists of eleven Directors, comprising five executive Directors, two non-executive Directors and four independent non-executive Directors. The 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.

### DIRECTORS

The following table sets forth the information about the Directors:

Name	Age	Position	Time of joining the Group	Date of appointment as a Director	Roles and responsibilities	Relationship with other Directors and senior management
Mr. Yuan Yonggang (袁永剛)	46	Chairman and non-executive Director	October 1998	December 14, 2007	Responsible for overall strategies and development of the Company	Younger brother of Mr. Yuan Yongfeng
Mr. Yuan Yongfeng (袁永峰)	49	Executive Director and general manager	October 1998	December 14, 2007	Responsible for overall operation and development of the Company	Elder brother of Mr. Yuan Yonggang
Mr. Zhao Xiutian (趙秀田)	62	Deputy chairman and non-executive Director	December 2009	December 10, 2010	Responsible for overseas business, strategic investment and merger and acquisitions of the Company	None
Mr. Shan Jianbin (單建斌)	49	Executive Director and executive president	March 2016	January 16, 2017	Responsible for execution of business management	None
Mr. Wang Xu (王旭)	43	Executive Director, senior vice president of the Company and chief financial officer	April 2013	January 16, 2017	Responsible for the Company's financial operation	None
Ms. Mao Xiaoyan (冒小燕)	45	Executive Director, secretary of the Board and deputy general manager of the Company	August 2010	July 15, 2013	Responsible for security affairs and investor relationship of the Company	None
Mr. Ma Liqiang (馬力強)	44	Executive Director, employee representative Director, chairman of touch display business division and Chinese president of Multek business division	September 2006	November 3, 2025	Responsible for overall operation and management of Multek business division	None

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Name	Age	Position	Time of joining the Group	Date of appointment as a Director	Roles and responsibilities	Relationship with other Directors and senior management
Dr. Wang Leigang (王雷剛)	62	Independent non-executive Director	May 2026	May 15, 2026	Supervising and providing independent opinion and judgment to the Board	None
Mr. Poon Wing Shing Anthony (潘永誠)	53	Independent non-executive Director	May 2026	May 15, 2026	Supervising and providing independent opinion and judgment to the Board	None
Mr. Cai Weihua (蔡衛華)	45	Independent non-executive Director	May 2026	May 15, 2026	Supervising and providing independent opinion and judgment to the Board	None
Dr. Xu Weidong (徐維東)	45	Independent non-executive Director	November 2025	November 3, 2025	Supervising and providing independent opinion and judgment to the Board	None

Save as disclosed above, none of the Directors and senior management of the Company is related to the other Directors or senior management of the Company. Save as disclosed in this section, (i) none of the Directors held any directorships in public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the date of this document; (ii) to the best knowledge, information and belief of the Directors having made all reasonable inquiries, there were no other matters with respect to the appointment of the Directors that need to be brought to the attention of the Shareholders and there was no information relating to the Directors that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

### Executive Directors and Non-executive Directors

**Mr. Yuan Yonggang** (袁永剛), aged 46, is the chairman of the Board and a non-executive Director of the Company. Mr. Yuan has been the chairman of the Board and a Director since December 2007. He successively served as the director of marketing division of the Company, a deputy manager of the Company and the deputy chairman of the Board from October 1998 to December 2007. He is also currently a director of several subsidiaries of the Group. Mr. Yuan was redesignated as a non-executive Director on November 3, 2025, with effect from the [REDACTED] Date. He is primarily responsible for overall strategies and development of the Company.

Mr. Yuan is also currently the vice president of Jiangsu Chamber of Commerce (江蘇省總商會), the vice president of Suzhou Federation of Industry and Commerce (蘇州工商業聯合會), a representative of the Seventeenth Suzhou Municipal People’s Congress (蘇州市第十七屆人民代表大會) and the chairman of Suzhou Chamber of Commerce for International Economic Cooperation (蘇州市民營經濟國際合作商會).

Mr. Yuan has also been a director of Anhui Landun Photoelectron Co., Ltd., (安徽藍盾光電子股份有限公司, a company listed on the Shenzhen Stock Exchange, stock code 300862.SZ) since January 2019.

