## OVERVIEW

The Board consists of nine Directors, comprising two executive Directors, three 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 |
|---|---|---|---|---|---|
| Mr. Cheng | 63 | Executive Director, chairman of the Board and general manager | August 2011 | June 5, 2016 | Overall strategic planning, business development and management of the Group |
| Mr. Lin Wen-hao (林文浩) | 55 | Executive Director, deputy general manager and director of R&D center | September 2016 | April 29, 2026 | Operation management, strategic investment and R&D management of the Group |
| Mr. Shen Chien-wei (沈建緯) | 67 | Non-executive Director | August 2011 | June 5, 2016 | Providing advice on the operation and management of the Group |
| Mr. Hong Weigang (洪偉剛) | 34 | Non-executive Director | May 2024 | May 15, 2024 | Providing advice on the operation and management of the Group |
| Mr. Zhu Jingyi (朱景懿) | 35 | Non-executive Director | May 2024 | May 15, 2024 | Providing advice on the operation and management of the Group |
| Mr. Yang Hui (楊輝) | 62 | Independent non-executive Director | March 2021 | March 26, 2021 | Supervising and providing independent opinion and judgment to the Board |
| Dr. Lin Zhiting (藺智挺) | 44 | Independent non-executive Director | June 2021 | June 30, 2021 | Supervising and providing independent opinion and judgment to the Board |
| Dr. Luo Kun (羅昆) | 44 | Independent non-executive Director | May 2024 | May 15, 2024 | Supervising and providing independent opinion and judgment to the Board |
| Ms. Lee Wing Sze Rosa (李詠思) | 51 | Independent non-executive Director | May 2026 | May 18, 2026 | Supervising and providing independent opinion and judgment to the Board |

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

**Mr. Cheng**, aged 63, is an executive Director, the chairman of the Board and general manager of the Company. Mr. Cheng has been successively serving as a director, the chairman of the board of directors, an executive director and the general manager of Jiangsu Union since August 2011. He has been serving as a Director and the chairman of the Board since June 2016 and the general manager of the Company since September 2020. Mr. Cheng was re-designated as an executive Director on May 18, 2026 with effect from the [REDACTED]. He is primarily responsible for overall strategic planning, business development and management of the Group.

Outside the Group, Mr. Cheng has also been serving as a director of Ruicheng Building Engineering (Anhui) Co., Ltd. (瑞成建築工程(安徽)有限公司, "**Ruicheng Building**") since July 1994, where he served as the chairman of the board of directors from July 1994 to April 2019. Mr. Cheng is primarily responsible for overall management and expansion of architecture business of Ruicheng Building.

Mr. Cheng obtained a bachelor's degree in Chinese music from Chinese Culture University (中國文化大學) in Taiwan in June 1986 and a master's degree in business administration degree from Shanghai Jiao Tong University (上海交通大學) in the PRC in July 2006.

**Mr. Lin Wen-hao (林文浩)**, aged 55, is an executive Director, a deputy general manager and the director of R&D center of the Company. Mr. Lin joined the Group in September 2016. He served as the director of manufacturing department of the Company from September 2016 to March 2021, and has been serving as the director of R&D center of the Company since September 2016 and the deputy general manager of the Company since March 2021. Mr. Lin was appointed as an employee representative Director in April 2026. He was re-designated as an executive Director on May 18, 2026 with effect from the [REDACTED]. Mr. Lin is primarily responsible for operation management, strategic investment and R&D management of the Group.

Prior to joining the Group, Mr. Lin served in various positions, including as a project manager of InfoVision Optoelectronics (Kunshan) Co., Ltd. (昆山龍騰光電股份有限公司, a company listed on the Shanghai Stock Exchange with stock code 688055) from 2006 to 2013. Previously, Mr. Lin obtained deep insight into the realm of integrated circuit from his early working experience.

Mr. Lin graduated from Minghsin Institute of Technology (明新技術學院) (currently known as Minghsin University of Science and Technology (明新科技大學)) in Taiwan, majoring in chemical engineering, in June 1999, and previously studied biomedical engineering at Yuanpei University of Medical Technology (元培醫事科技大學) in Taiwan.

### Non-Executive Directors

**Mr. Shen Chien-wei (沈建緯)**, aged 67, is a non-executive Director. Mr. Shen served as a director of Jiangsu Union from August 2011 to August 2020. He was appointed as a Director in June 2016 and was re-designated as a non-executive Director on May 18, 2026 with effect from the [REDACTED]. Mr. Shen is primarily responsible for providing advice on the operation and management of the Group.

