OVERVIEW

Our Board consists of seven Directors, including four executive Directors 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.

DIRECTORS

The following table sets forth certain information regarding our Directors:

Name	Age	Position(s)	Date of joining our Group	Date of appointment as a Director	Roles and responsibilities	Relationship with other Directors and senior management
Executive Directors						
Dr. Xie Liangzhi (謝良志)	60	Chairman of the Board, general manager and head of preclinical research and development	June 2002	March 17, 2019	Responsible for the overall strategic planning, business development and major operational decisions of the Company	None
Dr. Wang Yang (王陽)	67	Executive Director, deputy general manager and head of quality management center	April 2010	March 17, 2019	Responsible for quality management	None
Mr. Tang Liming (唐黎明)	45	Executive Director, deputy general manager and secretary of the Board	October 2016	March 17, 2019	Responsible for corporate governance, information disclosure and investor relations management of the Group	None
Mr. Li Xun (李汛)	47	Executive Director	September 2017	May 16, 2025	Responsible for administrative affairs management	None
Independent non-executive Directors						
Dr. Jia Lingyun (賈凌雲)	60	Independent non-executive Director	May 2025	May 16, 2025	Providing independent opinion and judgement to the Board	None
Mr. Wang Haofeng (王浩峰)	47	Independent non-executive Director	May 2025	May 16, 2025	Providing independent opinion and judgement to the Board	None
Mr. Xu Jianhui (徐建輝)	48	Independent non-executive Director	April 2026	April 20, 2026	Providing independent opinion and judgement to the Board	None

Executive Directors

Dr. Xie Liangzhi (謝良志), aged 60, is the chairman of the Board, general manager and head of preclinical research and development of our Company. Dr. Xie founded our Group in June 2002 and has held various positions in subsidiaries of our Group since then. He served as a director from June 2002 to January 2009 at SinoCelltech Ltd. (神州細胞工程有限公司), and has served as the chairman of the board since January 2009 at the same company. He has served as the general manager of SinoCelltech Ltd. since June 2002. He also served as a director from November 2008 to February 2015 and an executive director from April 2016 to June 2016 at Beijing Nuoning Biotechnology Co., Ltd. (北京諾寧生物科技有限公司).

Dr. Xie served as a research fellow and a senior engineer at Merck & Co., Inc. from October 1996, a professor at Chinese Academy of Medical Sciences & Peking Union Medical College (中國醫學科學院北京協和醫學院) from May 2003 to July 2016 and a director at the Cell Engineering Research and Development Center, Chinese Academy of Medical Sciences & Peking Union Medical College (中國醫學科學院北京協和醫學院細胞工程研發中心) from August 2005 to July 2011. Since May 2012, He served as a director at Beijing Haichuang Think Tank Technology Co., Ltd. (北京海創智庫科技有限公司). He also served as a general manager from December 2016 to February 2019, a director from December 2016 to December 2017, and the chairman of the board since December 2017 at Sino Biological Inc. (北京義翹神州科技有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 301047.SZ). He has also held various directorships, including the chairman of the board at Sino Biological (Suzhou) Biotechnology Co., Ltd. (義翹神州(蘇州)生物技術有限公司) since March 2023 and at Sino Biological (Taizhou) Technology Co., Ltd. (義翹神州(泰州)科技有限公司) since July 2023.

Dr. Xie as a member of the 13th and 14th National Committee of the Chinese People's Political Consultative Conference (第十三屆、十四屆全國政協委員) in January 2018 and in January 2023 respectively, and a deputy to the 14th and 15th Beijing Municipal People's Congress (北京市第十四、十五屆人民代表大會代表) in November 2012 and in November 2017 respectively. He also served as a member of the overall expert group of the "Major New Drug Innovation" National Science and Technology Major Project (「重大新藥創制」科技重大專項總體組) from December 2012 to December 2020. Dr. Xie also obtained the title of senior engineer (professor-level) issued by Beijing Municipal Senior Professional and Technical Qualification Evaluation Committee (北京市高級專業技術資格評審委員會) in December 2011.

Dr. Xie obtained a bachelor's degree in inorganic chemical engineering from Dalian University of Technology (大連理工大學) (previously known as Dalian Institute of Technology (大連工學院)) in Liaoning Province, the PRC, in July 1987. He also obtained a master's degree in chemical engineering from Dalian University of Technology in July 1990. He also obtained a doctorate degree in biochemical engineering from Massachusetts Institute of Technology in the United States in February 1997.

