BOARD OF DIRECTORS

Our Board consists of seven Directors, including three executive Directors, one non-executive Director and three independent non-executive Directors.

The following table sets forth certain information regarding the members of our Board.

Name	Age	Position	Date of joining our Group	Date of appointment as a Director	Responsibilities	Relationship with other Directors and Senior Management
Executive Directors						
Mr. Wang Wei (王威)	44	Executive Director, chairman of the Board and general manager	December 10, 2013	December 10, 2013	Responsible for overall strategic formulation, corporate governance, operational decision-making and business management of our Group	N/A
Mr. Ma Qingshan (馬青山)	46	Executive Director and deputy general manager	June 1, 2016	March 10, 2023	Responsible for the overall strategic formulation, corporate governance, operational decision-making, and business management of our Group	N/A
Ms. Chen Qiutong (陳秋彤)	44	Executive Director	December 10, 2013	June 26, 2026	Responsible for the overall expense management and control of our Group, and the daily administrative management of our Guangzhou branch	N/A
Non-executive Director						
Dr. Shi Xin (史新)	42	Non-executive Director	July 28, 2018	July 28, 2018	Responsible for providing strategic guidance, financial insights and investment risk assessment to our Board	N/A

Name	Age	Position	Date of joining our Group	Date of appointment as a Director	Responsibilities	Relationship with other Directors and Senior Management
Independent Non-executive Directors						
Dr. Li Xinjian (厲新建)	52	Independent non-executive Director	December 5, 2019	December 5, 2019	Responsible for providing independent judgment, industry guidance, strategic advice and objective oversight to our Board	N/A
Mr. Shi Yan (史岩)	44	Independent non-executive Director	June 26, 2026	June 26, 2026	Responsible for providing independent judgment, supervising corporate governance and offering strategic technological insights to our Board	N/A
Ms. Wang Fei (王斐)	45	Independent non-executive Director	June 26, 2026	June 26, 2026	Responsible for providing independent judgment, supervising corporate governance, and offering strategic insights on financial governance to our Board	N/A

Executive Directors

Mr. Wang Wei (王威), aged 44, is an executive Director, chairman of the Board and general manager of our Company. Mr. Wang joined our Group as a Director and general manager in December 2013, and he was redesignated as an executive Director and chairman of the Board in July 2018. Mr. Wang is primarily responsible for the overall strategic formulation, corporate governance, operational decision-making and business management of our Group. To support the Group's globalization strategies, Mr. Wang has also consistently held key positions across our core domestic and overseas subsidiaries. He has been a general manager of Chengdu Weihong, one of our subsidiaries, since October 2015. He has also been serving as a director of HISEAS INTERNATIONAL (BRITISH) LIMITED since September 2015, a director of PT HISEAS INTERNATIONAL INDONESIA since October 2016, a director of Hiseas International GmbH in Germany since November 2016, a director of Chengdu Youhaiyou Information Technology Co., Ltd. (成都遊海遊信息科技有限公司) since September 2019, and a director of Hiseas Europe Sàrl since January 2023, each of which is our subsidiary.

Mr. Wang has over 20 years of robust experience in tourism management, international corporate strategy and cross-border commercial operations. He began his professional career in February 2005, serving as a supervisor at Beijing Yuanhai Zhitong Enterprise Planning Co., Ltd. (北京遠海智通企業策劃有限公司) until April 2020.

Mr. Wang obtained his bachelor's degree in Russian language from Beijing International Studies University (北京第二外國語學院) in the PRC in July 2004. He obtained his executive master of business administration degree from the Peking University (北京大學) in the PRC in January 2020. He is also currently pursuing his Ph.D. in hotel and tourism management at the Hong Kong Polytechnic University, which he commenced in 2024.

Mr. Ma Qingshan (馬青山), aged 46, is an executive Director and deputy general manager of our Company. Mr. Ma joined our Group as a deputy general manager in June 2016, and he was appointed as an executive Director in July 2018. He resigned as an executive Director in January 2022 and remained as a deputy general manager. In March 2023, he was reappointed as an executive Director. Mr. Ma is primarily responsible for the overall strategic formulation, corporate governance, operational decision-making and business management of our Group. He has been the director of Chengdu Weihong, one of our subsidiaries, since November 2025.

