BOARD OF DIRECTORS

Our Board consists of seven Directors, comprising two executive Directors, two non-executive Directors and three independent non-executive Directors. Our Directors serve a term of three years and are subject to re-election. Our Board is responsible for, and has general powers for, the management and conduct of our business.

The following table sets forth key information regarding our Directors:

Name	Age	Position(s)	Date of appointment as Director	Date of joining our Group	Role and responsibilities	Relationship with other Directors and senior management
Mr. YING Wei (應偉)	59	Chairman of our Board and non-executive Director	November 20, 2020	November 20, 2020	In charge of formulation of corporate and business strategies and overseeing management and strategic development of our Group	None
Mr. LIN Kuo Hsiung (林國雄)	60	Vice Chairman of our Board and executive Director	December 25, 2023	November 20, 2020	In charge of business and operation planning and overseeing day-to-day management and operations of our Group	None
Mr. YU Xiao (于曉)	44	Executive Director and general manager	December 25, 2023	April 3, 2023	In charge of management and operation of our Group	None
Ms. MEI Wei (梅葦)	37	Non-executive Director	August 29, 2022	August 29, 2022	Responsible for providing strategic advice to business and operations of our Group	None
Mr. WANG Chi-Kuo (王其國)	74	Independent non-executive Director	Upon [REDACTED]	Upon [REDACTED]	Responsible for providing independent advice and judgement to our Board	None
Mr. HO Hung Tim Chester (何鴻添)	59	Independent non-executive Director	May 23, 2025	May 23, 2025	Responsible for providing independent advice and judgement to our Board	None
Ms. XU Qian (徐茜)	47	Independent non-executive Director	May 23, 2025	May 23, 2025	Responsible for providing independent advice and judgement to our Board	None

The following sets forth the biographies of our Directors:

Chairman and non-executive Director

Mr. YING Wei (應偉), aged 59, is our founder and was appointed as a Director and Chairman of our Board in November 2020, leading our development to a well-recognized DRAM chip design company in China. He was re-designated as Chairman of our Board and a non-executive Director on May 23, 2025. He is in charge of formulation of corporate and business strategies and overseeing management and strategic development of our Group.

Mr. Ying has also assumed various positions in our subsidiaries. He has served as an executive director and general manager of Hangzhou Lixin since March 2024, an executive director of Zentel Jinhua since February 2021, a director of Eaglestream HK since February 2018 and a director of Zentel Japan since November 2020.

Mr. Ying also holds positions in the companies engaged in semiconductor design and investment as set forth below:

Period	Name of the company	Principal business activity	Position
since May 2018 .	Shenzhen Dinghui Baifu Private Equity Investment Fund Management Co., Ltd.* (深圳鼎暉百孚私募股權投資基金管理有限公司) (formerly known as Ningbo Dinghui Baifu Equity Investment Co., Ltd* (寧波鼎暉百孚股權投資有限公司))	investment management	director and general manager
since March 2018.	Shanghai Dingcheng Private Equity Fund Management Co., Ltd.* (上海鼎乘私募基金管理有限公司) (formerly known as Ningbo Dingcheng Investment Management Co., Ltd.* (寧波鼎乘投資管理有限公司))	investment management	director
since December 2014.	CDH Shanghai Dinghui Baifu Wealth Management Co., Ltd.* (上海鼎暉百孚投資管理有限公司) (formerly known as Shanghai Baifu Wealth Management Co., Ltd.* (上海鼎暉百孚財富管理公司))	investment management	director and managing partner
since April 2009 .	CDH Investments Management (Hong Kong) Limited	investment management	managing partner

Mr. Ying also holds and has held directorships in a number of companies listed on the Stock Exchange, Shenzhen Stock Exchange, Shanghai Stock Exchange and NASDAQ in the past three years as set forth below:

Period	Name of the company	Stock exchange(s) and stock code	Principal business activity	Position
since October 2025. .	China Health Group Limited (中國衛生集團有限公司)	the Stock Exchange (stock code: 673)	distribution of medical equipment and consumables	non-executive director
since July 2021	Microvast Holdings, Inc	NASDAQ (stock code: MVST)	battery manufacturing	director
from December 2016 to December 2025	Zhongsheng Group Holdings Limited (中升集團控股有限公司)	the Stock Exchange (stock code: 881)	sale and service of motor vehicles	independent non-executive director
since January 2015 . .	Fountain Set (Holdings) Limited (福田實業(集團)有限公司)	The Stock Exchange (stock code: 420)	textile and garment businesses	independent non-executive director
from March 2019 to July 2022	Sinocelltech Group Limited (北京神州細胞生物技術集團股份公司)	Shanghai Stock Exchange (stock code: 688520)	biomedical company	director

Mr. Ying was a director or supervisor of the following companies at the time or within 12 months from the time of their respective dissolutions or commencements of dissolution procedures (otherwise than by a members' voluntary winding up):

Name of the company	Place of incorporation/ establishment	Principal business activity prior to dissolution	Date of dissolution	Means of dissolution	Reason for dissolution
Shenzhen CDH Baifu Private Equity Fund Management Co., Ltd.* (深圳鼎暉百孚私募股權基金管理有限公司)	PRC	investment and asset management	June 26, 2025	deregistration	cessation of business
C.R.T.M. Accessories Company Limited (華原輔料有限公司)	Hong Kong	textile trading	August 1, 2003	deregistration	dissolved after reorganization of the group
CDH Supermatrix H Limited	Hong Kong	investment	August 16, 2024	deregistration	cessation of business
Natural Sun Limited (可光有限公司)	Hong Kong	trading	November 3, 2000	deregistration	cessation of business
Tak Fu Printing And Dyeing Company Limited (德富印染廠有限公司)	Hong Kong	manufacturing	May 18, 2007	deregistration	dissolved after reorganization of the group
Changzhou Huayuan Leidis Co., Ltd.* (常州華源蕾迪斯有限公司)	PRC	manufacturing	January 23, 2009	revoked without cancellation	dissolved after reorganization of the group
Beijing Yijin Flowers Co., Ltd.* (北京藝錦花卉有限公司)	PRC	trading	April 12, 2004	deregistration	cessation of business
Beijing Jinghua Textile Co., Ltd.* (北京京華紡織有限公司)	PRC	textile trading	June 17, 2004	deregistration	dissolved after reorganization of the group
Shanghai Jiexin Entrepreneurship Investment Management Co., Ltd.* (上海捷芯創業投資管理有限公司)	PRC	investment	July 1, 2022	deregistration	cessation of business
China Resources Hengda Import and Export Co., Ltd.* (華潤恒達進出口有限責任公司)	PRC	textile trading	June 25, 2004	deregistration	dissolved after reorganization of the group
Shenzhen Leonardo Trading Co., Ltd.* (深圳市利奧納多貿易有限公司)	PRC	trading	May 22, 2009	deregistration	dissolved after reorganization of the group