Dr. Wang Yang (王陽), aged 67, is an executive Director, deputy general manager and head of quality management center of our Company. Dr. Wang has held various positions in subsidiaries of our Group since he joined the Group in April 2010. Dr. Wang has served as a deputy general manager at SinoCelltech Ltd. (神州細胞工程有限公司) since January 2018. He also served as a general manager from March 2010 to February 2015 and the chairman of the board from April 2012 to February 2015 at Beijing Nuoning Biotechnology Co., Ltd. (北京諾寧生物科技有限公司).

Prior to joining our Group, Dr. Wang successively served as a research associate in protein chemistry at Princeton University from November 1987 to September 1990, a research coordinator at Florida State University from September 1990 to September 1992 and a research scientist at the Massachusetts Institute of Technology from September 1992 to September 1995. He then served as a senior research scientist at Procept, Inc. (普樂薩普特公司) from September 1995 to October 1996 and held positions of researcher and associate director at Merck and Companies, Inc. from May 1997. He has also held multiple directorships, including a director at Sino Biological Inc. (北京義翹神州科技有限公司) from December 2017 to October 2019 and at Mandis Company Limited (曼迪司有限公司) since December 2019.

Dr. Wang obtained a bachelor's degree in chemistry from University of Science and Technology of China (中國科學技術大學) in Anhui Province, the PRC, in 1982. He then obtained his doctorate degree in chemistry from University of Oregon in the United States in December 1987. Dr. Wang obtained the title of professor-level senior engineer issued by Beijing Municipal Senior Professional and Technical Qualification Evaluation Committee (北京市高級專業技術資格評審委員會) in December 2011.

Mr. Tang Liming (唐黎明), aged 45, is an executive Director, deputy general manager and secretary of the Board of our Company. Mr. Tang has served as a deputy general manager in SinoCelltech Ltd. (神州細胞工程有限公司) since December 2018.

Prior to joining our Group, Mr. Tang successively served as a lawyer in the securities department at King & Wood (金杜律師事務所) from July 2000 to June 2005, an executive director in the legal department at China International Capital Corporation Limited (中國國際金融股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 601995.SH) and the Stock Exchange (stock code: 03908.HK), from June 2005 to October 2016, a deputy general manager at Sino Biological Inc. (北京義翹神州科技股份有限公司) from January 2017 to December 2018 and a director at the same company from December 2017 to April 2018. He has also served as an arbitrator at the Shenzhen Court of International Arbitration (Shenzhen Arbitration Commission) (深圳國際仲裁院(深圳仲裁委員會)) since December 2015.

Mr. Tang obtained a bachelor's degree in law from Peking University (北京大學) in Beijing, the PRC, in July 2000. He was qualified as a lawyer in China in 2004.

Mr. Li Xun (李汛), aged 47, is an executive Director and director of administration of our Company. Mr. Li has served as the director of administration of SinoCelltech Ltd. (神州細胞工程有限公司) since September 2017.

Prior to joining our Group, Mr. Li successively served in the People's Liberation Army of China (中國人民解放軍) from 1996 to March 2012, worked at COFCO Corporation (中糧集團有限公司) from 2012 to March 2013, and worked at China Petroleum & Chemical Corporation (中國石油化工股份有限公司) from April 2013 to April 2016. He also served as a supervisor at Sino Biological Inc. (北京義翹神州科技股份有限公司) from February 2018 to October 2019.

Mr. Li obtained a bachelor's degree in military journalism from Nanjing Political Academy of the People's Liberation Army (解放軍南京政治學院) (currently known as Political College of the National Defense University of the People's Liberation Army (中國人民解放軍國防大學政治學院)) in Jiangsu Province, the PRC, in July 2000, and a master's degree in engineering (project management) from Space Engineering University (中國人民解放軍軍事航天部隊航天工程大學) (previously known as Academy of Equipment of the People's Liberation Army (中國人民解放軍裝備學院)) in Beijing, the PRC, in December 2011.

Independent non-executive Directors

Dr. Jia Lingyun (賈凌雲), aged 60, has served as an independent non-executive Director of our Company since May 2025.