Outside the Group, Mr. Shen has been serving as a director and the general manager of Ruicheng Building since July 2007 and the chairman of the board since April 2019. From July 2007 to April 2019, Mr. Shen was the deputy chairman of the board of Ruicheng Building. He is primarily responsible for overall operations and construction management.

Mr. Shen completed a high school education.

**Mr. Hong Weigang (洪偉剛)**, aged 34, is a non-executive Director. He has been a Director since May 2024 and was re-designated as a non-executive Director on May 18, 2026 with effect from the [REDACTED]. Mr. Hong is primarily responsible for providing advice on the operation and management of the Group.

Mr. Hong has been working at Hefei Industrial Investment Capital Venture Capital Management Co., Ltd. (合肥產投資本創業投資管理有限公司) since March 2020, with his current position as its general manager. Previously, Mr. Hong served as an investment assistant of the investment management department of Hefei Industrial Investment Holding (Group) Co., Ltd. (合肥市產業投資控股(集團)有限公司) from July 2016 to March 2020 and a staff member of the investment development department of Hefei Industrial Investment Holding Co., Ltd. (合肥市工業投資控股有限公司) from July 2013 to March 2015. Mr. Hong has also been serving as a director of Zhejiang Jingu Company Limited (浙江金固股份有限公司, a company listed on the Shenzhen Stock Exchange with stock code 002488) since May 2022.

Mr. Hong obtained a bachelor's degree in business administration from Anhui University (安徽大學) in the PRC in June 2013.

**Mr. Zhu Jingyi (朱景懿)**, aged 35, is a non-executive Director. He has been a Director since May 2024 and was re-designated as a non-executive Director on May 18, 2026 with effect from the [REDACTED]. Mr. Zhu is primarily responsible for providing advice on the operation and management of the Group.

Mr. Zhu has been working at Anhui Zhidao Investment Co., Ltd. (安徽志道投資有限公司) since March 2023, with his current position as an assistant general manager. Previously, he successively served as a business assistant and a business supervisor of Zhengqi International Commercial Factoring Co., Ltd. (正奇國際商業保理有限公司) from May 2016 to March 2023.

Mr. Zhu obtained a bachelor's degree in marketing from Fuzhou University (福州大學) in the PRC in June 2014 and a master's degree in international management from Royal Holloway and Bedford New College, University of London in the United Kingdom in November 2015.

**Independent Non-Executive Directors**

**Mr. Yang Hui (楊輝)**, aged 62, is an independent non-executive Director. He has been an independent Director since March 2021 and was re-designated as an independent non-executive Director on May 18, 2026 with effect from the [REDACTED]. Mr. Yang is primarily responsible for supervising and providing independent opinion and judgment to the Board.

Mr. Yang served as an associate professor of University of Science and Technology of China (中國科學技術大學) from December 1999 to May 2024. Previously, he was an associate professor at law of Hefei University of Economics and Technology (合肥經濟技術學院).

Mr. Yang has been serving as an independent director of Hefei Meyer Optoelectronic Technology Inc. (合肥美亞光電技術股份有限公司, a company listed on the Shenzhen Stock Exchange with stock code 002690) since April 2023 and an independent director of Anhui Jiuhuashan Tourism Development Co., Ltd. (安徽九華山旅遊發展股份有限公司, a company listed on the Shanghai Stock Exchange with stock code 603199) since March 2022.

Mr. Yang obtained a bachelor's degree in laws from Anhui University (安徽大學) in the PRC in July 1987 and a master's degree in laws from Peking University (北京大學) in the PRC in July 1996.

**Dr. Lin Zhiting (藺智挺)**, aged 44, is an independent non-executive Director. He has been an independent Director since June 2021 and was re-designated as an independent non-executive Director on May 18, 2026 with effect from the [REDACTED]. Dr. Lin is primarily responsible for supervising and providing independent opinion and judgment to the Board.

Dr. Lin has been working at Anhui University (安徽大學) since November 2011, successively serving as a lecturer, an associate professor, a professor and doctoral supervisor. From April 2009 to November 2011, Dr. Lin conducted postdoctoral research at University of Science and Technology of China (中國科學技術大學). Dr. Lin has also been serving as an independent director of Nexchip Semiconductor Corporation (合肥晶合集成電路股份有限公司, a company listed on the Shanghai Stock Exchange with stock code 688249) since March 2024.