Mr. Ma has over 20 years of robust experience spanning strategic management consulting, financial advisory and cross-border operations. From February 2006 to November 2013, Mr. Ma served as a senior manager at Accenture (China) Co., Ltd. Beijing Branch (埃森哲(中國)有限公司北京分公司). Since April 2019, Mr. Ma has also been serving as an independent non-executive director of Uni-Bio Science Group Limited (聯康生物科技集團有限公司), a company listed on the Stock Exchange (stock code: 00690.HK), where he concurrently serves as a member of its audit committee, nomination committee and remuneration committee.

Mr. Ma obtained his bachelor's degree in monetary banking from Peking University in the PRC in July 2002. He further earned his executive master of business administration degree jointly awarded by Tsinghua University (清華大學) in the PRC and Institut Européen d'Administration des Affaires (INSEAD) in France in July 2019. Mr. Ma has been admitted as a Chartered Financial Analyst by the CFA Institute since February 2016.

Ms. Chen Qiutong (陳秋彤) (formerly known as Chen Chen (陳晨)), aged 44, is an executive Director of our Company. Ms. Chen joined our Group as the senior director of the general manager's office in December 2013. She was appointed as an executive Director in June 2026. Ms. Chen is primarily responsible for the overall expense management and control of our Group, and the daily administrative management of our Guangzhou branch.

Ms. Chen joined Hiseas International (Beijing) Ltd. in July 2008, where she served as an operations supervisor until December 2013. In this role, she was primarily involved in coordinating the overall operation and sourcing travel resources.

Ms. Chen obtained her bachelor's degree in architectural engineering from Jiangxi University of Technology (江西科技學院) in the PRC in June 2018, and subsequently obtained her master's degree in global management from Tulane University in the United States in December 2020.

Non-executive Director

Dr. Shi Xin (史新), aged 42, was appointed as our non-executive Director in July 2018. Dr. Shi is primarily responsible for providing strategic guidance, financial insights and investment risk assessment to our Board.

Dr. Shi has over 17 years of robust experience spanning IT strategic consulting, corporate business analysis and venture capital asset management. From July 2008 to April 2012, he served as a cross pipe system specialist at International Business Machines System Integration (Shenzhen) Co., Ltd. (國際商業機器系統集成(深圳)有限公司). In August 2012, Dr. Shi transitioned into the venture capital sector, serving at Shenzhen Capital Group Co., Ltd. (深圳市創新投資集團有限公司) until July 2016. Since July 2016, he has been serving at Shenzhen Guozhong Venture Capital Management Co., Ltd. (深圳國中創業投資管理有限公司), a prominent venture capital firm under Shenzhen Capital Group, with the current position as the executive general manager.

Dr. Shi obtained his bachelor's degree in information management and information systems from University of Electronic Science and Technology of China (電子科技大學) in the PRC in July 2005. He further obtained his master's degree in information science from Sun Yat-sen University (中山大學) in the PRC in June 2008. He also obtained his Ph.D. in information science from Wuhan University (武漢大學) in the PRC in June 2012. Dr. Shi has obtained fund professional qualification granted by Asset Management Association of China in July 2023.

Independent Non-executive Directors

Dr. Li Xinjian (厲新建), aged 52, was appointed as our independent non-executive Director in December 2019. Dr. Li is primarily responsible for providing independent judgment, industry guidance, strategic advice and objective oversight to our Board.

Dr. Li has over 25 years of extensive experience in higher education, hospitality enterprise management research and regional economic development. He has spent the majority of his distinguished academic career at Beijing International Studies University, where he currently serves as a professor and doctoral supervisor. In addition to his academic tenure, Dr. Li has been serving as an independent non-executive Director since December 2019. Concurrently, since September 2024, Dr. Li has served as an independent non-executive director of Zhejiang Sunriver Culture Tourism Co., Ltd. (浙江祥源文旅股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 600576.SH).

Dr. Li obtained his bachelor's degree in tourism management from Zhejiang Gongshang University (浙江工商大學) (formerly known as Hangzhou Commerce College (杭州商學院)) in the PRC in July 1996. He further obtained his master's degree in tourism economics from Northwest University (西北大學) in the PRC in July 1999, and further obtained his Ph.D. in Chinese minority economics from Minzu University of China (中央民族大學) in the PRC in June 2009. Dr. Li obtained the Independent Director Qualification Certificate accredited by the Shenzhen Stock Exchange in the PRC in August 2020.

Mr. Shi Yan (史岩), aged 44, was appointed as our independent non-executive Director in June 2026. Mr. Shi is primarily responsible for providing independent judgment, supervising corporate governance and offering strategic technological insights to our Board.