Mr. Ying confirmed that there was no judgment or findings of fraud, dishonesty, any misconduct or wrongful act on his part in the dissolution of the above companies and as at the Latest Practicable Date, there was no outstanding liability or ongoing claim or litigation against Mr. Ying in his capacity as a director or supervisor prior to their dissolutions. Mr. Ying confirmed that the above companies were solvent at the time of their dissolutions.

Mr. Ying obtained his bachelor's degree in accounting from Zhejiang Gongshang University (浙江工商大學) (formerly known as Hangzhou Business College* (杭州商學院)) in the PRC in July 1989 and master's degree in business administration from the University of San Francisco in the United States in September 2001. He has been a non-practising member of the Chinese Institute of Certified Public Accountants (中國註冊會計師協會非執業會員) since August 1998.

Executive Directors

Mr. LIN Kuo Hsiung (林國雄), aged 60, joined our Group in November 2020. He has been Vice Chairman of our Board and a Director of our Company since April 2023 and December 2023 and the representative director of Zentel Japan since November 2020. He was re-designated as an executive Director on May 23, 2025. From November 2020 to April 2023, he was also the general manager of our Company. He is in charge of business and operation planning and overseeing day-to-day management and operations of our Group.

Mr. Lin has over 21 years of experience in the electronics industry. Prior to joining our Group, from May 2018 to December 2020, he successively served as vice president of business center of AP Memory Technology Corporation (愛普科技股份有限公司), a company listed on the Taiwan Stock Exchange (stock code: 6531) and principally engaged in the development, design, licensing, manufacturing, and sales of customized memory chip products and technologies. From April 2008 to August 2017, he worked in Zentel Electronics Corp., a company principally engaged in foundry, and his last position was vice president. From May 1995 to April 2008, he was director of specialty DRAM marketing division of Winbond Electronics, a company principally engaged in provision of memory solution backed by the expert capabilities of design, manufacturing and sales services, where he was responsible for DRAM product marketing. From July 1994 to May 1995, he was vice engineer of communication product design division of Elan Microelectronics Corporation (義隆電子股份有限公司), a company listed on the Taiwan Stock Exchange (stock code: 2458) and principally engaged in manufacturing and sale of neural network and fuzzy processors, digital signal processors, eight-bit RISC microcontrollers and integrated circuits for special use, and provision of research and development services for these products, where he was responsible for research and development of microcontroller. From August 1993 to July 1994, he was vice engineer of communication product design division of Hualon Microelectronics Corp. (華隆微電子股份有限公司), a company principally engaged in research and development, design, manufacturing and sales of integrated circuit and semiconductor components.

Mr. Lin obtained his bachelor's degree in electrical engineering from Feng Chia University (逢甲大學) and master's degree in science from National Chiao Tung University (國立交通大學) in Taiwan in June 1989 and June 1991, respectively.

Mr. YU Xiao (于曉), aged 44, joined our Group in April 2023 as general manager of the Company. He has also been a Director since December 2023. He was re-designated as an executive Director on May 23, 2025. He has also served as director and general manager of Zentel Chengdu since October 2024. He is in charge of management and operation of our Group.

Mr. Yu has over 20 years of experience in the semiconductor industry. Prior to joining our Group, from January 2023 to March 2023, he was a partner of Longxin Shenzhen, a private equity fund manager, where he was responsible for investment management. From April 2005 to March 2009, he served as a senior engineer of Xi'an UniIC and its predecessor, and from June 2009 to December 2022, a senior vice president of Xi'an UniIC, a company principally engaged in development, research, manufacturing and sales of integrated circuits hardware and software.

Mr. Yu received the second prize of science and technology from the Chinese Institute of Electronics in December 2013 and the second prize of Scientific and Technological Progress of Shandong province in February 2014. He was recognized as a senior engineer (associate) (高級工程師(副高級)) by Department of Human Resources and Social Security of Shaanxi Province* (陝西省人力資源和社會保障廳) in November 2019.

Mr. Yu obtained his bachelor's degree in microelectronics technology and technology and master's degree in microelectronics and solid-state electronics from Tianjin University (天津大學) in the PRC in June 2002 and March 2005, respectively. He further obtained master of business administration from Beijing University of Posts and Telecommunications in the PRC in March 2017.

Non-executive Director

Ms. MEI Wei (梅葦), aged 37, joined our Group in August 2022 as a Director. She was re-designated as a non-executive Director on May 23, 2025. She is responsible for providing strategic advice to our business and operations.

Ms. Mei has over 11 years of experience in legal and private funds management industries. Since April 2021, she has been head of compliance and risk management of risk management department of Longxin Shenzhen, a private equity fund manager, where she is responsible for risk management and compliance matters. From April 2017 to March 2021, she was a product manager and a director of products department of CDH Shanghai Dinghui Baifu Wealth Management Co., Ltd. and Shenzhen Dinghui Baifu Private Equity Investment Fund Management Co., Ltd. (formerly known as Ningbo Dinghui Baifu Equity Investment Co., Ltd), both of which are principally engaged in equity investment, where she was primarily responsible for formation, operation and management of private funds. From September 2013 to March 2017, she successively served as an assistant to associate and an associate of Han Kun Law Offices (Shanghai)* (北京市漢坤律師事務所上海分所).

