BOARD OF DIRECTOR

Upon [**REDACTED**], our Board of Directors comprises nine Directors, including six executive Directors and three independent non-executive Directors. Our Directors serve a term of three years and may be re-elected for successive reappointments. 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 out information in respect of the Directors.

Name	Age	Position/Title	Time of joining our Group	Time of Appointment as a Director	Role and Responsibility
Executive Directors					
Mr. Ren Hongjun (任紅軍)	58	Chairman of the Board and executive Director	September 1998	January 2008	Overall strategic planning and setting the business direction of our Group
Mr. Li Zhigang (李志剛)	47	Executive Director and general manager	March 2005	February 2021	Overall business operations and management of our Group
Mr. Shang Zhongfeng (尚中鋒)	53	Executive Director and deputy general manager	November 2000	October 2018	Leading the overall operations of our sensor division
Mr. Yang Changzai (楊昌再)	50	Executive Director	March 2005	April 2019	Leading the overall operations of our smart safety division
Mr. Xiao Feng (肖鋒) . .	43	Executive Director, deputy general manager, Board secretary and joint company secretary	October 2007	February 2026	Overall corporate governance, capital market financing, information disclosure, investor relation and other Board-related matters
Ms. Gu Ruiqin (古瑞琴)	46	Executive Director and employee representative Director	June 2006	February 2026	Overseeing research, development, production, and sales of sensors

Name	Age	Position/Title	Time of joining our Group	Time of Appointment as a Director	Role and Responsibility
Independent Non-executive Directors					
Prof. Shen Xianghua (申香華)	56	Independent Non-executive Director	February 2026	February 2026	Providing independent opinion and judgment
Prof. Wu Yu (吳宇) . . .	45	Independent Non-executive Director	February 2026	February 2026	Providing independent opinion and judgment
Mr. Liu Zhifei (劉之斐)	39	Independent Non-executive Director	February 2026	February 2026	Providing independent opinion and judgment

Executive Directors

Mr. Ren Hongjun (任紅軍), aged 58, is an executive Director and chairman of the Board. He is primarily responsible for managing the operations of the Board, overall strategic planning and setting the business direction of our Group.

Mr. Ren found the predecessor of our Company, Henan Hanwei Electronic Co. Ltd. (河南漢威電子有限公司), in September 1998. He was appointed as a Director and chairman of the Board in January 2008, and was re-designated as an executive Director on February 2, 2026, with effect from the [**REDACTED**]. Prior to establishing our Company, Mr. Ren worked in Zhengzhou Traffic Transportation Company (鄭州交通運輸集團有限責任公司).

Mr, Ren was elected as the vice president of the 10th council of the China Instrument and Control Society (中國儀器儀錶學會), serving a term from October 2023 to October 2028. He also served as the vice president of the China Instrument Manufacturer Association (中國儀器儀錶行業協會) from October 2019 to March 2026.

Mr. Ren obtained his bachelor's degree in physics from Zhengzhou University in June 1988.

Mr. Ren was accredited as a senior professional engineer (正高級工程師) by the Senior Professional Title Evaluation Committee (Engineering Series) of Henan Province (河南省工程系列正高級職稱評審委員會) in electronic instruments and measurement in December 2021 and as a senior engineer (高級工程師) by the Senior Professional Technical Title Evaluation Committee (Electrical Engineering Series) of Henan Province (河南省電器工程系列高級專業技術職務評審委員會) in electronics in November 1999.

Mr. Li Zhigang (李志剛), aged 47, is an executive Director and general manager of our Company. He is primarily responsible for overall business operations and management of our Group. Mr. Li is also the director and/or general manager of certain subsidiaries of our Company.

Mr. Li joined our Group in March 2005 and held successive roles as chairman of Anshan Yixing Automation Engineering Co., Ltd. (鞍山易興自動化工程有限公司), technical director, and general manager of out Group. He was appointed as a Director in February 2021, and was re-designated as an executive Director on February 2, 2026, with effect from the [**REDACTED**].