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Mr. Yuan obtained his bachelor’s degree in information engineering from University of Hull in Great Britain in July 2006.

**Mr. Yuan Yongfeng** (袁永峰), aged 49, is an executive Director and the general manager of the Company. Mr. Yuan joined our Group in October 1998 and has been an Director and the general manager of the Company since December 2007. Previously, he successively served as a director of manufacturing division and the supervisor of the Company from October 1998 to November 2007. He is also a director of several subsidiaries within the Group. Mr. Yuan was redesignated as an executive Director on November 3, 2025, with effect from the [REDACTED] Date. He is primarily responsible for overall operation and development of the Company.

In addition, Mr. Yuan is currently a member of the Suzhou Wuzhong District Committee of the CPPCC (政協蘇州市吳中區委員會), and the head of Suzhou Dongshan Town Chamber of Commerce (蘇州市東山鎮商會).

Previously, Mr. Yuan served as a director of Suzhou Toprun Electric Equipment Co., Ltd. (蘇州騰冉電氣設備股份有限公司, a company listed on the National Equities Exchange and Quotations, stock code 832117.NQ, “Suzhou Toprun”) from October 2014 to December 2024.

Mr. Yuan obtained his college diploma in public finance and taxation from Jiangsu Open University (江蘇開放大學, formerly known as Jiangsu Radio and Television University (江蘇廣播電視大學)) in the PRC in July 1998.

**Mr. Zhao Xiutian** (趙秀田), aged 62, is the deputy Chairman of the Board and a non-executive Director of the Company. Mr. Zhao joined the Company in December 2009 and served as a deputy general manager from December 2010 to May 2020. He has been the deputy Chairman of the Board since May 2020 and a Director of the Company since December 2010. He was redesignated as a non-executive Director on November 3, 2025 with effect from the [REDACTED] Date. Mr. Zhao is primarily responsible for overseas business, strategic investment and merger and acquisitions of the Company.

From March 1993 to November 2009, Mr. Zhao has worked at multiple US-based corporations, equipping himself with rich experience in the industry.

Mr. Zhao obtained his bachelor’s degree in Science from Sun Yat-sen University (中山大學) in the PRC in July 1985 and he obtained his master’s degree in Science from Old Dominion University in the United States in May 1992.

**Mr. Shan Jianbin** (單建斌), aged 49, is an executive Director and the executive president of the Company. Mr. Shan joined the Company in 2016. He has been serving as a Director since January 2017 and the executive president since May 2020. Mr. Shan is also serving as a director of several subsidiaries of the Company. He was redesignated as an executive Director on November 3, 2025 with effect from the [REDACTED] Date. He is primarily responsible for execution of business management of the Company.

Prior to joining the Company, Mr. Shan served as section chief, head of the division and director general successively at Mekttec Manufacturing Corporation (Zhuhai), Ltd. (珠海紫翔電子科技有限公司) from July 1998 to October 2015 and is currently the vice chairman of China Printed Circuit Association (中國電子電路行業協會).

Mr. Shan obtained his bachelor’s degree in machinery design and manufacture from Jiangnan University (江南大學, formerly known as Wuxi University of Light Industry (無錫輕工大學)) in the PRC in June 1998.

**Mr. Wang Xu** (王旭), aged 43, is an executive Director, a senior vice president of the Company and the chief financial officer of the Company. Mr. Wang has served as a Director since January 2017, a senior

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vice president of the Company since December 2021, a deputy general manager from December 2013 to December 2021 and the chief financial officer of the Company since October 2013. Currently, Mr. Wang is also holding directorship in several subsidiaries of the Company. He was redesignated as an executive Director on November 3, 2025 with effect from the [REDACTED] Date. Previously, he was the deputy finance director of the Company from April 2013 to September 2013. He is primarily responsible for the Company’s financial operation.

Prior to joining the Company, Mr. Wang served at Kunshan Fengrui United Accounting Firm (昆山豐瑞聯合會計師事務所) from June 2002 to June 2006, and as the deputy manager, the manager of accounting division, an assistant to the director of the finance department and the deputy director of the finance department of Suzhou Good-ark Electronics Co., Ltd. (蘇州固錫電子股份有限公司, a company listed on the Shenzhen Stock Exchange, stock code 002079.SZ) from March 2007 to March 2013.