Ms. Mei obtained her bachelor's degrees in law and German and master's degree in international law from Wuhan University (武漢大學) in the PRC in June 2010 and June 2012, respectively. She further obtained the degree of master of laws in business and finance law from the George Washington University in the United States in May 2013. She also obtained her legal profession qualification in the PRC in March 2013. She passed New York Bar exam held in July 2013.

Ms. Mei was a supervisor of the following companies which were incorporated in the PRC at the time or within 12 months from the time of their respective dissolutions or commencements of dissolution procedures (otherwise than by a members' voluntary winding up):

Name of the company	Principal business activity prior to dissolution	Date of dissolution	Means of dissolution	Reason for dissolution
Qingdao Dinghui Runqing Investment Co., Ltd.* (青島鼎暉潤青投資有限公司) . .	private fund management	January 5, 2023	deregistration	cessation of business
Ningbo Zentel Electronic Technology Co., Ltd.* (寧波力積電子科技有限公司) . .	design and sales of electronic components and integrated circuits	June 1, 2022	deregistration	cessation of business

Ms. Mei confirmed that there was no judgment or findings of fraud, dishonesty, any misconduct or wrongful act on her part in the dissolution of the above companies, and as at the Latest Practicable Date, there was no outstanding liability or ongoing claim or litigation against Ms. Mei in her capacity as a supervisor prior to their dissolutions. Ms. Mei confirmed that the above companies were solvent at the time of their dissolutions.

Independent non-executive Directors

Mr. WANG Chi-Kuo (王其國), aged 74, was appointed as an independent non-executive Director with effect from the [**REDACTED**], responsible for providing independent advice and judgement to our Board.

Mr. Wang has extensive experience in semiconductor industry. From January 2008 to June 2023, he worked for PIHC, a publicly traded company principally engaged in research, development, production, manufacturing, testing, packaging, foundry and sales of integrated circuits, and a limited partner of Hangzhou Chuyuan, our Shareholder, and his last position was general manager and chief operating officer responsible for overseeing execution and coordination of overall business, setting business goals, directing and supervising operations.

From July 2019 to April 2020, Mr. Wang successively served as director and chairman of the board 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 (stock code: 688249) and principally engaged in research, development, manufacturing and sales of integrated circuit related products. From June 2015 to September 2016, he was a representative of Deutron Electronics Corporation (智豐科技股份有限公司) which was a corporate director of (力旺電子股份有限公司), a semiconductor company and shares of which are traded in the Taipei Exchange (stock code: 3529).

Mr. Wang is the chairman of Taiwan IOT Technology and Industry Association (台灣物聯網產業技術協會) and the chairman of automotive semiconductors SIG and an executive director of Taiwan Advanced Automotive Technology Development Association (台灣先進車用技術發展協會). He was a board director of Taipei Computer Association (台北市電腦商業同業公會), the president of RISC-V of Taiwan Association (台灣RISC-V聯盟) and a board director of Taiwan Semiconductor Industry Association (台灣半導體產業協會).

Mr. Wang obtained his bachelor in physics from the National Taiwan University in Taiwan in June 1974. He also obtained his doctoral degree from the University of Illinois in the United States in October 1984.

Mr. HO Hung Tim Chester (何鴻添), aged 59, was appointed as an independent non-executive Director on May 23, 2025, responsible for providing independent advice and judgement to our Board.

Mr. Ho has over 20 years of professional accounting and financial service experience. Since May 2025, Mr. Ho has been serving as an independent non-executive director, the chairman of the audit committee of Allystar Technology (Shenzhen) Co., Ltd.* (深圳華大北斗科技股份有限公司), a company principally engaged in providing chips, modules and related solutions. From May 2023 to January 2026, he served as chief financial officer and joint company secretary to the board of B&K Corporation Limited (華芢生物科技(青島)股份有限公司), a biopharmaceutical company listed on the Stock Exchange (stock code: 2396), where he was responsible for overseeing corporate finance, audit and capital management, offshore capital market operations and company secretarial affairs. From June 2021 to December 2024, he served as an independent non-executive director and a member of the audit committee of Grand Baoxin Auto Group Limited* (廣匯寶信汽車集團有限公司), a company listed on the Stock Exchange (stock code: 1293) and principally engaged in the sale and service of motor vehicles, where he provided independent advice and judgement to the board. From November 2020 to March 2022, Mr. Ho served as a consultant of OCI International Holdings Limited, a company listed on the Stock Exchange (stock code: 0329). From December 2015 to December 2016, he served as a senior vice president of Somerley Capital Limited, a company listed on the Stock Exchange (stock code: 8439). From April 2008 to December 2014, he worked for China Resources (Holdings) Company Limited (華潤(集團)有限公司), a Fortune 500 Chinese state-owned enterprise that owns a variety of businesses in Hong Kong and mainland China, where his last position was senior deputy chief finance officer of finance department responsible for finance matters in relation capital operation. From June 2002 to April 2008, he worked for China Resources Enterprise, Ltd. (華潤創業有限公司) (currently known as China Resources Beer (Holdings) Company Limited (華潤啤酒(控股)有限公司), a company listed on the Stock Exchange (stock code: 291) and principally engaged in the manufacturing, sales and distribution of alcoholic beverages, where his last position was assistant general manager of corporate planning and development department responsible for corporate planning and development. From August 2000 to June 2002, he worked as senior investment manager of investment division of Hang Lung Group Limited (恒隆集團有限公司), a company listed on the Stock Exchange (stock code: 10) and principally engaged in property development for sales and leasing, property investment for rental income and other investments, where he was responsible for project investment and management. From May 1995 to July 2000, he worked for Anglo Chinese Corporate Finance Limited (英高財務顧問公司), a corporate advisory firm, where his last position was director responsible for finance consultancy business. From December 1992 to September 1994, he was a senior accountant of Ernst & Young (Hong Kong) where he provided corporate advisory services. Prior to that, Mr. Ho worked in the tax division of Arthur Andersen & Co, Toronto, Canada from January to April 1989, January to April 1990 and October 1990 to October 1992 and was promoted to tax senior when he left.