Mr. Li is currently serving as a member of the Sub-Technical Committee on Industrial Control Computer Systems of the National Technical Committee on Industrial Process Measurement, Control and Automation Standardization (全國工業過程測量控制和自動化標準化技術委員會控制儀錶及裝置、工業控制計算機系統分技術委員會) and the Sub-Technical Committee on Fire Detection and Alarm of the National Fire Protection Standardization Technical Committee (全國消防標準化技術委員會火災探測與報警分技術委員會) of the Standardization Administration of China (國家標準化管理委員會).

Mr. Li obtained his EMBA from Cheung Kong Graduate School of Business in October 2025.

Mr. Li was recognized as a senior professional engineer of instrument, control and measurement (測量控制與儀器儀表專業領域正高級工程師) by the China Instrument and Control Society (中國儀器儀表學會) in June 2021. He has also held the position of the vice president of the China Instrument Manufacturer Association (中國儀器儀錶行業協會) since March 2026.

Mr. Shang Zhongfeng (尚中鋒), aged 53, is an executive Director and deputy general manager of our Company. He is primarily responsible for leading the overall operations of our sensor division. Mr. Shang is also an executive director of Winsen Electronics Technology, our major subsidiary, and a director or supervisor of certain subsidiaries of our Company.

Mr. Shang joined our Group in November 2000 and held successive roles as supervisors of the Company and research director of the Group. He was appointed as a Director in October 2018, and was re-designated as an executive Director on February 2, 2026, with effect from the [**REDACTED**].

Mr. Shang graduated from Zhengzhou University, majoring in chemistry, in July 1997.

Mr. Shang was accredited as a senior engineer (高級工程師) by the Evaluation Committee for Senior Professional Technical Qualification (Engineering Series) of Henan Province (河南省工程系列高級專業技術職務任職資格評審委員會) in electronics in November 2012.

Mr. Yang Changzai (楊昌再), aged 50, is an executive Director of our Company. He is primarily responsible for leading the overall operations of our smart safety division. Mr. Yang is also a director and general manager of our major subsidiary, Hanwei Intelligent Security and certain subsidiaries of our Company.

Mr. Yang joined our Group in March 2005 as a sales manager and has been subsequently promoted to the director and general manager of certain subsidiaries of our Company. In December 2017, he was appointed as a director and general manager of Hanwei Intelligent Security. Since January 2020, he has been appointed as a Director. Mr. Yang was re-designated as an executive Director on February 2, 2026, with effect from the [**REDACTED**].

Mr. Yang received his Master of Business Administration degree from Tsinghua University in January 2023.

Mr. Yang was recognized as a senior professional engineer of instrument, control and measurement (測量控制與儀器儀表專業領域正高級工程師) by the China Instrument and Control Society (中國儀器儀表學會) in September 2024.

Mr. Xiao Feng (肖鋒), aged 43, is an executive Director, deputy general manager, Board secretary and joint company secretary of our Company. He is primarily responsible for overall corporate governance, capital market financing, information disclosure, investor relation and other Board-related matters. Mr. Xiao is also a director of Garden Environmental Protection, our major subsidiary, and a director or general manager or supervisor of certain subsidiaries of our Group.

Mr. Xiao joined our Group in October 2007 and held successive roles as securities affairs representative and manager of securities investment department. He was later promoted to Board secretary and deputy general manager in March 2015. He was appointed as a Director in February 2026, and was re-designated as an executive Director on February 2, 2026, with effect from the [**REDACTED**].

Mr. Xiao was awarded the Bachelor of Laws degree by Zhengzhou University in July 2007. He received the Qualification Certificate of Board Secretary from the Shenzhen Stock Exchange in November 2009.

Ms. Gu Ruiqin (古瑞琴), aged 46, is an executive Director of our Company. She is primarily responsible for overseeing research, development, production, and sales of sensors. Ms. Gu is also a manager of our major subsidiary, Winsen Electronics Technology.

Ms. Gu joined our Group in June 2006 as a research engineer in Winsen Electronics Technology and was successively promoted to the research manager, deputy general manager and general manager of Winsen Electronics Technology. She was elected as our employee representative Director on January 16, 2026, and was re-designated as an executive Director on February 2, 2026, with effect from the [**REDACTED**].