Mr. Wang has been serving as a director of Suzhou Leigete Intelligent Technology Co., Ltd. (蘇州雷格特智能設備股份有限公司, a company listed on the National Equities Exchange and Quotations, stock code 836812.NQ) since February 2010. He is also currently an external supervisor for master’s programs in accounting and/or auditing at Dongwu Business School of Soochow University (蘇州大學東吳商學院), Business School of Jiangsu Normal University (江蘇師範大學商學院), and Business School of Nanjing University of Information Science and Technology (南京信息工程大學商學院).

Mr. Wang obtained his college diploma in Accounting from Nanjing University of Finance and Economics (南京經濟學院) in the PRC in June 2001 and he obtained his master’s degree in business administration from Xiamen University (廈門大學) in the PRC in June 2016. Mr. Wang has also been qualified as a member of the Chinese Institute of Certified Public Accountants since December 2009.

**Ms. Mao Xiaoyan (冒小燕)**, aged 45, is an executive Director, secretary of the Board and deputy general manager of the Company. She has been serving as a Director since July 2013, a deputy general manager and the secretary of the Board since August 2012 and was redesignated as an executive Director on November 3, 2025 with effect from the [REDACTED] Date. Ms. Mao served as an assistant to the chairman of the Board and the representative of security affairs of the Company from August 2010 to July 2012. Besides, Ms. Mao is also serving as a director or a supervisor in several companies within the Group. She is primarily responsible for security affairs and investor relationship of the Company.

Prior to joining the Company, Ms. Mao served as the secretary to the chairman of the board of Suzhou Huacheng Group Co., Ltd. (蘇州華成集團有限公司, formerly known as Suzhou Huacheng Automobile Trading Group Co., Ltd. (蘇州華成汽車貿易集團有限公司)) from August 2003 to August 2004 and the vice director of the board secretary’s office at JiangSu WuZhong Pharmaceutical Development Co., Ltd. (江蘇吳中醫藥發展股份有限公司, formerly known as JiangSu WuZhong Industrial Co., Ltd. (江蘇吳中實業股份有限公司)) from January 2005 to July 2010.

Ms. Mao obtained her bachelor’s degree in information management and information system from Nanjing University of Science and Technology (南京理工大學) in the PRC in July 2003 and she obtained her master’s degree in business administration from China Europe International Business School (中歐國際工商學院) in the PRC in November 2024.

**Mr. Ma Liqiang (馬力強)**, aged 44, is an executive Director, employee representative Director, chairman of touch display business division and Chinese president of Multek business division. He was designated as an executive Director on November 3, 2025 with effect from the [REDACTED] Date. Previously, he was chairman of the board of supervisors of the Company from January 2017 to November 2025. He joined the Company in October 2006 and is primarily responsible for overall operation and management of touch display business division and Multek business division. Mr. Ma is also serving as a director or the general manager of several subsidiaries of the Company.

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Mr. Ma has worked at Suzhou Jinhua Shengzhiye Co., Ltd. (蘇州金華盛紙業有限公司) from June 2005 to January 2006 and Dongshan Optoelectronics (Suzhou) Co., Ltd. (東山光電(蘇州)有限公司) from April 2006 to September 2006.

Mr. Ma obtained his college diploma in human resource management from Soochow University (蘇州大學) in the PRC in December 2003.

### Independent Non-Executive Directors

**Dr. Wang Leigang** (王雷剛), aged 62, was appointed as an independent non-executive Director on May 15, 2026. He is primarily responsible for supervising and providing independent opinion and judgment to the Board.

Dr. Wang has been serving as a professor and doctoral supervisor of the Department of Materials Forming and Process Technologies affiliated to the School of Materials Science & Engineering at Jiangsu University (江蘇大學材料科學與工程學院材料成型及控製工程繫) since July 2004. Besides, he has been serving as an independent director of Jiangyin Hengrun Heavy Industries Co., Ltd. (江陰市恆潤重工股份有限公司, a company listed on the Shanghai Stock Exchange, stock code: 603985) since August 2014 and Jiangsu Rongtai Industry Co., Ltd. (江蘇嶸泰工業股份有限公司, a company listed on the Shanghai Stock Exchange, stock code: 605133) since November 2024. Dr. Wang also successively served as a lecturer, associate professor, professor, doctoral supervisor of Hefei University of Technology (合肥工業大學) from June 1989 to June 2004.