Dr. Lin obtained a bachelor's degree in electronic information engineering and a doctoral degree in communication and information systems from University of Science and Technology of China (中國科學技術大學) in the PRC in July 2004 and April 2009, respectively.

**Dr. Luo Kun (羅昆)** (with former name as Luo Fei (羅飛)), aged 44, is an independent non-executive Director. He has been an independent Director since May 2024 and was re-designated as an independent non-executive Director on May 18, 2026 with effect from the [REDACTED]. Dr. Luo is primarily responsible for supervising and providing independent opinion and judgment to the Board.

Dr. Luo has been teaching at the School of Economics and Management of Anhui Normal University (安徽師範大學) since July 2017, with his current position as a professor. Prior to that, he worked at Anhui Jianzhu University (安徽建築大學) from July 2009 to July 2017. Dr. Luo has also been serving as an independent director of Anhui Guqi Down & Feather Textile Incorporated (安徽古麒絨材股份有限公司, a company listed on the Shenzhen Stock Exchange with stock code 001390) since February 2024 and an independent director of Wuhu Token Sciences Co., Ltd. (蕪湖長信科技股份有限公司, a company listed on the Shenzhen Stock Exchange with stock code 300088) since September 2023.

Dr. Luo obtained a bachelor's degree in accounting from Chongqing Technology and Business University (重慶工商大學) in the PRC in June 2004, a master's degree in comparative education from Sichuan Normal University (四川師範大學) in the PRC in June 2009 and a doctoral degree in industrial economics from East China Normal University (華東師範大學) in the PRC in May 2017.

**Ms. Lee Wing Sze Rosa (李詠思)**, aged 51, is an independent non-executive Director. She was appointed as an independent Director in May 2026 and was re-designated as an independent non-executive Director on May 18, 2026 with effect from the [REDACTED]. Ms. Lee is primarily responsible for supervising and providing independent opinion and judgment to the Board.

Ms. Lee has been serving as the chief investment officer and the head of corporate finance of Miricor Enterprises Holdings Limited (卓珈控股集團有限公司, a company listed on the Stock Exchange with stock code 1827) since March 2026. Previously, she served as the vice president and company secretary of China Yurun Food Group Limited (中國雨潤食品集團有限公司, a company listed on the Stock Exchange with stock code 1068) from April 2005 to September 2025, the chief financial officer, company secretary and qualified accountant of ZZNode Holdings Company Limited (直真節點控股有限公司, currently known as Chuanglian Holdings Limited (創聯控股有限公司), a company listed on the Stock Exchange with stock code 2371) from January 2004 to May 2005, and the chief financial officer, company secretary and qualified accountant of Superdata Software Holdings Limited (速達軟件控股有限公司, a company previously listed on the Stock Exchange with stock code 8263 and delisted in May 2006) from June 2002 to January 2004. Prior to that, Ms. Lee served as a manager of PricewaterhouseCoopers until March 2002.

Ms. Lee obtained a bachelor's degree in accounting from The Chinese University of Hong Kong (香港中文大學) in Hong Kong in December 1996. She is a member of the Hong Kong Institute of Certified Public Accountants and a fellow of the Association of Chartered Certified Accountants of the United Kingdom.

## SENIOR MANAGEMENT

The Group's senior management team is responsible for the day-to-day management and operation of its business. The following table sets forth the information about the senior management:

| Name | Age | Position | Time of joining the Group | Time of appointment as a member of senior management | Roles and responsibilities |
|---|---|---|---|---|---|
| Mr. Cheng | 63 | Executive Director, chairman of the Board and general manager | August 2011 | August 2011 | Overall strategic planning, business development and management of the Group |
| Mr. Lin Wen-hao (林文浩) | 55 | Executive Director, deputy general manager and director of R&D center | September 2016 | March 2021 | Operation management, strategic investment and R&D management of the Group |
| Ms. Chung Yu-hsuan (鍾玉玄) | 63 | Deputy general manager and deputy director of R&D center | October 2013 | March 2021 | Production operation management and R&D management of the Group |
| Mr. Ma Hsing-tien (馬行天) | 60 | Deputy general manager | August 2020 | March 2021 | Business marketing management of the Group |
| Mr. Huang Cheng-fang (黃振芳) | 61 | Deputy general manager | February 2021 | May 2023 | Production operation management of the Group |
| Mr. Xi Xie (奚勰) | 34 | Board secretary and joint company secretary | February 2023 | April 2023 | Information disclosure, investor relations, investment management, legal affairs and compliance affairs of the Group |
| Ms. Yan Liu (閆柳) | 40 | Finance director | August 2021 | December 2022 | Finance and accounting management of the Group |

**Mr. Cheng** is an executive Director, the chairman of the Board and general manager of the Company. For details of his biography, see "— Directors — Executive Directors" above.