Ms. Gu has been a deputy chairperson of the Gas and Humidity Sensor Technology Professional Committee, Sensing and Microsystem Technology Sub-Society of the Chinese Institute of Electronics (中國電子學會傳感與微系統技術分會氣濕敏傳感技術專業委員會) since November 2019.

Ms. Gu obtained her doctoral degree in Engineering from Huazhong University of Science & Technology in March 2023.

Mr. Gu was accredited as a as a senior engineer (associate senior level) (高級工程師（副高級）) by the Evaluation Committee for Associate Senior Professional Titles (Engineering Series) of Henan Province (河南省工程系列副高級職稱評審委員會) in development, production and application of inorganic non-metallic materials in December 2021.

Independent Non-executive Directors

Prof. Shen Xianghua (申香華), aged 56, is an independent non-executive Director of our Company. She is primarily responsible for overseeing our Board and providing independent opinion and judgment.

Prof. Shen has been a Professor of Management (Accounting) at the School of Accounting, Henan University of Economics and Law since November 2011. She has held successive academic leadership roles, serving as Associate Dean of the School of Accounting from May 2013 to September 2021 and subsequently as Dean of the School of International Education from September 2021 to August 2024.

She has also served as an independent director of XJ Electric Co., Ltd. (許繼電氣股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 000400.SZ) since May 2023 and of Zhengzhou Antu Bioengineering Co., Ltd. (鄭州安圖生物工程股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 603658.SH) since October 2024. In addition, she was appointed by Zhongnan University of Economics and Law as a co-supervisor for doctoral students from June 2017 to June 2021.

Prof. Shen has been a member of the Chinese Institute of Certified Public Accountants since July 1997. She obtained her doctoral degree in Management from the School of Business, Nanjing University in June 2006, her master's degree in management from the School of Accounting, Tianjin College of Finance and Economics in June 1999, and her bachelor's degree in economics from the Faculty of Accounting, Zhongnan University of Finance and Economics in June 1991.

In addition to her professional qualification, Prof. Shen has gained the financial management expertise required under Rule 3.10(2) of the Listing Rules through her following experiences:

- lecturing on undergraduate and graduate courses related to accounting and auditing as a professor in the school of accounting at Henan University of Economics and Law for more than 14 years;
- acted as the Associate Dean of the School of Accounting at Henan University of Economics and Law, with the research fields covering, among others, economic management, fiscal policy, and accounting policy; and
- assuming the role of an independent director and the chairman of the audit committee in companies listed on the Shenzhen Stock Exchange and the Shanghai Stock Exchange.

Prof. Wu Yu (吳宇), aged 45, is an independent non-executive Director of our Company. He is primarily responsible for overseeing our Board and providing independent opinion and judgment.

Prof. Wu joined the School of Information and Communication Engineering, University of Electronic Science and Technology of China as a faculty member in September 2008, then was subsequently promoted to associate professor and has served as a professor since August 2018. He also held the position of Research Associate at the City University of Hong Kong from June 2013 to June 2014.

Prof. Wu was a member of the National Technical Committee on Optical Metrology (全國光學計量技術委員會) by the State Administration for Market Regulation from November 2021 to November 2025. He was also a member of the Expert Committee on Microelectronic and Optoelectronic Materials and Devices of the National Think Tank of Materials and Devices Scientists (全國材料與器件科學家智庫微電子與光電子材料與器件專家委員會) from July 2020 to November 2025.

Prof. Wu obtained his doctoral degree in Testing and Measurement Technology and Instruments from Zhejiang University in September 2008.

Mr. Liu Zhifei (劉之斐), aged 39, is an independent non-executive Director of our Company. He is primarily responsible for overseeing our Board and providing independent opinion and judgment.

Mr. Liu has over 13 years of experience in investment banking and private equity investment. Since August 2018, Mr. Liu has worked at Probitas Capital Investment Advisory (Hong Kong) Limited (謙和資本投資諮詢(香港)有限公司) with his last position as partner. Between October 2013 to March 2016, he worked at Blackstone Group (HK) Ltd. Prior to that, from September 2012 to July 2013, he worked in Goldman Sachs (Asia) L.L.C.