Dr. Wang obtained his doctorate degree in engineering from Yanshan University (燕山大學) in the PRC in September 2001 and a bachelor’s degree in engineering from Hefei University of Technology (合肥工業大學) in the PRC in June 1986.

**Mr. Poon Wing Shing Anthony** (潘永誠), aged 53, was appointed as an independent non-executive Director on May 15, 2026. He is primarily responsible for supervising and providing independent opinion and judgment to the Board.

Mr. Poon has been serving as a legal advisor of China Resources Longdation Company Limited (華潤隆地有限公司) since January 2025. Mr. Poon also served as the senior deputy general manager of China Resources (Holdings) Company Limited (華潤(集團)有限公司) from November 2006 to December 2024, a legal advisor of Pacific Century Premium Developments Limited (盈科大衍地產發展有限公司, a company listed on the Stock Exchange, stock code: 00432) from August 2005 to November 2006, a senior associate of Allen Overy Shearman Sterling LLP from March 2000 to July 2005 and an associate of Gallant (何耀棣律師事務所) from July 1996 to February 2000.

Mr. Poon obtained his bachelor’s degree in science from the University of Western Ontario in Canada in August 1994.

**Mr. Cai Weihua** (蔡衛華), aged 45, was appointed as an independent non-executive Director on May 15, 2026. He is primarily responsible for supervising and providing independent opinion and judgment to the Board.

Mr. Cai has been serving as a partner of Gongzheng Tianye Certified Public Accountants, SGP (公證天業會計師事務所(特殊普通合夥)) since November 2023; a partner of Jonten Certified Public Accountants (Special General Partnership) (中天運會計師事務所(特殊普通合夥)) Jiangsu Branch from January 2018 to October 2023 and a project manager, a senior manager and a salaried partner of Tianheng Certified Public Accountants (Special General Partnership) (天衡會計師事務所(特殊普通合夥)) successively from June 2007 to January 2018. In addition, Mr. Cai served as the financial director of Nanjing Nanfang Gaoke Communications & Digital Products Sales Co., Ltd. (南京南方高科通訊數位產品銷售有限公司) from May 2005 to March 2007, a managing accountant of Nanjing SHARP Electronics Co., Ltd. (南京夏普電子有限公司) from April 2004 to April 2005 and a project manager of Nanjing Sanlian Certified Public Accountants Co., Ltd. (南京三聯會計師事務所有限公司) from July 2000 to December 2003.

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Previously, Mr. Cai served as an independent director of multiple listed companies, including: Nanjing Vishee Medical Technology Co., Ltd. (南京偉思醫療科技股份有限公司, a company listed on the Shanghai Stock Exchange, stock code: 688580) from August 2019 to February 2026, Jiangsu Times Textile Technology Co., Ltd. (江蘇泰慕士針紡科技股份有限公司, a company listed on the Shenzhen Stock Exchange, stock code: 001234) from October 2019 to October 2025, Jiangsu Maixinlin Aviation Science And Technology Corp. (江蘇邁信林航空科技股份有限公司, a company listed on the Shanghai Stock Exchange, stock code: 688685) from October 2017 to July 2023 and Jiangsu Liba Enterprise Joint-Stock Co., Ltd. (江蘇立霸實業股份有限公司, a company listed on the Shanghai Stock Exchange, stock code: 603519) from February 2017 to February 2023.

Mr. Cai obtained his master’s degree in accounting from Nanjing University (南京大學) in the PRC in December 2014 and a bachelor’s degree in arts from Nanjing Normal University (南京師範大學) in the PRC in July 2010. He has been qualified as a member of the Chinese Institute of Certified Public Accountants (中國註冊會計師協會) since September 2007.

**Dr. Xu Weidong** (徐維東), aged 45, is an independent non-executive Director of the Company. Dr. Xu was appointed as an independent Director on November 3, 2025. He is primarily responsible for supervising and providing independent opinion and judgment to the Board.