**Mr. Lin Wen-hao (林文浩)** is an executive Director, a deputy general manager and the director of R&D center of the Company. For details of his biography, see "— Directors — Executive Directors" above.

**Ms. Chung Yu-hsuan (鍾玉玄)**, aged 63, is a deputy general manager and the deputy director of R&D center of the Company. Ms. Chung served as the director of the manufacturing department of Jiangsu Union from October 2013 to April 2015 and from March 2017 to April 2019, respectively. From April 2019 to March 2021, she served as the director of the manufacturing department of the Company. She has been serving as the deputy director of R&D center since April 2019 and a deputy general manager of the Company since March 2021. Ms. Chung is primarily responsible for production operation management and R&D management of the Group.

Prior to joining the Group, Ms. Chung worked at Chipbond Technology Corporation (頎邦科技股份有限公司, a company listed on the Taiwan Stock Exchange with stock code 6147) from September 2006 to November 2007 and from April 2010 to August 2011, respectively.

Ms. Chung obtained a bachelor's degree in enterprise management from Chin-Min Institute of Technology and Business (親民工商專科學校) in Taiwan in March 2001.

**Mr. Ma Hsing-tien (馬行天)**, aged 60, is a deputy general manager of the Company. Mr. Ma joined the Group in August 2020 and has been serving as a deputy general manager of the Company since then. Mr. Ma is primarily responsible for business marketing management of the Group.

Prior to joining the Group, Mr. Ma worked at Ever Team International Corporation (九佳科技股份有限公司) from December 2017 to August 2020. Prior to that, Mr. Ma worked at United Microelectronics Corporation (聯華電子股份有限公司, a company listed on the New York Stock Exchange with ticker symbol UMC and the Taiwan Stock Exchange with stock code 2303) for more than 15 years, serving various roles from December 1989 to October 1991, from December 1999 to May 2012 and from November 2014 to September 2017, respectively. From July 2012 to May 2013, Mr. Ma worked at Faraday Technology Corporation (智原科技股份有限公司, a company listed on the Taiwan Stock Exchange with stock code 3035). From October 1991 to September 1997, Mr. Ma worked at Macronix International Co., Ltd. (旺宏電子股份有限公司, a company listed on the Taiwan Stock Exchange with stock code 2337).

Mr. Ma obtained a bachelor's degree in physics from Chung Yuan Christian University (中原大學) in Taiwan in June 1989.

**Mr. Huang Cheng-fang (黃振芳)**, aged 61, is a deputy general manager of the Company. Mr. Huang joined the Group in February 2021 as the director of the manufacturing department until May 2023 and has been serving as a deputy general manager of the Company since then. Mr. Huang is primarily responsible for production operation management of the Group.

Prior to joining the Group, Mr. Huang worked at ChipMOS Technologies Inc. (南茂科技股份有限公司, a company listed on NASDAQ with ticker symbol IMOS, and the Taiwan Stock Exchange with stock code 8150) from August 1997 to February 2021, with his last position as its vice president. Previously, he worked at Mosel Vitelic Inc. (台灣茂矽電子股份有限公司, a company listed on the Taiwan Stock Exchange with stock code 2342) from June 1992 to July 1997 and Taiwan Wafertech Co., Ltd. (台灣華智股份有限公司) from September 1989 to February 1992.

Mr. Huang obtained an EMBA degree from National Tsing Hua University (國立清華大學) in Taiwan in July 2010.

**Mr. Xi Xie (奚勰)**, aged 34, is the Board secretary and a joint company secretary of the Company. Mr. Xi joined the Group in February 2023 as an assistant to the general manager until April 2023 and has been the Board secretary since then. Mr. Xi is primarily responsible for information disclosure, investor relations, investment management, legal affairs and compliance affairs of the Group.

