BOARD OF DIRECTORS

Our Board consists of seven Directors, including one executive Director, two non-executive Directors, three independent non-executive Directors and one employee Director, namely:

Name	Age	Date of joining our Group	Date of appointment as a Director	Position	Key responsibilities
Mr. LEE Ting-Chuan (李定轉)	58	March 1, 2017	August 16, 2019	Chairperson of the Board, executive Director and general manager	Overall strategic planning, management, business development and operations of our Group
Mr. HSIAO Te-Wang (蕭得望)	59	May 13, 2026	May 13, 2026	Non-executive Director	Providing professional judgment and guidance on strategic development to the Board
Mr. WANG Yung-Hsiang (王勇祥)	56	June 25, 2026	June 25, 2026	Non-executive Director	Providing professional judgment and guidance on strategic development to the Board
Dr. CHOU Chih-Chen (周志誠)	71	May 13, 2026	May 13, 2026	Independent non-executive Director	Supervising and providing independent opinion and judgment to our Board
Ms. YU Pei-Pei (余佩佩)	62	May 13, 2026	May 13, 2026	Independent non-executive Director	Supervising and providing independent opinion and judgment to our Board
Mr. CHEN Jyan-Bang (陳健邦)	70	June 25, 2026	June 25, 2026	Independent non-executive Director	Supervising and providing independent opinion and judgment to our Board
Mr. ZHANG Yu (張宇)	39	August 1, 2022	May 13, 2026	Employee Director	Participating in the Board as an employee Director

Executive Director

Mr. LEE Ting–Chuan (李定轉), aged 58, joined our Group in March 2017 and has served as the chairperson of the Board, our Director and general manager of our Company since August 2019. He was redesignated as our executive Director on June 25, 2026. He currently serves as a director and the general manager of Leading Qinhuangdao. He is primarily responsible for overall strategic planning, management, business development and operations of our Group.

Mr. Lee has extensive experience in the management of companies in the semiconductor industry. Mr. Lee served as the general manager of Zhen Ding from May 2017 to August 2023 and a director of Zhen Ding from June 2020 to May 2026. From September 2003 to October 2016, he worked at Unimicron Technology Corporation (a company that is listed on the Taiwan Stock Exchange (stock code: 3037) and is primarily engaged in the manufacturing and processing of IC substrates) with the last position of deputy general manager, and served as the general manager of Subtron Technology Co., Ltd. (旭德科技股份有限公司), a subsidiary of Unimicron Technology Corporation. From February 1997 to September 2003, Mr. Lee served as the manager of the technical department of Compeq Manufacturing

Co., Ltd., a specialized printed circuit board manufacturing company that is listed on the Taiwan Stock Exchange (stock code: 2313). From June 1995 to December 1996, he was the planning engineer of Laida Environmental Engineering Co., Ltd. (萊大環境工程股份有限公司), an engineering company.

Mr. Lee received his bachelor's degree in chemical engineering from Chung Yuan Christian University in Chinese Taiwan in June 1991, his master's degree in chemical engineering from National Central University in Chinese Taiwan in June 1993, and his executive master of business administration (EMBA) degree from National Taiwan University in Chinese Taiwan in January 2019.

Mr. Lee obtained the qualification of Environmental Engineer Technician certified by the Ministry of Economic Affairs of Taiwan in May 1997. In December 2024, he was awarded the Outstanding Contribution Award (Excellent Managers of Foreign-Funded Enterprises in Shenzhen) by Shenzhen Association of Enterprises with Foreign Investment.

Mr. Lee holds a minority equity interest in Zhen Ding and currently serves as a director of Zhen Ding Education Foundation, a charitable foundation of the Zhen Ding.

Non-executive Directors

Mr. HSIAO Te–Wang (蕭得望), aged 59, was appointed as our Director on May 13, 2026 and redesignated as a non-executive Director on June 25, 2026. He is primarily responsible for providing professional judgment and guidance on strategic development to the Board.

Mr. Hsiao has served in various positions in Zhen Ding and its subsidiaries. Since March 2017, he successively served as a senior assistant vice president, deputy general manager and senior deputy general manager of Avary Holding. He was a representative director of Zhen Ding from October 2014 to June 2020. From January 2006 to March 2017, he served in various positions in the Zhen Ding Group, including assistant manager, manager, senior manager, director and senior director of Zhen Ding Technology Co., Ltd. (臻鼎科技股份有限公司), a subsidiary of Zhen Ding.

Mr. Hsiao received his bachelor of business administration degree from National Taiwan University in Chinese Taiwan in June 1989 and his Master of Business Administration (MBA) degree from Cornell University in the United States in May 1996.

Mr. Hsiao holds a minority equity interest in Zhen Ding and Avary Holding.