Dr. Xu was also a lecturer at Zhejiang University School of Management (浙江大學管理學院) from February 2011 to December 2012; subsequently, he has served as associate professor at the same school since January 2013. Dr. Xu served as an independent non-executive Director at Zhejiang Jiemei Electronic And Technology Co., Ltd. (浙江潔美電子科技股份有限公司, a company listed on the Shenzhen Stock Exchange, stock code 002859.SZ) since December 2022.

Dr. Xu obtained his bachelor’s degree in mathematics from Ningxia University (寧夏大學) in June 2004 in the PRC and his master’s degree in mathematics from Shanghai Jiao Tong University (上海交通大學) in March 2007 in the PRC, where he also obtained his doctoral degree in management in March 2011.

## SENIOR MANAGEMENT

The Group’s senior management team is responsible for the day-to-day management and operation of its business. The executive Directors are also members of the Group’s senior management. For their biographies, see “— Directors — Executive Directors and Non-executive Directors” above.

<u>Name</u>	<u>Age</u>	<u>Position</u>	<u>Time of joining the Group</u>	<u>Date of appointment as a member of senior management</u>	<u>Roles and responsibilities</u>
Mr. Yuan Yongfeng (袁永峰)	49	Executive Director and general manager	October, 1998	December 14, 2007	Responsible for overall operation and development of the Company
Mr. Shan Jianbin (單建斌)	49	Executive Director and executive president	March 2016	May 29, 2020	Responsible for execution of business management
Mr. Wang Xu (王旭)	43	Executive Director, senior vice president of the Company and chief financial officer	April 2013	October 14, 2013	Responsible for the Company’s financial operation

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<u>Name</u>	<u>Age</u>	<u>Position</u>	<u>Time of joining the Group</u>	<u>Date of appointment as a member of senior management</u>	<u>Roles and responsibilities</u>
Ms. Mao Xiaoyan (冒小燕)	45	Executive Director, secretary of the Board and deputy general manager of the Company	August 2010	August 23, 2012	Responsible for security affairs and investor relationship of the Company
Dr. Li Ting Wei	64	Deputy general manager, Chief Strategy Officer of the Company and Co-CEO of Source Photonics business division	March 2026	March 25, 2026	Responsible for coordination of Company’s overall strategy and Source Photonics’s global resources

**Mr. Yuan Yongfeng** (袁永峰), aged 49, is an executive Director and the general manager of the Company. For his biography, see “— Directors — Executive Directors and Non-executive Directors”.

**Mr. Shan Jianbin** (單建斌), aged 49, is an executive Director and the executive president of the Company. For his biography, see “— Directors — Executive Directors and Non-executive Directors”.

**Mr. Wang Xu** (王旭), aged 43, is an executive Director, a senior vice president of the Company and chief financial officer. For his biography, see “— Directors — Executive Directors and Non-executive Directors”.

**Ms. Mao Xiaoyan** (冒小燕), aged 45, is an executive Director, secretary of the Board and deputy general manager of the Company. For her biography, see “— Directors — Executive Directors and Non-executive Directors”.

**Dr. Li Ting Wei**, aged 64, has been serving as a deputy general manager, Chief Strategy Officer of the Company and Co-CEO of Source Photonics business division since March 2026.

Dr. Li has been serving as an independent director of SeeYA Technology Corp. (視涯科技股份有限公司, a company listed on the Shanghai Stock Exchange, stock code: 688781) since September 2023 and Verisilicon Microelectronics (Shanghai) Co., Ltd. (芯原微電子(上海)股份有限公司, a company listed on the Shanghai Stock Exchange, stock code: 688521) from July 2025. He was also an independent director of Shanghai Zhangjiang Hi-Tech Park Development Co., Ltd. (上海張江高科技園區開發股份有限公司, a company listed on the Shanghai Stock Exchange, stock code: 600895) from June 2021 to August 2024.