Prior to joining the Group, Mr. Xi served at the investment banking department of Haitong Securities Co., Ltd. (海通證券股份有限公司) from June 2020 to February 2023, including as a senior vice president, and a manager of First Capital Securities Underwriting and Sponsoring Co., Ltd. (第一創業證券承銷保薦有限責任公司) from June 2019 to March 2020. Previously, he worked at Topsperity Securities Co., Ltd. (德邦證券股份有限公司) from June 2017 to April 2019 and served as a lawyer of Shanghai Hiways Law Offices (上海市海華永泰律師事務所) from July 2013 to June 2017.

Mr. Xi obtained a bachelor's degree in laws from East China University of Political Science and Law (華東政法大學) in the PRC in July 2013 and an FMBA degree from Shanghai Jiao Tong University (上海交通大學) in the PRC in June 2022. Mr. Xi obtained the PRC Legal Professional Qualification Certificate (中華人民共和國法律職業資格證書) issued by the Ministry of Justice of the PRC (中華人民共和國司法部) in August 2013.

**Ms. Yan Liu (閆柳)**, aged 40, is the finance director of the Company. Ms. Yan joined the Group in August 2021 as a finance manager until December 2022 and has been serving as the financial director of the Company since then. Ms. Yan is primarily responsible for finance and accounting management of the Group.

Prior to joining the Group, Ms. Yan successively served as an auditor and audit manager of Baker Tilly China Certified Public Accountants (天職國際會計師事務所(特殊普通合夥)) from May 2010 to August 2021 and an auditor of Anhui Jiangnan Certified Public Accountants (安徽江南會計師事務所) from July 2008 to May 2010.

Ms. Yan obtained a bachelor's degree in financial management from Anhui University of Technology (安徽工業大學) in the PRC in July 2008. She has been a member of the Chinese Institute of Certified Public Accountants since April 2010. She was also qualified as an intermediate accountant by the Ministry of Human Resources and Social Security of the PRC (中華人民共和國人力資源和社會保障部) in September 2019.

## JOINT COMPANY SECRETARIES

**Mr. Xi Xie (奚勰)** has been appointed as a joint company secretary of the Company. See "— Senior Management" above for his biography.

**Ms. Kwok Yan Ting Jennis (郭恩廷)** has been appointed as a joint company secretary of the Company. She has over 12 years of experience in corporate governance, company secretarial practice and regulatory compliance. She is currently Senior Manager, Entity Solutions of Computershare Hong Kong Investor Services Limited.

Ms. Kwok holds a degree of Bachelor of Business Administration from Hong Kong Shue Yan University. She is a fellow member of both The Hong Kong Chartered Governance Institute (the "HKCGI") and The Chartered Governance Institute in the United Kingdom and she is also a holder of the practitioner's endorsement of HKCGI. In addition, Ms. Kwok is a Certified Environmental, Social and Governance Analyst (CESGA®) accredited by The European Federation of Financial Analysts Societies (EFFAS) and a Certified ESG Planner (CEP®) awarded by the International Chamber of Sustainable Development (ICSD). She also holds the Sustainability and Climate Risk (SCR®) Certificate issued by the Global Association of Risk Professionals (GARP®).

## 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 April 2026, 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 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.

## FURTHER INFORMATION ABOUT MR. CHENG, MS. YAN LIU AND MR. XI XIE

On May 11, 2026, the Anhui Regulatory Bureau of the CSRC issued a caution letter (the "**Caution Letter**"), and on May 14, 2026, the Shanghai Stock Exchange issued a circulated criticism (the "**Circulated Criticism**"), to the Company, Mr. Cheng (in his capacity as the chairman of the Board and general manager of the Company), Ms. Yan Liu (in her capacity as the finance director of the Company) and Mr. Xi Xie (in his capacity as the Board secretary). For details of the Caution Letter and the Circulated Criticism, see "History and Development — Listing on the STAR Market and Reasons for the H Share [REDACTED]."