Mr. Liu obtained his Bachelor of Commerce and Bachelor of Laws from the University of Melbourne in December 2008 and August 2010, respectively.

SENIOR MANAGEMENT

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

Name	Age	Position/Title	Time of Joining our Group	Time of Appointment as a Senior Management	Role and Responsibility
Mr. Li Zhigang (李志剛)	47	Executive Director and general manager	March 2005	February 2021	Overall business operations and management of our Group
Mr. Shang Zhongfeng (尚中鋒)	53	Executive Director and deputy general manager	November 2000	October 2018	Leading the overall operations of our sensor division
Mr. Xiao Feng (肖鋒)	43	Executive Director, deputy general manager, Board secretary and joint company secretary	October 2007	March 2015	Overall corporate governance, capital market financing, information disclosure, investor relation and other Board-related matters

Name	Age	Position/Title	Time of Joining our Group	Time of Appointment as a Senior Management	Role and Responsibility
Mr. Yang Chenglin (楊承霖)	45	Deputy general manager, president of research institute	May 2021	February 2026	Coordinating and overseeing our research and development and product management
Ms. Guan Fengyan (關鳳艷)	44	Chief financial officer	August 2012	January 2023	Overseeing the financial management of the Group

For the biographical details of Mr. Li, Mr. Shang and Mr. Xiao, see "— Board of Directors" in this section.

Mr. Yang Chenglin (楊承霖), aged 45, joined our Group in May 2021 as our products director. He was later promoted to the position of president of research institute in January 2023 and deputy general manager in February 2026. He is primarily responsible for coordinating and overseeing our research and development and product management. He is also the executive director and/or general manager of two of our subsidiaries, namely, Wuhan Weihong Photonics Technology Co., Ltd. (武漢威虹光子科技有限公司) and Henan Hanwei Precision Industry Co., Ltd. (河南漢威精密工業有限公司).

Prior to joining our Group, Mr. Yang worked at Zhengzhou Yutong Bus Co., Ltd. (宇通客車股份有限公司), a Chinese manufacturer of buses and coaches and a company listed on the Shanghai Stock Exchange (stock code: 600066) and Hong Kong Stock Exchange (stock code: 0666), from August 2003 to May 2021, where his last position was director of market demand and product management center.

Mr. Yang has been the deputy chairperson of the Henan Province Chemical and Reference Materials Metrology Technical Committee (河南省化學與標準物質計量技術委員會) since January 2025 and has served as a member of the Second Expert Committee of the Henan Province Society of Instrumentation (河南省儀器儀錶學會第二屆專家委員會) since October 2024.

Mr. Yang obtained his bachelor's degree in economics from Zhengzhou University in June 2003.

Ms. Guan Fengyan (關鳳艷), aged 44, joined our Group in August 2012 and was promoted to the position of chief financial officer since January 2023. She is primarily responsible for overseeing the financial management of the Group. She is also a supervisor of our major subsidiary, Changwei IoT.

Ms. Guan received her diploma in tax from Henan Finance and Taxation College in July 2004.

Ms. Guan has been a member of the Chinese Institute of Certified Public Accountants since July 2021. She was also accredited as a senior accountant (高級會計師) by the Evaluation Committee for Associate Senior Professional Titles (Accounting Series) of Henan Province (河南省會計系列副高級職稱評審委員會).

CONFIRMATION FROM OUR DIRECTORS

Rule 8.10 of the Listing Rules

Each of our Directors (other than our independent non-executive Directors) confirms that as of the Latest Practicable Date, he or she does 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 February 2, 2026, and (ii) understands his or her obligations as a director of a [**REDACTED**] issuer under the Listing Rules.

Rule 3.13 of the Listing Rules

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

GENERAL

Save as disclosed in "Directors and Senior Management", none of our Directors or senior management are related to other Directors or senior management of our Company.

Save as disclosed in "Directors and Senior Management", none of the Directors or members of senior management of our Company has been a director of any public company the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this document.