Dr. Jia has served as a professor at the School of Bioengineering, Dalian University of Technology (大連理工大學) since May 2005. She previously served as the dean of the School of Bioengineering and continues to serve as a doctoral supervisor there. She has also served as the director of the Liaoning Provincial Key Laboratory of Molecular Recognition and Imaging (遼寧省分子識別與成像重點實驗室), the director of the blood purification materials sub-committee of the Liaoning Provincial Engineering Research Center for Blood Purification Adsorption Materials (遼寧

省血液淨化吸附材料工程研究中心) and the director of the key laboratory of intelligent biomanufacturing of the Ministry of Education at Dalian University of Technology (智能生物製造教育部重點實驗室).

Dr. Jia obtained a bachelor's degree in chemical engineering from Dalian University of Technology (大連理工大學) in Liaoning Province, the PRC in July 1987, a master's degree in chemical engineering and a doctorate degree in biochemical engineering from Dalian University of Technology in July 1990 and in June 2008, respectively.

Mr. Wang Haofeng (王浩峰), aged 47, has served as an independent non-executive Director of our Company since May 2025.

Mr. Wang served as a manager at KPMG Huazhen LLP (畢馬威華振會計師事務所) from July 2002 to December 2007 and served as a partner at Zhongbang (Hong Kong) Consultancy Limited (中邦(香港)顧問有限公司). He also served as the chief financial officer at China Shenghuo Pharmaceutical Holdings, Inc. (中國聖火藥業(集團)有限公司) from April 2011 and at Bostal Drug Delivery Co., Ltd. (廣州玻思韜控釋藥業有限公司) September 2016 to May 2019. He served as a partner at Guangzhou Chuangnuo Zhijin Enterprise Management Consulting Co., Ltd. (廣州創諾至謹企業管理諮詢有限公司) from May 2019 to May 2020. From May 2020, he worked as senior manager at Pan-China Certified Public Accountants LLP (天健會計師事務所(特殊普通合夥)). He has served as a partner at Pengsheng Certified Public Accountants LLP (鵬盛會計師事務所(特殊普通合夥)) since January 2021, and a partner and an executive director at Pengsheng Zhihe (Guangzhou) Enterprise Consulting Co., Ltd. (鵬盛智和(廣州)企業諮詢有限公司) since September 2021.

Mr. Wang obtained a bachelor's degree in applied English (international finance and accounting) from Guangdong University of Foreign Studies (廣東外語外貿大學) in Guangdong Province, the PRC, in June 2002, and a master's degree in business administration from Peking University (北京大學) in Beijing, the PRC, in June 2017. Mr. Wang has been a member of the Chinese Institute of Certified Public Accountants (CPA) (中國註冊會計師協會) since January 2010.

Mr. Xu Jianhui (徐建輝), aged 48, has served as an independent non-executive Director of our Company since April 2026.

He has been engaged in cross-border legal services for over 20 years. Mr. Xu's practice areas primarily cover overseas capital markets, cross-border mergers and acquisitions, and compliance and regulatory matters. He joined Zhonglun Law Firm LLP (中倫律師事務所) since February 2016 and is currently serving as a managing partner of Zhong Lun Law Firm LLP. Before joining Zhong Lun Law Firm, Mr. Xu practiced for over a decade at several internationally renowned law firms from 2001 to 2016. He served as a lawyer from February 2001 to July 2005 at JunHe LLP (君合律師事務所), a legal assistant from July 2005 to August 2005 at Clifford Chance and a registered foreign lawyer from August 2005 to October 2009 at the same law firm. He successively served as a paralegal and a foreign legal consultant from September 2010 to May 2013 at K&L Gates. He then served as a foreign legal consultant in corporate & commercial group from May 2013 to January 2016 at Simmons & Simmons.

In addition to his legal practice, Mr. Xu also holds various public positions in social and industry organizations. He was selected as a member of the 13th Committee of the Sichuan Provincial Committee of the Chinese People's Political Consultative Conference (中國人民政治協商會議四川省第十三屆委員會) in December 2022, and has served as the vice president and the deputy secretary-general of the executive committee of the 1st and 2nd Council of Federation of HK Sichuan Comminity Organisactions (香港四川社團總會) since May 2023 and a member of the 3rd Bond Review Committee of China (Macao) Financial Asset Exchange Co., Ltd. (中華(澳門)金融資產交易股份有限公司第三屆債券審核委員會) since July 2024. Mr. Xu obtained a bachelor's degree in laws from Peking University in July 2000 and a master' degree in laws from University of Pennsylvania in the United States in May 2004. He also holds practicing qualifications in Hong Kong, New York State (the United States), and Chinese Mainland.