Mr. Ho obtained a bachelor's degree of arts with first class honor in economic and social studies from the University of Manchester in England in July 1988 and a master's degree of business administration from the University of Toronto in Canada in November 1990.

Mr. Ho was the external independent member of the Investment Committee of Canadian Race Relations Foundation, a Canadian federal crown corporation dedicated to the elimination of racism and all forms of racial discrimination in Canadian society, from January 2020 to April 2026. He has been a member of the American Institute of Chartered Financial Analyst since September 1998, a Fellow of Canadian Securities Institute since September 1997, a Certified Investment Manager of The Canadian Securities Institute since June 1994, a member of the Hong Kong Institute of Certified Public Accountants since April 1993, and a member of the Institute of Chartered Professional Accountants of Ontario (Canada) since October 1992.

Ms. XU Qian (徐茜), aged 47, was appointed as an independent non-executive Director on May 23, 2025, responsible for providing independent advice and judgement to our Board.

Ms. Xu has over 20 years of experience in legal practice, asset management and its downstream investment. Since August 2025, Ms. Xu has been serving as partner and chief operating officer of Lochpine Capital Limited, a member company of Contemporary Amperex Technology Co., Limited (寧德時代新能源科技股份有限公司) (a company listed on the Stock Exchange (3750.HK) and the Shenzhen Stock Exchange (300750.SZ)), where she is primarily responsible for its overall operations and management. On April 25, 2025, Ms. Xu was appointed as an independent non-executive director of Janbon High Tech Co., Ltd. (建邦高科有限公司), a company principally engaged in the research, development, manufacturing, and sales of silver powder. From April 2021 to August 2025, she worked as fund general counsel of the group of China Renaissance Holding Limited, a company listed on the Stock Exchange (stock code: 1911) and was principally engaged in the provision of investment banking and investment management services. From October 2010 to March 2021, she worked for CDH Investments Management (Hong Kong) Limited (鼎暉投資管理(香港)有限公司) and her last position was the principal of legal compliance and risk management department responsible for compliance and risk management. From March 2000 to August 2001 and October 2002 to June 2003, Ms. Xu worked as a lawyer for King & Wood Mallesons responsible for legal due diligence work.

Ms. Xu obtained her bachelor of law in international economic law from the University of International Business and Economics in the PRC in July 2000. She also obtained her master of laws from the University College London in England in November 2002 and master of laws in corporate law from New York University in the United States in May 2007. She also obtained her legal profession qualification in the PRC in March 2000 and was admitted to the New York Bar in July 2008. She has been an arbitrator of Shenzhen Court of International Arbitration since February 2019.

Ms. Xu was a director or partner of the following enterprises at the time or within 12 months from the time of their respective dissolutions or commencements of dissolution procedures (otherwise than by a members' voluntary winding up):

Name of the company	Place of incorporation/ establishment	Principal business activity prior to dissolution	Date of dissolution	Means of dissolution	Reason for dissolution
Golden Crystalline Limited	BVI	investment holding	January 3, 2025	deregistration	cessation of business
Shanghai Dinghui Xiangfu Equity Investment Partnership (Limited Partnership)* (上海鼎暉祥孚股權投資合夥企業(有限合夥))	PRC	equity investment	April 24, 2024	deregistration	cessation of business
Ningbo Dinghui Jinxiu Investment Management Co., Ltd.* (寧波鼎暉錦繡投資管理有限公司)	PRC	investment management and investment consultancy	August 28, 2018	deregistration	cessation of business
Ningbo Baiheng Huixin Investment Management Co., Ltd.* (寧波百恒匯鑫投資管理有限公司)	PRC	investment management and investment consultancy	August 17, 2018	deregistration	cessation of business
Argfnt Alliance Technologies Company Limited* (深圳雅駿聯合科技有限公司)	PRC	research and development of information technology	November 21, 2016	deregistration	cessation of business
Ningbo Dinghui Jiayun Equity Investment Partnership (Limited Partnership)* (寧波鼎暉嘉韻股權投資合夥企業(有限合夥))	PRC	equity investment	June 1, 2015	deregistration	cessation of business
Ningbo Dinghui Jiafu Equity Investment Partnership (Limited Partnership)* (寧波鼎暉嘉孚股權投資合夥企業(有限合夥))	PRC	equity investment	June 1, 2015	deregistration	cessation of business
Ningbo Dinghui Jiahui Equity Investment Partnership (Limited Partnership)* (寧波鼎暉嘉惠股權投資合夥企業(有限合夥))	PRC	equity investment	June 1, 2015	deregistration	cessation of business
Ningbo Dinghui Jiayi Equity Investment Partnership (Limited Partnership)* (寧波鼎暉嘉懿股權投資合夥企業(有限合夥))	PRC	equity investment	June 1, 2015	deregistration	cessation of business

Ms. Xu confirmed that there was no judgment or findings of fraud, dishonesty, any misconduct or wrongful act on her part in the dissolution of the above enterprises, and as at the Latest Practicable Date, there was no outstanding liability or ongoing claim or litigation against Ms. Xu in her capacity as a director or partner prior to their dissolutions. Ms. Xu confirmed that the above enterprises were solvent at the time of their dissolutions.

General

Save as disclosed in this section to this document, each of our Directors confirms that:

(a) he/she has obtained the legal advice referred to under Rule 3.09D of the Listing Rules on May 15, 2025 and understands the requirements under the Listing Rules that are applicable to him/her as a director of a listed issuer under the Listing Rules and the possible consequences of making a false declaration or giving false information to the Stock Exchange;

(b) he/she did not hold and has not held any other positions in our Group and any other members of our Group as of the Latest Practicable Date;

(c) he/she did not and has not been a director of any other publicly listed company during the three years prior to the Latest Practicable Date and as of the Latest Practicable Date;

(d) he/she did not have any relationship with any other Directors, senior management, substantial shareholders and controlling shareholders of our Company as of the Latest Practicable Date;

(e) he/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 as of the Latest Practicable Date;

(f) he/she has not completed his/her respective education programs as disclosed in this section by way of attendance of long distance learning or online courses; and

(g) to his/her best knowledge, information and belief, having made all reasonable inquiries, there were no other matter with respect to his/her appointment that needs to be brought to the attention of our Company, the Stock Exchange and the Shareholders and there were no information relating to him/her that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules as of the Latest Practicable Date.