Mr. WANG Yung-Hsiang (王勇祥), aged 56, was appointed as our non-executive Director on June 25, 2026. He is primarily responsible for providing professional judgment and guidance on strategic development to the Board.

Mr. Wang has extensive experience in investment, private equity and the automotive electronics industry. Since February 2019, Mr. Wang has served as the founding partner and chief executive officer of Phi Capital (卓毅資本), which engages in cross-border mergers and acquisitions and industrial integration investments in sectors including new mobility automotive technology, semiconductors and smart manufacturing. Mr. Wang has served as the chairman of Chao Long Motor Parts Corp. (造隆股份有限公司) since January 2016, where he has been responsible for leading the company's development in vehicle intelligence technologies. Mr. Wang previously served as the managing director of Delphi Automotive Group from 2005 to 2009 and as President (Asia) of the DEG Group from 2010 to 2018. Mr. Wang also served as a non-executive, non-independent director of Nera Telecommunications Ltd from 2025 to 2026, stepping down upon the expiration of his term.

Mr. Wang received his bachelor's degree in electronic engineering from John's University in Chinese Taiwan, formerly known as St. John's and St. Mary's Institute of Technology, in June 1990. Mr. Wang received his Master of Business Administration (MBA) degree from the University of Management and Technology in the United States in December 2012. Mr. Wang has served as a union affairs consultant to the Automotive Electronics Committee of the Taiwan Electrical and Electronic Manufacturers' Association (台灣電子電機同業公會) since May 2013. Mr. Wang has served as the chairman of the Taiwan Industrial Holding Association since August 2025, and was appointed vice chairman of the Taiwan Mergers & Acquisitions and Private Equity Association in November of the same year.

Independent Non-Executive Directors

Dr. CHOU Chih–Chen (周志誠), aged 71, was appointed as our Director on May 13, 2026 and redesignated as an independent non-executive Director on June 25, 2026. He is primarily responsible for supervising and providing independent opinion and judgment to our Board.

Dr. Chou has over 30 years' experience in accounting and finance. He has been the managing partner of WeTec International CPAs since October 1998. He has served as an independent director of Orient Europharma Co., Ltd. (a pharmaceutical company listed on the Taiwan Stock Exchange (stock code: 4120)) and USUN Technology Co., Ltd. since June 2025 and June 2024, respectively. He has been a representative director of Medical Imaging Corporation (醫影股份有限公司) (a medical diagnostic imaging services company listed on the Taiwan Stock Exchange (stock code: 6637)) since May 2021 and a director of Ancang Construction Co., Ltd. (a construction company listed on the Taiwan Stock Exchange (stock code: 5548)) since May 2025.

Previously, Dr. Chou served as an independent director of UltraChip Inc. (a company that is listed on the Taiwan Stock Exchange (stock code: 3141) and is principally engaged in the design and sales of LCD IC driver products) from June 2019 to June 2025, an independent director of Sonix Technology Co., Ltd. (a fabless IC company listed on the Taiwan Stock Exchange (stock code: 5471)) from June 2006 to June 2024, and an independent director of Zhen Ding from June 2011 to May 2023.

Dr. Chou received his bachelor's degree in accounting from National Taiwan University in Chinese Taiwan in June 1977, his master's degree in accounting and master's of laws degree from National Chengchi University in Chinese Taiwan in June 1982 and April 2013, respectively. Dr. Chou received his doctoral degree in economic management (accounting) from Shanghai University of Finance and Economics in the PRC in April 2001.

Dr. Chou is a certified public accountant qualified by the Taipei Certified Public Accountants Association in July 1988 and the Taiwan Certified Public Accountants Association in March 1989, respectively. He holds the qualification certificate for independent directors issued by the Shenzhen Stock Exchange in March 2023. He was appointed as the chairperson of the Taiwan Certified Public Accountants Association from September 2004 to September 2007.

Ms. YU Pei-Pei (余佩佩), aged 62, was appointed as our Director on May 13, 2026 and redesignated as an independent non-executive Director on June 25, 2026. She is primarily responsible for supervising and providing independent opinion and judgment to our Board.

Ms. Yu has been the chairperson and the general manager of Vigor Kobo Co., Ltd. (維格餅家股份有限公司), a bakery and confectionery company that is listed on the Emerging Stock Board of the Taipei Exchange (stock code: 2733), since May 2022 and March 2024. Previously, she served as a partner of Zoyi Capital (卓毅資本) from March 2013 to November 2022. She served as the managing director of Goldman Sachs (Asia) LLC from March 1999 to February 2013.

Ms. Yu has served as an independent director of Cathay Financial Holding Co., Ltd. (a financial services company that is listed on the Taiwan Stock Exchange (stock code: 2882)) since June 2022 and Wistron Corporation (an ODM for information communications technology products that is listed on the Taiwan Stock Exchange (stock code: 3231)) since July 2021.