Save as disclosed in the sections headed "Substantial Shareholders" and "Appendix V — Statutory and General Information — 3. Further Information about Directors and Substantial Shareholders — A. Interests and short positions of our Directors and chief executive of our Company in the Shares" to this document, as of the Latest Practicable Date, none of the Directors held any interest in the securities within the meaning of Part XV of the SFO.

To the best knowledge, information and belief of our Directors having made all reasonable inquiries, there is no other matter with respect to the appointment of our Directors that needs to be brought to the attention of the Shareholders, and there is no 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.

JOINT COMPANY SECRETARIES

Mr. Xiao Feng (肖鋒) was appointed as our joint company secretary in January 2026. Please refer to "— Board of Directors — Executive Directors" in this section for the biographical details of Mr. Xiao.

Ms. Xu Jing (徐靜) was appointed as our joint company secretary in January 2026. Ms. Xu has over 23 years of experience in finance management, tax planning and management, investing and financing management, internal control, and company secretarial services fields. She currently serves as a director of Excellent Enterprise Services Limited, a local enterprise service provider in Hong Kong, and is responsible for supervising the company secretarial teams to provide a full range of listed and private company secretarial services.

Ms. Xu obtained her Bachelor of Administration degree from Zhongnan University of Economics and Law in June 2002. She has been admitted as a fellow of the Association of Chartered Certified Accountants since September 2013 and the Hong Kong Institute of Certified Public Accountants since July 2016. She has also been a member of the Chinese Institute of Certified Public Accountants since October 2003.

BOARD COMMITTEES

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

Audit Committee

We have established an Audit Committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph D.3 of Part 2 of the Corporate Governance Code. The Audit Committee consists of three Directors, namely Prof. Shen Xianghua, Prof. Wu Yu and Mr. Liu Zhifei. Prof. Shen Xianghua, who holds the appropriate professional qualifications as required under Rules 3.10(2) and 3.21 of the Listing Rules, serves as the chairperson of the Audit Committee. The primary duties of the Audit Committee include, but are not limited to, reviewing the Company's financial information and its disclosure, and monitoring and evaluating internal and external audit work and internal controls.

Remuneration and Appraisal Committee

We have established a Remuneration and Appraisal Committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and paragraph E.1 of Part 2 of the Corporate Governance Code. The Remuneration and Appraisal Committee consists of three Directors, namely Mr. Liu Zhifei, Prof. Shen Xianghua and Mr. Shang Zhongfeng. Mr. Liu Zhifei serves as the chairperson of the Remuneration and Appraisal Committee. The primary duties of the Remuneration and Appraisal Committee include, but are not limited to, formulating evaluation standards for our Directors and senior management of the Company, implementation of measures in response to such evaluation, and formulating and reviewing the remuneration policies and plans for Directors and senior management of the Company.

Nomination Committee

We have established a Nomination Committee with written terms of reference in compliance with Rule 3.27A of the Listing Rules and paragraph B.3 of Part 2 of the Corporate Governance Code. Upon [**REDACTED**], the Nomination Committee consists of three Directors, namely Prof. Wu Yu, Prof. Shen Xianghua and Mr. Xiao Feng. Prof. Wu Yu serves as the chairperson of the Nomination Committee. The primary duties of the Nomination Committee include, but are not limited to, developing standards and procedures for the election of our Directors and senior management of the Company, and selecting and examining the qualifications of the candidates for our Directors and senior management of the Company.

Strategy Committee

We have established a Strategy Committee with written terms of reference. The Strategy Committee consists of three Directors, namely Mr. Ren, Mr. Li Zhigang and Mr. Xiao Feng. Mr. Ren serves as the chairperson of the Strategy Committee. The primary duties of the Strategy Committee include, but are not limited to, conducting research and making recommendations on our Company's long-term development plans, business strategies and objectives, and major strategic investment and financing proposals.

REMUNERATION

Our Directors receive their remuneration in the form of fees, salaries and other allowances, discretionary bonus, and other retirement benefit scheme contributions.