Each of our independent non-executive Directors confirms:

(a) his/her independence after taking into consideration each of the factors referred to under Rules 3.13(1) to 3.13(8) of the Listing Rules;

(b) he/she did not have any past or present financial or other interest in the business of our Company or our subsidiaries, or any connection with any core connected person of our Company as of the Latest Practicable Date; and

(c) there are no other factors which may affect his/her independence at the time of his/her appointment as our independent non-executive Director.

SENIOR MANAGEMENT

Our senior management is responsible for the day-to-day management and operation of our business. The table below sets out key information of our senior management:

Name	Age	Position(s)	Date of appointment as senior management	Date of joining our Group	Role and responsibilities	Relationship with Directors and other senior management
Mr. LIN Kuo Hsiung (林國雄) . . .	60	Vice Chairman of our Board and executive Director	November 20, 2020	November 20, 2020	In charge of business and operation planning and overseeing day-to-day management and operations of our Group	None
Mr. YU Xiao (于曉)	44	Executive Director and general manager	April 3, 2023	April 3, 2023	In charge of management and operation of our Group	None
Mr. LYU Dong (呂東)	46	Chief financial officer, deputy general manager, head of finance department and head of information technology department	February 1, 2021	February 1, 2021	In charge of our financial management and information technology	None
Mr. LIN Dongmao (林冬茂) . . .	47	Deputy general manager and head of standardized business division	November 20, 2020	November 20, 2020	In charge of overall operation and management of standardized business division	None
Mr. KIM Joonho	56	Deputy general manager and senior director of research and development design department	October 8, 2021	October 8, 2021	In charge of research and development design	None
Mr. KUBO Takashi (久保貴志) . .	54	Senior director of research and development design department	November 20, 2020	November 20, 2020	In charge of research and development and design in Japan	None
Ms. LUO Xia (駱霞)	41	Deputy general manager and head of innovation product project cooperation department	August 30, 2023	April 3, 2023	In charge of preparation, application and tracking for government projects related to innovative products, joint research and development projects and other projects determined by the Company	None
Ms. ZHANG Wenjing (張文婧) . . .	39	Deputy general manager and general manager of information innovation business division	March 8, 2024	March 8, 2024	In charge of overall operation of information innovation business division, including product research and development, supply chain and marketing and sales	None

The following sets forth the biographies of our senior management:

For the biographical details of Mr. Lin Kuo Hsiung (林國雄), see "Board of Directors — Executive Directors" in this section for details.

For the biographical details of Mr. Yu Xiao (于曉), see "Board of Directors — Executive Directors" in this section for details.

Mr. LYU Dong (呂東), aged 46, joined our Group in February 2021. He has been deputy general manager of our Company since July 2024, head of information technology department since August 2023, head of finance department since July 2022 and chief financial officer (財務負責人) since February 2021. He is in charge of our financial management and information technology.

Mr. Lyu is holding various positions in our subsidiaries. He has been a director and finance controller of Zentel Beijing since July 2024, manager of Zentel Jinhua since August 2023, an executive director of Zentel Hebi since August 2022, an executive director and manager of Zhejiang Jicun since June 2022 and an executive director and manager of Changzhi Licun since May 2021, being responsible for the day-to-day management of the aforementioned subsidiaries. He has also been serving as a supervisor of Hangzhou Lixin since March 2024, responsible for inspecting its corporate finance and supervising its director and senior management.

Mr. Lyu has over 18 years of experience in financial management, accounting and audits. Prior to joining our Group, from June 2016 to January 2021, he served as manager of audit department I of Zhejiang Herui Certified Public Accountants Co., Ltd.* (浙江合睿會計師事務所有限公司), a company principally engaged in accounting and audits and was responsible for auditing matters. From January 2012 to May 2016, he was the finance manager of Shangyu Jinchang Baoshun Automobile Sales and Service Co., Ltd.* (上虞金昌寶順汽車銷售服務有限公司), a company principally engaged in sales and after-sale services of automobiles and was responsible for day-to-day financial management. From July 2006 to January 2012, he worked as an accountant in finance department of Zhejiang Gongshang University where he was responsible for national treasury centralized payment, payroll and student grant.

Mr. Lyu obtained his bachelor's degree in management majoring in accounting from Zhejiang Gongshang University in the PRC in July 2006. He was recognized as a senior accountant (高級會計師) by Zhejiang Province Human Resources and Social Security Department in December 2019 and a non-practicing certified public accountant (註冊會計師非執業會員) by the Chinese Institute of Certified Public Accountants in November 2021.

Mr. LIN Dongmao (林冬茂), aged 47, joined our Group in November 2020. He has been head of standardized business division since January 2025 and deputy general manager of our Company since July 2024. He has also been general manager of Zentel Hebi since August 2022. He was director of standardized business division from November 2020 to January 2025. He is in charge of overall operation and management of standardized business division.

Mr. Lin has over 11 years of experience in electronics industry. Prior to joining our Group, from June 2014 to December 2019, he worked for AP Memory Technology Corp. which is a company listed on the Taiwan Stock Exchange (stock code: 6531) and principally engaged in the development, design, licensing, manufacturing, and sales of customized memory chip products and technologies and his last position was senior manager. From March 2008 to June 2014, he served as deputy general manager of department I of product marketing group II of WPG China (SZ) Inc.* (大聯大商貿(深圳)有限公司). From March 2006 to March 2008, he worked for Kaiqi Electronics (Shenzhen) Co., Ltd.* (凱碁電子(深圳)有限公司), a company principally engaged in research and sale of electronic products and components. From October 2005 to February 2006, he worked for Shenzhen branch of Zhuhai Linghui Trading Co., Ltd.* (珠海市領暉貿易有限公司深圳分公司), a company principally engaged in sale of electronic products.