Previously, Dr. Li served as a technology representative of Lucent Technologies, Inc. from April 1998, the head of Shanghai Branch and a senior director of Qualcomm Technologies, Inc. (a company listed on the NASDAQ, symbol: QCOM) from August 2002 to May 2010 and the vice president and general manager of Chinese region of Marvell Technology, Inc. (a company listed on the NASDAQ, symbol: MRVL) from June 2010 to July 2013. In addition, from July 2013, Dr. Li also successively served as the senior vice president of global sales and president of Greater China of Broadcom Inc. (a company listed on the NASDAQ, symbol: AVGO), the vice president of sales and president of North America and Europe of Goertek Inc. (歌爾股份有限公司, a company listed on the Shenzhen Stock Exchange, stock code: 002241) and the global senior vice president and chairman of Greater China area of NXP Semiconductors (Shanghai) Co., Ltd. (恩智浦半導體(上海)有限公司).

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Dr. Li obtained his doctorate degree in physics from Leiden University in the Netherlands in December 1995. In addition, he attained a master’s degree in science from Shanghai Institute of Metallurgy, Chinese Academy of Sciences (中國科學院上海冶金研究所, now known as Shanghai Institute of Microsystem and Information Technology, Chinese Academy of Sciences (中國科學院上海微系統與信息技術研究所)) in the PRC in September 1988 and a bachelor’s degree in science from Shanghai Jiao Tong University (上海交通大學) in the PRC in July 1982.

### JOINT COMPANY SECRETARIES

**Ms. Mao Xiaoyan (冒小燕)**, aged 45, is an executive Director, secretary of the Board, deputy general manager and a Joint Company Secretary of the Company. For her biography, see “— Directors — Executive Directors and Non-executive Directors”.

**Mr. Tsang Chun Ho (曾俊豪)**, aged 35, is a Joint Company Secretary of the Company. Mr. Tsang is a manager of Company Secretarial Services of Tricor Services Limited (a member of Vistra Group), a global professional services provider specializing in integrated business, corporate and investor services. Mr. Tsang is responsible for provision of corporate secretarial and compliance services to listed company clients. He has over twelve years of experience in the company secretarial field.

He obtained a master’s degree of business administration from the Hong Kong Metropolitan University in November 2021. Mr. Tsang is an associate member of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

### OTHER INFORMATION

#### Rule 3.09D of the Listing Rules

Each of the Directors confirms that he or she (i) has obtained the legal advice referred to under Rule 3.09D of the Listing Rules in November 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 the 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 had 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 were no other factors that may affect his or her independence at the time of his/her appointments.

#### Rule 8.10(2) of the Listing Rules

Each of the Directors (other than the independent non-executive Directors) confirms that as of the Latest Practicable Date, he or she was not interested in any business, apart from the Group’s business, which competes or is likely to compete, either directly or indirectly, with the Group’s business under Rule 8.10(2) of the Listing Rules.

## MANAGEMENT AND CORPORATE GOVERNANCE

### Board Committees

#### *Audit Committee*

The Board has established the Audit Committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and the Corporate Governance Code. The primary duties of the Audit

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Committee are to review and supervise both internal and external auditing process, review financial reports, supervise and assess internal controls system of the Group and provide advice and comments to the Board. The Audit Committee comprises Mr. Cai Weihua, Dr. Xu Weidong, Mr. Poon Wing Shing Anthony, Mr. Yuan Yonggang and Mr. Zhao Xiutian, with Mr. Cai Weihua (being an independent non-executive Director with appropriate professional qualifications) as the chairperson.

### *Nomination Committee*

The Board has established the Nomination Committee with written terms of reference in compliance with Rules 3.27A of the Listing Rules and the Corporate Governance Code. The primary duties of the Nomination Committee are to make recommendations to the Board on the appointment and removal of Directors and members of senior management. The Nomination Committee comprises Dr. Wang Leigang, Mr. Cai Weihua, Dr. Xu Weidong, Mr. Yuan Yonggang and Ms. Mao Xiaoyan, with Dr. Wang Leigang as the chairperson.

### *Remuneration and Appraisal Committee*

The Board has established the Remuneration and Appraisal Committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and the Corporate Governance Code. The primary duties of the Remuneration and Appraisal Committee are to establish and review policies on remuneration packages payable to the Directors and other senior management and to formulate and amend policies on share incentive plans and employee stock ownership plans. The Remuneration and Appraisal Committee comprises Dr. Xu Weidong, Dr. Wang Leigang, Mr. Poon Wing Shing Anthony, Mr. Yuan Yongfeng and Mr. Wang Xu, with Dr. Xu Weidong (being an independent non-executive Director) as the chairperson.