SENIOR MANAGEMENT

The following table provides information about members of our senior management:

Name	Age	Position(s)	Date of joining our Group	Date of appointment as senior management	Roles and responsibilities	Relationship with other Directors and senior management
Dr. Xie Liangzhi (謝良志)	60	Chairman of the Board, general manager and head of preclinical research and development	June 2002	March 17, 2019	Responsible for the overall strategic planning, business development and major operational decisions of the Company	None
Dr. Wang Yang (王陽)	67	Executive Director, deputy general manager and head of quality management center	April 2010	March 17, 2019	Responsible for quality management	None
Mr. Tang Liming (唐黎明)	45	Executive Director, deputy general manager and secretary of the Board	October 2016	March 17, 2019	Responsible for corporate governance, information disclosure and investor relations management of the Group	None
Ms. Ma Jie (馬潔)	53	Financial director	December 2022	April 25, 2023	Responsible for the overall financial strategy and planning of the Group	None

Dr. Xie Liangzhi (謝良志) is the chairman of the Board, the general manager and head of preclinical research and development of our Company. See" — Directors — Executive Directors" in this section for his biographical details.

Dr. Wang Yang (王陽) is an executive Director, deputy general manager and head of quality management center of our Company. See" — Directors — Executive Directors" in this section for his biographical details.

Mr. Tang Liming (唐黎明) is an executive Director, deputy general manager and secretary of the Board of our Company. See" — Directors — Executive Directors" in this section for his biographical details.

Ms. Ma Jie (馬潔), aged 53, is the financial director of our Company. Ms. Ma also served as a Director of our Company from September 2024 to May 2025.

Prior to joining our Group, Ms. Ma worked at CITIC Coopers Accounting Firm (中信永道會計師事務所) from July 1998 to December 1999 and at PricewaterhouseCoopers (普華永道會計師事務所) from February 2000 to September 2000. She then worked at Kimberly-Clark Personal Hygienic Products Co. Ltd., Beijing (北京金佰利個人衛生用品有限公司) from October 2000 to December 2002, served as a senior controlling manager at Sanofi Pasteur Biologics Co., Ltd. (賽諾菲巴斯德生物醫藥有限公司) from January 2003 to February 2013 and an executive director of the finance and controlling department at Beijing Fresenius Kabi Pharmaceutical Co., Ltd. (北京費森尤斯卡比醫藥有限公司) from February 2013 to June 2022.

Ms. Ma obtained a bachelor's degree in accounting from Beijing Wuzi University (北京物資學院) in July 1995 and an Executive Master of Business Administration (EMBA) from the University of Texas at Arlington in December 2008. She also obtained the certificate of accountant (intermediate level) issued by the Ministry of Finance of the PRC in May 1999, the Certified Public Accountant (PRC) certificate in May 2000, and a Senior International Finance Manager (SIFM) certificate issued by International Financial Management Association in September 2011.

INTERESTS OF DIRECTORS AND SENIOR MANAGEMENT

Saved as disclosed above, none of our Directors and senior management had been a director of any public company the securities of which were listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this Document. Save as disclosed herein, to the best knowledge, information and belief of the Directors having made all reasonable inquiries, there are no other matters with respect to the appointment of our Directors that need to be brought to the attention of the Shareholders, nor is there any information relating to our Directors that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

As of the Latest Practicable Date, none of our Directors or senior management were related to other Directors or senior management of our Company.

JOINT COMPANY SECRETARIES

Mr. Tang Liming served as one of our joint company secretaries. See" — Directors — Executive Directors" in this section for his biographical details.

Mr. Wong Chun Wing Samuel (黃俊穎) was appointed as one of our joint company secretaries with effect from **[REDACTED]**.

Mr. Wong has more than 8 years of work experience in the company secretarial and legal fields and is currently Deputy Manager of the Listed Company Services Department of TMF Hong Kong Limited ("**TMF**"). Currently, he is the joint or sole company secretary of several listed companies including Shandong Gold Mining Co., Ltd. (stock code: 1787), Qunabox Group Limited (stock code: 0917), CMON Limited (stock code: 1792), BAIC Motor Corporation Limited (stock code: 1958), CMOC Group Limited (stock code: 3993), China Traditional Chinese Medicine Holdings Co. Limited (stock code: 570), Greentown China Holdings Limited (stock code: 3900) and Weimob Inc. (stock code: 2013).