Mr. Lin graduated from Shenzhen Polytechnic College (深圳職業技術學院) (currently known as Shenzhen Polytechnic University (深圳職業技術大學)) majoring in electronic engineering in June 2002 and South China Normal University (華南師範大學) majoring in computer science and technology (online education) in the PRC in August 2010.

Mr. KIM Joonho, aged 56, joined our Group in October 2021. He has been deputy general manager since July 2024 and senior director of research and development design department since July 2022. From October 2021 to July 2022, Mr. Kim was a vice president of engineering department of our Company and was responsible for its management. He is interested in a 5% equity interest in Hangzhou Lixin, our subsidiary. He is responsible for research and development design.

Mr. Kim has approximately 30 years of experience in semiconductor. Prior to joining our Group, from January 2021 to May 2021, he served as president in HHHtech Corp., Ltd., a company principally engaged in fabless semiconductor, where he was responsible for overall operation and management. From May 2015 to September 2020, he was technology director in Winbond Electronics, a company principally engaged in provision of memory solution backed by the expert capabilities of design, manufacturing and sales services, where he was responsible for technical management and DRAM design. From May 2006 and June 2014, he worked for Jeju Semiconductor, a company principally engaged in fabless semiconductor, where he was responsible for strategy, marketing, sales and DRAM design and his last position was a senior vice president. From October 2001 to April 2006, he was staff engineer in Infineon Technologies, a company principally engaged in semiconductor integrated device manufacturing, where he was responsible for DRAM design. From January 1995 to September 2001, he was an assistant manager of Memory ASM Team in SK Hynix, a company principally engaged in semiconductor integrated device manufacturing, where he was responsible for DRAM design. From March 2009 to June 2009, Mr. Kim was also an adjunct professor of Integrated Circuits Design Lab of Jeju National University.

Mr. Kim obtained his bachelor's degree in science majoring in electronic engineering from Hongik University in South Korea in February 1992 and master's degree in science majoring in electronics engineering from Hongik University in South Korea in February 1995.

Mr. KUBO Takashi (久保貴志), aged 54, joined our Group in November 2020. He has been senior director of research and development design department of our Company since July 2022. He has also served as director, deputy general manager and head of Japan research and development center of Zentel Japan since November 2024, September 2024 and November 2020 respectively. He is primarily responsible for research and development and design in Japan.

Mr. Kubo has over 28 years of experience in electrical appliances industry. Prior to our acquisition of Zentel Japan, Mr. Kubo served as a manager of Zentel Japan from August 2005 to March 2019, being responsible for DRAM design, and project management and general manager of Zentel Japan from April 2019 to November 2020. Before that, from April 1996 to July 2005, he worked for Renesas Technology Corporation, a company listed on the Tokyo Stock Exchange (stock code: 67230) and principally engaged in semiconductor development and Mitsubishi Electronic Corporation, a company listed on the Tokyo Stock Exchange (stock code: 65030) and principally engaged in total electronics development.

Mr. Kubo obtained his bachelor's degree in electrical and electronic engineering and master's degree in electrical and electronic engineering from Kobe University in Japan in March 1994 and March 1996, respectively.

Ms. LUO Xia (駱霞), aged 41, joined our Group in April 2023. She has been deputy general manager since July 2024 and head of innovation product project cooperation department since August 2023. She was appointed as general manager of Zentel Beijing, our subsidiary, in July 2024. She is in charge of preparation, application and tracking for government projects related to innovative products, joint research and development projects and other projects determined by the Company.

Ms. Luo has extensive experience in communication and semiconductor design industries. Prior to joining our Group, from November 2022 and March 2023, she was a marketing director of Nanjing Yingqi Intelligent Technology Co., Ltd.* (南京英麒智能科技有限公司), a company principally engaged in artificial intelligence hardware and software, communication technology service and information system integration, where she was responsible for business development. From June 2020 to November 2022, she worked as a deputy general manager of Shenzhen Rihai Feixin Information System Technology Co., Ltd.* (深圳市日海飛信信息系統技術有限公司) (currently known as Shanghai Jingda Xinlian Information Technology Co., Ltd.* (上海京達芯聯信息技術有限公司)), a company principally engaged in communication technology service, where she was responsible for overall management and operation. From April 2011 to November 2018, she successively served as a customer service engineer and 5G program director of Nokia Solutions and Networks System Technology (Beijing) Co., Ltd.* (諾基亞通信系統技術(北京)有限公司), a company principally engaged in research and development of communication and technology of electronics, where she was responsible for centralized procurement projects and coordinating with the research and development department. From January 2009 to April 2011, she was an algorithm engineer of Potevio Information Technology Research Co., Ltd* (普天信息技術研究院有限公司) (currently known as Potevio Information Technology Co., Ltd.* (普天信息技術有限公司)), a company principally engaged in research, development and production of electronic and communication products, and was responsible for system-level algorithms and simulation work for 3G/4G wireless communication networks.

Ms. Luo obtained her bachelor's degree in information engineering from Jilin University in the PRC in July 2007 and master's degree in radio frequency communication systems from the University of Southampton in the United Kingdom in November 2008.

Ms. ZHANG Wenjing (張文婧), aged 39, joined our Group in March 2024. She has been deputy general manager of the Group and general manager of information innovation product business division since January 2025. From March 2024 to January 2025, she was director of information innovation business division. She is responsible for overall operation of information innovation business division, including product research and development, supply chain and marketing and sales.