### *Strategy and ESG Committee*

The Board has established the Strategy and ESG Committee with written terms of reference. The primary duties of the Strategy and ESG Committee are to make recommendations to the Board on the Group’s long-term development strategies, and advise on major financing plans, capital operation and asset management projects which are subject to the Board’s approval. It is also primarily responsible for advising on the Company’s strategic goals and policies related to ESG and reviewing the Company’s annual ESG reports. The Strategy and ESG Committee comprises Mr. Yuan Yonggang, Dr. Wang Leigang, Dr. Xu Weidong, Mr. Cai Weihua and Mr. Shan Jianbin, with Mr. Yuan Yonggang as the chairperson.

### **Corporate Governance Code**

The Company is committed to achieving high standards of corporate governance with a view to safeguarding the interests of the Shareholders. To accomplish this, the Company intends to comply with the code provisions in Part 2 of the Corporate Governance Code after the [REDACTED].

### **Board Diversity**

The Company has adopted a board diversity policy which sets out the approach to achieve diversity of the Board. The Company recognizes and embraces the benefits of having a diverse Board and sees increasing diversity at the Board level, including gender diversity, as an essential element in maintaining its competitive advantage and enhancing its ability to attract, retain and motivate employees from the widest possible pool of available talent. In reviewing and assessing suitable candidates to serve as a Director, the Nomination Committee will consider a number of aspects, including, but not limited to, gender, age, cultural and educational background, professional qualifications, skills, knowledge, and industry and regional experience.

Upon [REDACTED], the Board would consist of one female and ten male Directors ranging from 43 to 62 years old with a balanced mix of knowledge and skills, including, but not limited to, overall management

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and strategic development, accounting and corporate governance in addition to relevant industry experience. They obtained degrees in various majors including machinery design and manufacture, accounting, finance and business administration. Taking into account the Group’s existing business model and specific needs, as well as the diverse background of the Directors, the composition of the Board satisfies the 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. The Nomination Committee will monitor and evaluate the implementation of the board diversity policy from time to time to ensure its ongoing effectiveness, and will propose any necessary amendments as required, recommending such amendments to the Board for consideration and approval. The Nomination Committee will also include a summary of the board diversity policy in the annual reports.

### **REMUNERATION**

The Directors and senior management of the Company receive their remuneration in the form of basic annual payments and performance-related annual payments, including fees, salaries, share-based compensation and other benefits in kind.

For the years ended December 31, 2023, 2024 and 2025, the total remuneration paid to the Directors amounted to RMB18.3 million, RMB18.3 million and RMB20.0 million, respectively. None of the Directors waived or agreed to waive any emolument during the Track Record Period.

Under the arrangements in force as of the date of this document, the Company estimates the total remuneration payable to, and benefits in kind receivable by, the Directors by the Group for the year ending December 31, 2026 to be approximately RMB24.4 million.

The five highest paid individuals of the Group for the years ended December 31, 2023, 2024 and 2025 included 4, 4 and 5 Directors, respectively. During the same year/period, the aggregate amount of remuneration of the five highest paid individuals was RMB16.9 million, RMB16.9 million and RMB18.1 million, respectively.

During the Track Record Period, no remuneration was paid to, or received by, the Directors or the five highest paid individuals as an inducement to join or upon joining the Group. No compensation was paid to, or received by, the Directors, former Directors or the five highest paid individuals for the loss of office as a director of any member of the Group or of any other office in connection with the management of the affairs of any member of the Group.

Save as disclosed above, no other payments have been made or are payable by the Group to the Directors in respect of the Track Record Period.

### **COMPLIANCE ADVISOR**

The Company has appointed Somerley Capital Limited as the Compliance Advisor pursuant to Rule 3A.19 of the Listing Rules. The Compliance Advisor will provide the Company with guidance and advice as to compliance with the requirements under the Listing Rules and applicable Hong Kong laws. Pursuant to Rule 3A.23 of the Listing Rules, the Compliance Advisor will, amongst other things, advise the Company 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 or connected transaction, is contemplated, including share issues, sales or transfers of treasury shares and share repurchases;

## **DIRECTORS AND SENIOR MANAGEMENT**

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

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