Mr. Shi is a highly accomplished technology entrepreneur and software engineering expert with over 16 years of robust experience. He began his professional career in October 2009 as the chief technology officer of the Dianxinos project at Beijing Chuangxin Fangzhou Technology Co., Ltd. (北京創新方舟科技有限公司) until August 2010. Driven by his entrepreneurial vision, Mr. Shi founded Beijing Yisi Zhuoyue Technology Co., Ltd. (北京易思卓越科技有限公司) in September 2011 and Beijing Yisi Zhuo Technology Co., Ltd. (北京易思卓科技有限公司) in May 2012, respectively. He also founded Amy and Brody Limited in Hong Kong in June 2018.

Mr. Shi obtained his bachelor's degree in civil engineering from Harbin Institute of Technology (哈爾濱工業大學) in the PRC in July 2004. He further obtained his master's degree in software engineering from Peking University in the PRC in July 2007. He is currently pursuing an executive master of business administration degree from the University of Cambridge in the United Kingdom.

Ms. Wang Fei (王斐), aged 45, was appointed as our independent non-executive Director in June 2026. Ms. Wang is primarily responsible for providing independent judgment, supervising corporate governance, and offering strategic insights on financial governance to our Board.

Ms. Wang has over 20 years of experience in corporate finance, financial planning and analysis and multinational supply chain operations. From July 2002 to July 2008, she served at Maersk Logistics & Services China Limited (馬士基物流(中國)有限公司). From August 2008 to July 2010, she served at Maersk (China) Shipping Co., Ltd. (馬士基(中國)航運有限公司). She then served as the head of finance of APM Terminals Management (Shanghai) Co. Ltd. (埃彼穆勒碼頭企業管理(上海)有限公司) from August 2010 to October 2011. From November 2011 to June 2013, she served at APM Terminals Crane & Engineering Service Co., Ltd. (埃彼穆勒(上海)港口機械工程服務有限公司).

From June 2014 to May 2015, Ms. Wang served as the legal representative at Tarsus (Shanghai) Exhibition Ltd. (塔蘇斯(上海)展覽有限公司). From November 2015 to March 2018, she served at LEGO Toy (Shanghai) Co., Ltd. (樂高玩具(上海)有限公司). In March 2018, Ms. Wang transitioned to Adidas Sports (China) Co., Ltd. Shanghai Branch (愛迪達體育(中國)有限公司上海分公司), where she served as the finance director until September 2021. Since October 2021, she has been serving as the senior finance director at Adidas Sourcing Limited.

Ms. Wang obtained her bachelor's degree in accounting from Peking University in the PRC in July 2002. She further obtained her executive master of business administration degree from China Europe International Business School (中歐國際工商學院) in the PRC in January 2014. Ms. Wang has been admitted as a fellow member of the Association of Chartered Certified Accountants in the United Kingdom since August 2016.

SENIOR MANAGEMENT

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

Name	Age	Position	Date of joining our Group	Date of appointment as a senior management	Responsibilities	Relationship with other Directors and senior management
Mr. Wang Wei (王威)	44	Executive Director, Chairman of the Board and general manager	December 10, 2013	December 10, 2013	Responsible for overall strategic formulation, corporate governance, operational decision-making and business management of our Group	N/A
Mr. Ma Qingshan (馬青山)	46	Executive Director and deputy general manager	June 1, 2016	June 1, 2016	Responsible for the overall strategic formulation, corporate governance, operational decision-making, and business management of our Group	N/A
Ms. Sun Dan (孫丹)	38	Chief financial officer	November 25, 2019	December 21, 2023	Responsible for the overall financial management, corporate finance, budgetary controls, and internal compliance of our Group	N/A
Ms. Yang Yike (楊一棵)	38	Board secretary and legal director	March 5, 2018	May 7, 2022	Responsible for overseeing the information disclosure, investor relations, legal affairs, risk management and corporate governance of our Group	N/A

For biographies of senior management who are executive Directors, namely Mr. Wang Wei (王威) and Mr. Ma Qingshan (馬青山), see "—Board of Directors—Executive Directors" in this section.

Ms. Sun Dan (孫丹), aged 38, is the chief financial officer of our Company. Ms. Sun joined our Group in November 2019, initially serving as the assistant chief financial officer of our Company until January 2022. She was then appointed as the chief financial officer in December 2023, where she has been responsible for the overall financial management, corporate finance, budgetary controls and internal compliance of our Group.