Ms. Zhang has extensive experience in management and sales and marketing in semiconductor industry. Prior to joining our Group, from October 2023 to December 2023, she was a deputy general manager of sales department in Mclogic, Inc.* (上海博維邏輯半導體技術有限公司), a company principally engaged in development of semiconductor integrated circuit chips, semiconductor memory chips and semiconductor equipment, and was responsible for marketing and sales management of memory chips and artificial intelligence chip products. From April 2010 to October 2023, she was a director of sales department I of Xi'an UnilC, a company principally engaged in research, development, production and sales of integrated circuit hardware and software, where she was responsible for technical support and marketing and sales management of memory products. From May 2010 to March 2015, she served as a business director of marketing department in Shandong SinoChip Semiconductors Co., Ltd.* (山東華芯半導體有限公司), a company principally engaged in research, development, production and sales of integrated circuit and computer hardware and software, where she was responsible for customer development, channel management and product sales for memory products in the region. From July 2008 to March 2010, she was a salesperson for international business of CSPC Zhongnuo PHARMACEUTICAL (Shijiazhuang) Co., Ltd.* (石藥集團中諾藥業(石家莊)有限公司), a company principally engaged in drugs production and retail, and was responsible for international business expansion and product sales.

Ms. Zhang obtained her bachelor's degree in English from Hebei University of Economics and Business in the PRC in June 2008 and master's degree in business administration from Shandong University (山東大學) in the PRC in June 2018.

General

Save as disclosed in this section, each of our senior management members confirms that:

(a) he/she did not hold and has not held any other positions in our Group and any other members of our Group as of the Latest Practicable Date;

(b) he/she did not have any relationship with any Directors, other members of senior management, substantial shareholders or controlling shareholders of our Company as of the Latest Practicable Date;

(c) he/she did not hold and has not held any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years prior to the Latest Practicable Date and as of the Latest Practicable Date; and

(d) he/she has not completed his/her respective education programs as disclosed in this section by way of attendance of long distance learning or online courses.

JOINT COMPANY SECRETARIES

Mr. LIU Yandi (劉岩狄), aged 36, joined our Group in February 2025 as secretary of our Board and was appointed as our company secretary on May 23, 2025. Prior to joining our Group, from July 2013 to January 2025, Mr. Liu worked at TMT department of investment bank division of Huatai United Securities Co., Ltd.* (華泰聯合證券有限責任公司), a wholly-owned subsidiary of Huatai Securities Co., Ltd.* (華泰證券股份有限公司) shares of which are listed on the Stock Exchange (stock code: 6886), the Shanghai Stock Exchange (stock code: 601688) and London Stock Exchange (stock code: HTSC), where he was responsible for initial public offerings, re-financing projects, mergers and acquisitions, managing client relationships and leading the team in project development, underwriting and sales.

Mr. Liu obtained his bachelor's degree in economics from Nanjing Audit University (南京審計大學) in the PRC in June 2010 and master's degree in financial engineering from New York University in the United States in May 2012.

Ms. Leung Kwan Wai (梁君慧) is a senior manager of company secretarial services of Tricor Services Limited and was appointed as our company secretary on May 23, 2025. Ms. Leung has over 17 years of experience in the corporate secretarial field. She has been providing professional corporate services to Hong Kong listed companies as well as multinational, private and offshore companies.

Ms. Leung is a chartered secretary, a chartered governance professional and an associate of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute. Ms. Leung obtained her master's degree of corporate governance from the Hong Kong Metropolitan University.

COMPLIANCE ADVISOR

We have appointed Somerley Capital Limited as our compliance advisor pursuant to Rule 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, the compliance advisor will advise us on the following circumstances: (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, sales or transfers of treasury shares 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 Stock Exchange makes an inquiry of us under Rule 13.10 of the Listing Rules.

Pursuant to Rule 3A.24 of the Listing Rules, Somerley Capital Limited will, in a timely manner, inform us of any amendment or supplement to the Listing Rules and new or amended laws and regulations in Hong Kong applicable to us.

The terms of the appointment shall commence on the [**REDACTED**] and end on the date which we distribute our annual report of our financial results for the first full financial year commencing after the [**REDACTED**] and such appointment shall be subject to extension by mutual agreement.

BOARD COMMITTEES

We have established the following committees on our Board in accordance with the relevant PRC laws and regulations and the Corporate Governance Code as set out in the Appendix C1 to the Listing Rules (the "**Corporate Governance Code**"): an audit committee, a remuneration committee and a nomination committee. The committees operate in accordance with the terms of reference established by our Board.

Audit Committee

We have established an audit committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and the Corporate Governance Code. The Audit Committee consists of Mr. HO Hung Tim Chester, Mr. Wang Chi-Kuo and Ms. Xu Qian, with Mr. HO Hung Tim Chester being the chairperson of the committee. Mr. HO Hung Tim Chester 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 assist our Board in providing an independent view of the effectiveness of our financial reporting process, internal control and risk management systems, overseeing the audit process, and performing other duties and responsibilities as assigned by our Board, which includes amongst other things: (a) proposing to our Board the appointment and replacement of external auditors and monitoring the independence of external auditors and evaluating their performance; (b) examining the financial reporting system, the risk management and internal control system of our Company, overseeing their rationality, efficiency and implementation and making recommendations to our Board; (c) liaising between our internal audit department and external auditors; (d) reviewing our financial information and related disclosures; and (e) other duties conferred by our Board.

Remuneration Committee

We have established a remuneration committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and the Corporate Governance Code. The Remuneration Committee consists of Ms. Xu Qian, Mr. Lin Kuo Hsiung and Mr. HO Hung Tim Chester, with Ms. Xu Qian being the chairperson of the committee.

The primary duties of the Remuneration Committee are to develop remuneration policies of our Directors, evaluate the performance, make recommendations on the remuneration packages of our Directors and senior management and evaluate and make recommendations on employee benefits, which include amongst other things: (a) making recommendations to our Board on the policy and structure for all Directors' and senior management remuneration and on the establishment of a formal and transparent procedure for developing remuneration policy; (b) reviewing and approving the management's remuneration proposals with reference to our Board's corporate goals and objectives; (c) making recommendations to our Board on the remuneration packages of individual executive Directors and senior management; (d) making recommendations to our Board on the remuneration of non-executive Directors; (e) considering salaries paid by comparable companies, time commitment and responsibilities and employment conditions elsewhere in our Group; (f) reviewing and approving compensation payable to executive Directors and senior management for any loss or termination of office or appointment to ensure that it is consistent with contractual terms and is otherwise fair and not excessive; (g) reviewing and approving compensation arrangements relating to dismissal or removal of Directors for misconduct to ensure that they are consistent with contractual terms and are otherwise reasonable and appropriate; (h) ensuring that no Director or any of their associates is involved in deciding that Director's own remuneration; (i) reviewing and/or approving matters relating to share schemes under Chapter 17 of the Listing Rules; and (j) other duties conferred by our Board.