The Directors are of the view that the incidents set out in the Caution Letter and the Circulated Criticism do not impugn the suitability of Mr. Cheng, Ms. Yan Liu and Mr. Xi Xie to serve as a Director and/or member of senior management of the Company for the follow reasons:

(i) as advised by the PRC Legal Advisor, the Caution Letter and the Circulated Criticism do not constitute administrative penalty or public censure against Mr. Cheng, Ms. Yan Liu and Mr. Xi Xie. The Caution Letter and the Circulated Criticism do not disqualify Mr. Cheng, Ms. Yan Liu and Mr. Xi Xie from acting as a director and/or member of senior management of a PRC-incorporated company or a company listed on the STAR Market;

(ii) each of Mr. Cheng, Ms. Yan Liu and Mr. Xi Xie is not involved in any fraudulent behaviour or dishonest conduct in connection with the incidents set out in the Caution Letter and the Circulated Criticism;

(iii) to the best of knowledge of the Directors after making all reasonable inquiries, apart from the incidents set out in the Caution Letter and the Circulated Criticism, none of Mr. Cheng, Ms. Yan Liu and Mr. Xi Xie has any other material non-compliance records, nor has any of them been subject to any other investigation or proceedings by the CSRC (including its local branches), the Shanghai Stock Exchange or any other regulatory authorities; and

(iv) Mr. Cheng, Ms. Yan Liu and Mr. Xi Xie have promptly participated in the relevant training sessions to enhance their understanding of applicable PRC regulatory requirements and corporate governance practices in respect of related party transactions. The Company will continue to provide regular training to the Directors and senior management to ensure they stay abreast of the latest regulatory developments, including corporate governance requirements, directors' responsibilities, continuous obligations of listed companies under the relevant PRC laws and 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 Committee are to review and supervise the financial reporting process and internal controls system of the Group and provide advice and comments to the Board. The Audit Committee comprises Dr. Luo Kun, Ms. Lee Wing Sze Rosa (being the independent non-executive Director with appropriate accounting or related financial management expertise) and Mr. Yang Hui, with Dr. Luo Kun as the chairperson.

***Nomination Committee***

The Board has established the Nomination Committee with written terms of reference in compliance with Rule 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 of Directors and management of Board succession. The Nomination Committee comprises Dr. Lin Zhiting, Ms. Lee Wing Sze Rosa and Mr. Hong Weigang, with Dr. Lin Zhiting as the chairperson.

***Remuneration and Appraisal Committee***

The Board has established the Remuneration and Appraisal Committee with written terms of reference in compliance with Rules 3.25 of the Listing Rules and the Corporate Governance Code. The primary duties of the Remuneration and Appraisal Committee are to make recommendations to the Board on the terms of remuneration packages, bonuses and other compensation payable to the Directors and other senior management. The Remuneration and Appraisal Committee comprises Mr. Yang Hui, Dr. Luo Kun and Mr. Shen Chien-wei, with Mr. Yang Hui as the chairperson.

***Strategy Committee***

The Board has established the Strategy Committee with written terms of reference. The primary duties of the Strategy Committee are to make recommendations to the Board on the Group's long-term development strategies and major investment decisions. The Strategy Committee comprises Mr. Cheng, Mr. Lin Wen-hao and Dr. Lin Zhiting, with Mr. Cheng 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] save for the below.

Pursuant to code provision C.2.1 of the Corporate Governance Code, companies listed on the Stock Exchange are expected to comply with, but may choose to deviate from the requirement that the roles of chairman and chief executive should be separate and should not be performed by the same individual. The Company deviates from this provision because Mr. Cheng, performs both the roles of chairman and chief executive in the Company. The Board believes that, in view of his experience, personal profile and understanding of the Group's business operations as detailed in his biography above, Mr. Cheng is the Director best suited to identify strategic opportunities and focus of the Board. Vesting the roles of both chairman and chief executive to Mr. Cheng can promote the effective execution of strategic initiatives and facilitate the flow of information between management and the Board.

The Board considers that the balance of power and authority will not be impaired due to this arrangement. In addition, all major decisions are made in consultation with members of the Board, including the relevant Board committees, and independent non-executive Directors. The Board will reassess the division of the roles of chairman and chief executive from time to time, and may recommend dividing the two roles between different people in the future, taking into account the circumstances of the Group as a whole.

**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.

The Board currently consists of one female and eight male Directors ranging from 34 to 67 years old with a balanced mix of knowledge and skills, including, but not limited to, overall management and strategic development, accounting and corporate governance in addition to relevant industry experience. They obtained degrees in various majors including business administration, chemical engineering, laws, communication and information systems, and accounting. 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 RMB7.6 million, RMB8.2 million, RMB6.4 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 ended December 31, 2026 to be approximately RMB11.0 million.

The five highest paid individuals of the Group for the years ended December 31, 2023, 2024 and 2025 included one, one and one Director, respectively. During the same year, the aggregate amount of remuneration of the five highest paid individuals was RMB18.3 million, RMB19.1 million and RMB17.8 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;

(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].