Mr. Wong obtained a bachelor's degree in business administration (honors) from Hang Seng Management College (恒生管理學院) in Hong Kong in November 2017. Mr. Wong has been an associate member of The Hong Kong Chartered Governance Institute since September 2020 and The Chartered Governance Institute in the United Kingdom since September 2020.

BOARD COMMITTEES

Our Board delegates certain responsibilities to various committees. In accordance with the relevant PRC laws and regulations and the Corporate Governance Code and the Listing Rules, our Company has formed three Board committees, namely the Audit Committee, the Nomination and Remuneration committee and the Strategy Committee.

Audit Committee

We have established an Audit Committee in compliance with the Corporate Governance Code set out in Appendix C1 to the Listing Rules. The Audit Committee consists of three Directors, namely Mr. Wang Haofeng, Dr. Jia Lingyun and Mr. Xu Jianhui. Mr. Wang Haofeng currently serves as the chairperson of the Audit Committee and holds the appropriate professional qualifications as required under Rules 3.10(2) and 3.21 of the Listing Rules. The primary duties of the Audit Committee are to review and supervise our financial reporting process, internal control management system in the fields of financial management, risk management and regulatory compliance, overseeing the audit process, and performing other duties and responsibilities as assigned by our Board.

Nomination and Remuneration Committee

We have established a Nomination and Remuneration Committee with written terms of reference in compliance with the Corporate Governance Code set out in Appendix C1 to the Listing Rules. The Nomination and Remuneration Committee consists of three Directors, namely Dr. Jia Lingyun, Mr. Xu Jianhui and Mr. Tang Liming. Dr. Jia Lingyun serves as the chairperson of the Nomination and Remuneration Committee. The primary duties of the Nomination and Remuneration Committee are to make recommendations to our Board regarding the appointment of Directors, Board succession and appointment of members of the senior management and review and make recommendations to the Board regarding the terms of remuneration packages, bonuses and other compensation payable to our Directors and senior management.

Strategy Committee

We have established a Strategy Committee in order to monitor the strategy and business plans of the Company. The Strategy Committee consists of three Directors, namely Dr. Xie, Dr. Jia Lingyun and Mr. Xu Jianhui. Dr. Xie serves as the chairperson of the Strategy Committee. The primary duties of the Strategy Committee are to review the execution of long-term business plans and performance targets of the Group, and to advise on operational strategies, major financing plans, investment proposals and other major strategic issues of the Company.

REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

We offer our Directors and senior management members, who are also the Company's employees, remuneration in the form of salaries, allowances and benefits in kind and performance related bonuses and pension scheme contributions. Our independent non-executive Directors receive fixed allowances with reference to the internal policies of the Company.

For the years ended December 31, 2023, 2024, and 2025, the aggregate amount of remuneration paid or payable to our Directors amounted to approximately RMB24.9 million, RMB31.6 million and RMB16.9 million, respectively. Under the arrangement currently in force, we estimate the total remuneration before taxation, including estimated share-based remuneration, to be accrued to our Directors for the year ending December 31, 2026 to be approximately RMB20.0 million. The actual remuneration of Directors in 2026 may be different from the expected remuneration.

The total emoluments for the five highest paid individuals amounted to approximately RMB36.5 million, RMB38.9 million and RMB20.6 million, for the years ended December 31, 2023 and 2024, and 2025, respectively.

During the Track Record Period, no remuneration was paid to our Directors or any of the five highest paid individuals as an inducement to join, or upon joining, our Group. During the Track Record Period, no compensation was paid to, or receivable by, any of our Directors, former directors or the five highest paid individuals for the loss of office as director of any member of our Group or of any other office in connection with the management of the affairs of any member of our Group. None of our Directors waived any emoluments during the Track Record Period. Save as disclosed above, no other payments have been paid, or are payable, by our Company or any of our subsidiaries to our Directors or the five highest paid individuals during the Track Record Period.

Our Board will review and determine the remuneration and compensation packages of our Directors and senior management and will, following the **[REDACTED]**, receive recommendations from our Nomination and Remuneration Committee which will take into account salaries paid by comparable companies, time commitment and responsibilities of our Directors and senior management and the performance of our Group.

CORPORATE GOVERNANCE

Our Company is committed to achieving high standards of corporate governance with a view to safeguarding the interests of our Shareholders. To accomplish this, our Company complies or intends to comply with the corporate governance requirements under the Corporate Governance Code set out in Appendix C1 to the Listing Rules after the **[REDACTED]**.