Ms. Sun has over 15 years of robust and progressive experience in financial auditing, risk management and corporate financial controller operations. She began her professional career in October 2010 at KPMG Huazhen LLP Chengdu Branch (畢馬威華振會計師事務所(特殊普通合夥)成都分所), a leading global accounting firm until December 2016. From December 2016 to November 2019, she served as the senior manager of budget analysis at Chengdu Xiuyu Health Technology Co., Ltd. (成都市秀域健康科技有限公司). From January 2022 to July 2023, she served as the manager at Chengdu Kupo Innovation Technology Co. Ltd. (成都庫珀創新科技有限公司).

Ms. Sun obtained her bachelor's degree in international economics and trade from South China University of Technology (華南理工大學) in the PRC in July 2010. She has been admitted as a non-practicing member of the Chinese Institute of Certified Public Accountants (中國註冊會計師協會) in the PRC since May 2018.

Ms. Yang Yike (楊一棵), aged 38, is the board secretary and legal director of our Company. Ms. Yang joined our Group as a legal supervisor in March 2018 and was appointed as the legal director in May 2022. She was appointed as the board secretary in December 2023. Ms. Yang is primarily responsible for overseeing the information disclosure, investor relations, legal affairs, risk management and corporate governance of our Group.

Ms. Yang began her professional career in August 2013 at Shanghai Junfeng Law Firm (上海駿豐律師事務所) until January 2016. From March 2016 to February 2017, she continued her legal practice as an associate at Shanghai Fangtong Law Firm (上海方通律師事務所).

Ms. Yang obtained her bachelor's degree in forest resources conservation and recreation from Sichuan Agricultural University (四川農業大學) in the PRC in June 2010. She further obtained her master's degree in law from Nanjing University (南京大學) in the PRC in June 2013. Ms. Yang obtained the third-grade lawyer professional title in August 2022. She obtained the Board Secretary Qualification Certificate accredited by the Shenzhen Stock Exchange in the PRC in December 2021.

JOINT COMPANY SECRETARIES

Ms. Yang Yike (楊一棵), has been appointed as one of our joint company secretaries effective upon the **[REDACTED]**. For, her biographical details, see "—Senior Management" in this section.

Ms. Cheung Wing Sum (張穎沁), has been appointed as one of the joint company secretaries effective upon the **[REDACTED]**. Ms. Cheung is currently with Computershare Hong Kong Investor Services Limited, a professional services provider specializing in corporate services. She has approximately three years in the company secretarial and corporate governance fields. She has extensive involvement in listed-company compliance, board and committee support, and a broad range of regulatory and governance matters.

Ms. Cheung obtained her master's degree in corporate governance and compliance from the Hong Kong Baptist University in July 2023. She is an associate of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

BOARD COMMITTEES

Our Company has established three committees under the Board of Directors, namely the Audit Committee, the Remuneration and Appraisal Committee, and the Nomination Committee.

Audit Committee

We have established the Audit Committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph D.3 of the Corporate Governance Code. The Audit Committee consists of three Directors, namely Ms. Wang Fei (as the chairwoman), Dr. Shi Xin and Dr. Li Xinjian. Ms. Wang Fei has the appropriate professional qualification and experience as required under Rules 3.10(2) and 3.21 of the Listing Rules. The Audit Committee is mainly responsible for reviewing the Group's financial information and disclosures, overseeing and evaluating internal and external audit work, as well as the internal controls of our Company.

Remuneration and Appraisal Committee

We have established the Remuneration and Appraisal Committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and paragraph E.1 of the Corporate Governance Code. The Remuneration Committee consists of three Directors, namely Dr. Li Xinjian (as the chairman), Mr. Wang and Ms. Wang Fei. The Remuneration and Appraisal Committee is mainly responsible for formulating appraisal criteria for Directors and senior management and conducting appraisals, as well as formulating and reviewing remuneration policies and plans for Directors and senior management, including the determination mechanism, decision-making procedures, payment, suspension of payment, and recovery arrangements related to remuneration.

Nomination Committee

We have established the Nomination Committee with written terms of reference in compliance with paragraph B.3 of the Corporate Governance Code. The Nomination Committee consists of three Directors, namely Mr. Wang (as the chairman), Ms. Wang Fei and Dr. Li Xinjian. The Nomination Committee is mainly responsible for formulating the selection criteria and procedures for Directors and senior management, as well as screening and reviewing candidates for these positions and their eligibility for appointment.

DIVERSITY POLICY OF THE BOARD OF DIRECTORS

The Board of Directors has adopted a board diversity policy (the "Board Diversity Policy") in order to enhance the effectiveness of our Board of Directors and to maintain high standard of corporate governance. The Board Diversity Policy sets out the criteria in selecting candidates to our Board of Directors, including but not limited to gender, age, cultural and educational background, professional experience, skills, knowledge and length of service. The ultimate decision will be based on merit and contribution that the selected candidates will bring to our Board of Directors.