For the years ended December 31, 2023, 2024 and 2025, the aggregate amount of remuneration paid or payable to our Directors amounted to RMB4.7 million, RMB4.4 million and RMB5.4 million, respectively.

Under the current compensation arrangement, we estimate the total compensation before taxation to be accrued to our Directors for the year ending December 31, 2026 to be approximately RMB5.1 million.

For the years ended December 31, 2023, 2024 and 2025, there were three, three and two Directors among the five highest paid individuals, respectively. The total emolument for the remaining individuals among the five highest paid individuals for the years ended December 31, 2023, 2024 and 2025 were RMB1.7 million, RMB1.8 million and RMB3.1 million, respectively.

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

During the Track Record Period, none of our Directors waived any remuneration. Save as disclosed in this section, 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.

CORPORATE GOVERNANCE CODE

We aim to achieve high standards of corporate governance with a view to safeguarding the interests of our Shareholders. To accomplish this, we expect to comply with the Corporate Governance Code and the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules after the [**REDACTED**].

BOARD AND WORKPLACE DIVERSITY POLICY

We are committed to promoting diversity development in the Company. In order to maintain a robust corporate governance structure and to achieve sustainable and balanced corporate development, we have adopted a Board and workplace diversity policy (the "**Diversity Policy**") which sets out the objectives for and approaches to achieving and maintaining diversity at the Company.

Pursuant to the 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, age, cultural and educational background, and professional experience. The ultimate decision of each appointment will be based on merit and the contribution which the selected candidates are expected to bring to our Board.

Our Directors have a balanced mix of knowledge and skills, including but not limited to depth of experience in the areas of engineering, accounting and finance. Upon [**REDACTED**], we have three independent non-executive Directors with different industry backgrounds, and professional experiences in the fields of accounting, science and technology, and investment management.

Our Company has evaluated the structure, size and composition of our Board, taking into account the skills matrix of our Board, and is of the opinion that the structure of our Board is reasonable, and the experience and skills of the Directors will enable our Company to maintain a high standard of operations. This is evidenced by the fact that our Directors range in age from 39 to 58 years old, and our Board comprises two female Directors and seven male Directors upon [**REDACTED**]. Taking into account our existing business model and specific needs, as well as the different backgrounds of our Directors, the composition of our Board satisfies our Diversity Policy. Our Nomination Committee is responsible for ensuring the diversity of our Board, and will continue to be responsible for the same after the [**REDACTED**].

Apart from diversity within our Board, we recognize the importance of gender diversity, which we have taken, and will continue to take, steps to promote at all levels of our Company, including at the Board, senior management and workforce (excluding senior management) level. Going forward, in accordance with the Diversity Policy, we will have at least one female Director at all times, we will ensure that a female Director serves on the Nomination Committee at all times, and we will continue to work to enhance gender diversity when selecting and recommending suitable candidates across the Board, senior management and workforce (excluding senior management) levels. We will strive to enhance female representation within the Company and will maintain a non-single gender Board at all times with reference to stakeholders' expectations and international standards and best practices. In particular, we aim to develop a pipeline of female employees from the workforce to reach senior management level and become potential successors to the Board by implementing comprehensive programs aimed at identifying and training our female employees who display leadership and potential, and ensuring that our female management members have equal opportunities to develop and perform so as to be equipped to step up as a member of our Board.

After the [**REDACTED**], our Nomination Committee will, among its other duties, review the Diversity Policy and its implementation from time to time to ensure its continued effectiveness, and we will disclose the Diversity Policy or a summary thereof in the corporate governance report of the Company on an annual basis.

COMPLIANCE ADVISER

We have appointed Somerley Capital Limited as our compliance adviser (the "**Compliance Adviser**") pursuant to Rules 3A.19 and 3A.23 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:

- before the publication of any regulatory announcement, circular or financial report;
- 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;
- 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
- 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 Compliance Adviser's appointment will commence on the [**REDACTED**] and is expected to end on the date on which our Company complies with Rule 13.46 of the Listing Rules in respect of our financial results for the first full financial year commencing after the [**REDACTED**].