Nomination Committee

We have established a nomination committee with written terms of reference in compliance with Rule 3.27A and the Corporate Governance Code. The Nomination Committee consists of Mr. Wang Chi-Kuo, Mr. Ying Wei and Ms. Xu Qian, with Mr. Wang Chi-Kuo being the chairperson of the committee.

The primary duties of the Nomination Committee are to make recommendations to our Board in relation to the appointment and removal of Directors which includes, amongst other things: (a) reviewing the structure, size and composition (including the skills, knowledge and experience) of our Board at lease annually and making recommendations to our Board regarding any proposed changes to complement our corporate strategy; (b) identifying individuals suitably qualified to become our Board members and select or make recommendations to our Board on the selection of individuals nominated for directorships; (c) assessing the independence of independent non-executive Directors; (d) making recommendations to our Board on the appointment or re-appointment of Directors and succession planning for Directors, in particular the chairman and the chief executive; and (e) other duties conferred by our Board.

CORPORATE GOVERNANCE

Our Company is committed to achieving high standards of corporate governance with a view to safeguarding the interests of our Shareholders.

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. Our Company intends to comply with all code provisions in the Corporate Governance Code after the [**REDACTED**].

BOARD DIVERSITY

We seek to achieve board diversity through the consideration of a number of factors, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service. We [have adopted] a board diversity policy (the "**Board Diversity Policy**") to enhance the effectiveness of our Board and to maintain a high standard of corporate governance. Pursuant to the Board Diversity Policy, in reviewing and assessing suitable candidates to serve as a Director, the Nomination Committee will consider a range of diversity perspectives with reference to our Company's business model and specific needs, including but not limited to gender, age, language, cultural and educational background, professional qualifications, skills, knowledge, industry, regional experience and length of service. Furthermore, our Nomination Committee is responsible for reviewing the diversity of our Board, reviewing the Board Diversity Policy from time to time, developing and reviewing measurable objectives for implementing the Board Diversity Policy, and monitoring the progress on achieving these measurable objectives in order to ensure that the Board Diversity Policy remains effective.

Our Directors have a balanced mixed of knowledge and skills, including but not limited to semiconductor design, legal, private funds management. They obtained degrees in various majors including business administration and law. Furthermore, our Board has a relatively wide range of ages, ranging from 37 years old to 73 years old, and consists of five male members and two female members. Our Company has reviewed the membership, structure and composition of our Board, and is of the opinion that the structure of our Board is reasonable, and the experience and skills of the Directors in various aspects and fields can enable our Company to maintain a high standard of operation.

Our Company will (i) disclose the biographical details of each Director and (ii) report on the implementation of the Board Diversity Policy (including whether we have achieved board diversity) in its annual corporate governance report. In particular, our Company will take opportunities to increase the proportion of female members of our Board when selecting and recommending suitable candidates for Board appointments to help enhance gender diversity in accordance with stakeholder expectations and recommended best practices. Our Company also intends to promote gender diversity when recruiting staff at the mid to senior level and is committed to enhance gender diversity at the Board level so that our Company will have a pipeline of female senior management and potential successors to our Board. We believe that such merit-based selection process with reference to our Board Diversity Policy and the nature of our business will be in the best interests of our Group and our Shareholders as a whole.

COMPENSATION OF DIRECTORS AND MANAGEMENT

We offer our executive Directors and senior management members, who are also employees of our Group, emolument in the form of salaries, bonuses, allowances and benefits in kind, performance related bonuses, share-based payment expenses and pension scheme contributions. Our Directors' remuneration is determined with reference to the relevant Director's experience and qualifications, level of responsibility, performance and the time devoted to our business, and the prevailing market conditions. Our independent non-executive Directors receive emolument based on their responsibilities (including being members or the chairperson of Board committees).

The aggregate amounts of remuneration (including salaries, bonuses, allowances and benefits in kind, performance related bonuses, share-based payment expenses and pension scheme contributions) which were paid or payable to our Directors for the three financial years ended December 31, 2023, 2024 and 2025 were RMB118.1 million, RMB10.2 million and RMB6.2 million, respectively.

It is estimated that the aggregate amount of remuneration (including salaries, bonuses, allowances and benefits in kind, performance related bonuses, share-based payment expenses and pension scheme contributions) payable to our Directors for the financial year ending December 31, 2026 would be approximately RMB13.5 million under arrangements currently in force.

For the three financial years ended December 31, 2023, 2024 and 2025, there were two, two and two Directors among the five highest paid individuals, respectively. The aggregate amounts of remuneration (including salaries, bonuses, allowances and benefits in kind, performance related bonuses, share-based payment expenses and pension scheme contributions) which were paid or payable by our Group to our five highest paid individuals (excluding Directors) for the three financial years ended December 31, 2023, 2024 and 2025 were RMB37.7 million, RMB20.4 million and RMB7.7 milllion, respectively.

During the Track Record Period, (i) no remuneration was paid to our Directors or the five highest paid individuals as an inducement to join, or upon joining our Group, (ii) no compensation was paid to, or receivable by, our Directors, past Directors or the five highest paid individuals for the loss of office as a director of any member of our Group or any other office in connection with the management of the affairs of any member of our Group, and (iii) none of our Directors waived or agreed to waive any emoluments.

Except as disclosed above, no other payment has been paid, or is payable, by our Group to our Directors or the five highest paid individuals of our Group during the Track Record Period.

For additional information on Directors' remuneration during the Track Record Period as well as information on the five highest paid individuals, see notes 8 and 9 to the Accountants' Report.