Our Directors have a balanced mixed of gender, knowledge and skills, including but not limited to hotel management, economics, engineering, overall business management and finance and accounting. Two of our Directors are also female Directors. Our Directors obtained degrees in diversified majors including, among others, Russian language, hotel management, tourism economics, monetary banking, architectural engineering, global management, information science, Chinese minority economics, civil engineering, software engineering, business administration and accounting. In addition, our Board of Directors has a wide range of age. Our Board is of the view that our Board of Directors satisfies the Board Diversity Policy. Our Board will also ensure that appropriate balance of gender diversity is achieved with reference to investors' expectation, and international and local recommended best practices.

The Nomination Committee is responsible for reviewing the diversity of our Board. After the **[REDACTED]**, the Nomination Committee will monitor and evaluate the implementation of the Board Diversity Policy from time to time to ensure its continued effectiveness. The Nomination Committee will also include in successive annual reports a summary of the Board Diversity Policy, including any measurable objectives set for implementing the Board Diversity Policy and the progress on achieving these objectives.

We will continue to improve the gender diversity at the Board level after the **[REDACTED]**. We will continue to apply the principle of appointments based on merits with reference to our diversity policy as a whole. Our Company is committed to board diversity and will maintain at least one Director of different gender in our Board and Nomination Committee after the **[REDACTED]**. In addition, our Board will continue to take steps to promote gender diversity at all levels of our Company, including but not limited to our Board and the senior management levels. We will take into consideration of gender diversity when recruit staff at mid to senior level management and continue to emphasize training of female talent and providing long-term development opportunities for our female staff. Our Board and the Nomination Committee will also conduct annual review on our gender diversity and will take into consideration of gender diversity when recommending and appoint new board members to further enhance the gender diversity in our Board after the **[REDACTED]**.

CORPORATE GOVERNANCE

Our Company is committed to achieving high standards of corporate governance with a view to safeguarding the interests of our Shareholders. To accomplish this, our Company intends to comply with Corporate Governance Code set out in Appendix C1 to the Listing Rules and the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules after the **[REDACTED]**, except for Code Provision C.2.1 of Part 2 of the Corporate Governance Code, which provides that the roles of chairman of the board and chief executive officer should be separate and should not be performed by the same individual.

We do not have a separate chairperson and general manager, and Mr. Wang, our chairman of the Board, executive Director and general manager, currently performs these two roles. Our Board considers that vesting the roles of chairman and general manager in the same person is beneficial to the management of our Group. With extensive experience in the industry and having served in our Company since its establishment, Mr. Wang is the Director best suited to steer the overall management, business, sales, strategic development and research and development of our Group. The balance of power and authority is ensured by the operation of our Board and our senior management, which comprises experienced and visionary individuals. Upon the **[REDACTED]**, our Board will comprise three executive Directors (including Mr. Wang), one non-executive Director, and three independent non-executive Directors, and therefore has a strong independence element in its composition.

The Board will continue to review and consider splitting the roles of chairperson and chief executive of the Company if and when it is appropriate taking into account the circumstances of the Group as a whole. Save as disclosed above, our Company intends to comply with all code provisions under the Corporate Governance Code after the **[REDACTED]**.

COMPENSATION OF DIRECTORS AND SENIOR MANAGEMENT

The compensation and remuneration of the Directors and members of the senior management of our Company are determined by the Shareholders' meetings and the Board of Directors as appropriate in the form of salaries and bonuses. The Company also reimburses them for expenses which are necessary and reasonably incurred in providing services to the Company or discharging their duties in relation to the operations of the Company. When reviewing and determining the specific remuneration packages for our Directors and members of the senior management of the Company, the Shareholders' meetings and the Board of Directors take into account factors such as salaries paid by comparable companies, time commitment, level of responsibilities, employment elsewhere in our Group and desirability of performance-based remuneration. As required by the relevant PRC laws and regulations, the Company also participates in various defined contribution plans organized by relevant provincial and municipal government authorities and welfare schemes for employees of the Company, including medical insurance, injury insurance, unemployment insurance, pension insurance, maternity insurance and housing provident fund.

Our Company offers executive Directors and senior management members, who are our employees, compensation in the form of directors' fee, salaries, allowances and benefits in kind, discretionary bonuses and retirement scheme contributions. The independent non-executive Directors receive compensation based on their responsibilities.