Pursuant to C.2.1 of the Corporate Governance Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. The roles of Chairman and general manager of our Company are both performed by Dr. Xie. Dr. Xie is responsible for the overall strategic planning, business development and major operational decisions of the Company. Dr. Xie is also the Controlling Shareholder of the Company and has been operating and managing the Group since its early stage. The Board believes that Dr. Xie has been instrumental to the growth and business expansion of the Group. The Board is of the view that the vesting the roles of the Chairman and general manager on him is beneficial to the management of the Company and therefore currently do not propose to separate the roles of chairman and general manager.

The balance of power and authority is ensured by the composition and operation of our Board. Our Board currently comprises four executive Directors (including Dr. Xie), and three independent non-executive Directors, and therefore the overall strategic and other key business policies of our Group are made collectively by our Directors after thorough discussion at our Board. The Board encourages all Directors to attend Board meetings and meetings of relevant Board committees, at which (i) the Chairman of the Board and the Chairmen of relevant Board committees will make sure that all Directors are informed of, and given sufficient time to discuss, all matters proposed at the meetings; and (ii) the senior management will provide adequate, accurate, clear, complete and reliable data and information to the Board members in a timely manner. Therefore, the Board believes that our balance of power and authority has been well guaranteed considering the above factors, and does not propose to separate the functions of our Chairman and general manager.

Our Directors recognize the importance of incorporating elements of good corporate governance in the management structures and internal control procedures of our Group to achieve effective accountability. Saved as disclosed above, our Company intends to comply with all code provisions in the Corporate Governance Code as set out in Appendix C1 to the Listing Rules after the **[REDACTED]**.

BOARD DIVERSITY POLICY

In order to enhance the effectiveness of our Board and to maintain the high standard of corporate governance, we have adopted a board diversity policy which sets out the objective and approach to achieve and maintain diversity of our Board. Pursuant to the board diversity policy, we seek to achieve Board diversity through the consideration of a number of factors when selecting the candidates to our Board, including, but not limited to, gender, skills, age, professional experience, knowledge, cultural background, education background, ethnicity and length of service. The ultimate decision of the appointment will be based on merit and the contribution which the selected candidates will bring to our Board.

Our board currently consists of one female Director and six male Directors. Our Directors have a balanced mix of knowledge and skills, including overall management and strategic development, engineering, finance and corporate governance in addition to industry experience relevant to our Group's operations and business. They obtained trainings and professional degrees in various majors including chemical engineering, chemistry, business administration, accounting, laws and English. This diverse academic background allows the Board to approach challenges and opportunities from multiple angles, fostering innovative solutions and comprehensive strategies. We have three independent non-executive Directors with different industry backgrounds, representing no less than one third of the members of our Board. Furthermore, our Board has a diverse age and gender representation. Taking into account our existing business model and specific needs as well as the different background of our Directors, the composition of our Board satisfies our board diversity policy.

Our Nomination and Remuneration Committee is responsible for reviewing the structure and diversity of the Board and selecting individuals to be nominated as Directors. After the **[REDACTED]**, our Nomination and Remuneration 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 and Remuneration Committee will also include in 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.

CONFIRMATION FROM OUR DIRECTORS

Rule 8.10 of the Listing Rules

Each of our Directors 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, either directly or indirectly, with our Company's business which would require disclosure under Rule 8.10 of the Listing Rules.

Rule 3.09D of the Listing Rules

Each of our Directors confirms that he or she (i) has obtained the legal advice referred to under Rule 3.09D of the Listing Rules on April 22, 2026 and (ii) understands the requirements under the Listing Rules that are applicable to him or her as a director of a **[REDACTED]** under the Listing Rules and the possible consequences of making a false declaration or giving false information to the Stock Exchange.

Rule 3.13 of the Listing Rules

Each of the independent non-executive Directors has confirmed (i) his/her independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules, (ii) 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 appointment.

COMPLIANCE ADVISER

We have appointed Ignite Capital (Asia Pacific) Limited as our Compliance Adviser pursuant to 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:

(a) before the publication of any regulatory announcement, circular or financial report;

(b) where a transaction, which might be a notifiable or connected transaction is contemplated, including share issues and share repurchases;

(c) where we propose to use the **[REDACTED]** of the **[REDACTED]** in a manner different from that detailed in this Document or where our business activities, developments or results deviate from any forecast, estimate or other information in this Document; and

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

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