The aggregate amounts of remuneration (including directors' fee, salaries, allowances and benefits in kind, discretionary bonuses and retirement scheme contributions) of the Directors and then supervisors for the three years ended December 31, 2023, 2024 and 2025, were RMB2.4 million, RMB2.2 million and RMB2.6 million, respectively. For details on the remuneration of each Director during the Track Record Period, please refer to Note 8 to the Accountants' Report in Appendix I to this Document.

The aggregate amounts of remuneration (including salaries, discretionary bonuses and retirement scheme contributions) of the five highest paid individuals, (excluding three, nil and one Directors or then supervisors), for the three years ended December 31, 2023, 2024 and 2025, were RMB1.6 million, RMB3.7 million and RMB4.1 million, respectively. For details on the remuneration of the five highest-paid employees during the Track Record Period, please refer to Note 9 to the Accountants' Report in Appendix I to this Document.

Under the current compensation arrangement, we estimate the total compensation before taxation to be accrued to our Directors for the year ending December 31, 2026 to be approximately RMB2.0 million.

During the Track Record Period, (i) no remuneration was paid by the Company to, or receivable by, the Directors, then supervisors or the five highest paid individuals as an inducement to join or upon joining the Company or as a compensation for loss of office, (ii) none of the Directors or then supervisors had waived or agreed to waive any remuneration, and (iii) save as disclosed above, no other payments have been or are payable by us or any of our subsidiaries to our Directors or the five highest paid individuals.

OTHER INFORMATION

Save as disclosed in this section and in "Statutory and General Information—3. Further Information about Our Directors and Substantial Shareholders" in Appendix VI to this document:

(1) each of our Directors and members of senior management does not hold and has not held any other positions in our Company and any other members of our Company as at the Latest Practicable Date;

(2) each of our Directors and members of senior management has not been a director of any public company the securities of which are listed on any securities market in Hong Kong or overseas in the three years prior to the Latest Practicable Date and as at the Latest Practicable Date;

(3) none of our Directors and members of the senior management is related to other Directors and members of the senior management;

(4) each of our Directors did not have any interest in our Shares within the meaning of Part XV of the SFO;

(5) to the best knowledge, information and belief of our Directors having made all reasonable inquiries, there was no other matter with respect to the appointment of our Directors that needs to be brought to the attention of the Shareholders, and there was no information relating to our Directors that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and no other matters are required to be brought to the attention of Shareholders as of the Latest Practicable Date;

(6) each of our Directors confirms that he or she (i) has obtained the legal advice referred to under Rule 3.09D of the Listing Rules on June 25, 2026, and (ii) understands his or her obligations as a director of a **[REDACTED]** under the Listing Rules; and

(7) each of the independent non-executive Directors has confirmed (i) his/her independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules, (ii) that he/she has no past or present financial or other interest in the business of our Company or its subsidiaries or any connection with any core connected person of our Company under the Listing Rules as of the Latest Practicable Date, and (iii) that there are no other factors that may affect his/her independence at the time of his/her appointments.

NON-COMPETITION

Each of our Directors confirms that as of the Latest Practicable Date, they are not interested in any business, apart from our business, which competes or is likely to compete, either directly or indirectly, with our business and requires disclosure under Rules 8.10(2) and 19A.14 of the Listing Rules.

COMPLIANCE ADVISOR

Our Company appointed Dongxing Securities (Hong Kong) Company Limited as the compliance advisor pursuant to Rule 3A.19 of the Listing Rules, and the compliance advisor will advise our 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 and share repurchases;

(iii) where our Company proposes to use the **[REDACTED]** of the **[REDACTED]** in a manner that is different from that detailed in this document or where our business activities, developments or results deviate from any forecasts, estimates or other information in this document; and

(iv) where the Stock Exchange makes an inquiry of our Company pursuant to Rule 13.10 of the Listing Rules.

Meanwhile, pursuant to Rule 3A.24 of the Listing Rules, the compliance advisor shall inform us on a timely basis of any amendment or supplement to the Listing Rules issued by the Stock Exchange from time to time and any new or amended laws and regulations in Hong Kong applicable to our Company. The compliance advisor shall also provide advice to us on the continuing requirements under the Listing Rules and applicable laws and regulations.

The terms of the appointment of the compliance advisor will commence on the [**[REDACTED]** Date] and end on the date when our Company distributes the annual report of its financial results for the first full financial year commencing after the **[REDACTED]** Date.