Ms. Yu received her bachelor's degree in banking from National Chengchi University in Chinese Taiwan in June 1986 and her master's degree in business administration from the University of British Columbia in Canada in May 1990.

Mr. CHEN Jyan-Bang (陳健邦), aged 70, was appointed as our independent non-executive Director on June 25, 2026. He is primarily responsible for supervising and providing independent opinion and judgment to our Board.

Mr. Chen has over 40 years of experience in the semiconductor industry, with extensive experience in technology research and development and senior management of semiconductor companies. Previously, Mr. Chen served at Taiwan Semiconductor Manufacturing Company Limited ("TSMC"), a semiconductor foundry company listed on the Taiwan Stock Exchange (stock code: 2330) and the New York Stock Exchange (stock code: TSM) from 1987 to 2002, with his last position of vice president. From July 1999 to January 2000, Mr. Chen served as the president of TSMC-Acer Semiconductor Manufacturing Corporation (德碁半導體股份有限公司). Previously, Mr. Chen also worked at the Electronic Research Laboratories of the Industrial Technology Research Institute (工業技術研究院電子研究所) as an engineer.

Mr. Chen received his bachelor's degree in physics from National Taiwan University in Chinese Taiwan in 1978 and his master's degree in physics from National Tsing Hua University in Chinese Taiwan in 1980.

Employee Director

Mr. ZHANG Yu (張宇), aged 39, is our employee Director. He joined our Company in August 2022 and currently serves as the chairperson of our labor union and manager of our corporate culture department. He was elected as our employee Director on May 13, 2026.

Mr. Zhang served as the deputy manager of Avary Holding from October 2009 to July 2022, where he was responsible for corporate culture related services.

Mr. Zhang received his master's degree in managerial psychology from the University of Hong Kong in November 2023. In April 2022, Mr. Zhang was awarded the Qinhuangdao May 1st Labor Medal (秦皇島市五一勞動獎章) by Qinhuangdao Federation of Trade Unions (秦皇島市總工會). He was awarded the One of the Thousand Outstanding Village Party Branch Secretaries of Hebei Province (河北省千名好支書) by the Organization Department of the CPC Hebei Provincial Committee (中共河北省委組織部) in June 2022. In April 2026, Mr. Zhang Yu was awarded the National May 1 Labor Medal (全國五一勞動獎章) by the All-China Federation of Trade Unions (中華全國總工會).

SENIOR MANAGEMENT

Our senior management is responsible for the day-to-day management of our business. Our senior management team comprises the following individuals:

Name	Age	Date of joining our Group	Date of appointment as a senior management	Position	Key responsibilities
Mr. LEE Ting-Chuan (李定轉)	58	August 16, 2019	August 16, 2019	Chairperson of the Board, executive Director and general manager	Overall strategic planning, management, business development and operations of our Group
Mr. LAI Yu-Nan (賴育男)	50	April 1, 2021	May 13, 2026	Chief technology officer	Overall management of production and research and development of our Group
Ms. WANG Yuan-Sheng (王元生)	58	May 1, 2021	May 13, 2026	Chief financial officer	Overall management of financial, accounting and tax-related operations of our Group

Mr. LEE Ting–Chuan (李定轉), aged 58, is the chairperson of the Board, our Director and general manager. See "— Board of Directors — Executive Director" for the biography of Mr. Lee.

Mr. LAI Yu–Nan (賴育男), aged 50, joined our Company in April 2021 as an assistant vice president of the business department. He was appointed as our chief technology officer on May 13, 2026. He is primarily responsible for the overall management of production and research and development of our Group.

Mr. Lai has extensive experience in research and development in the semiconductor industry. Prior to joining our Company, Mr. Lai served as the senior director (technology) of Kinsus Interconnect Technology Corporation (a company that is listed on the Taiwan Stock Exchange (stock code: 3189) and is principally engaged in the development and manufacturing of IC substrates) from January 2019 to November 2020. Previously, he also worked at Kinsus Interconnect Technology Corporation from October 2012 to October 2017 with the last position of director (technology). From October 2017, Mr. Lai was the person in charge of Xuanhong International Co., Ltd. (宣鴻國際有限公司), an investment company. From October 1999 to September 2012, Mr. Lai worked at Nan Ya Printed Circuit Board Corporation, a printed circuit board manufacturing company that is listed on the Taiwan Stock Exchange (stock code: 8046) with the last position of deputy plant manager of the Plant 5 administrative office.

Mr. Lai received his bachelor's degree in chemical engineering from Chung Yuan Christian University in Chinese Taiwan in June 1997.

Ms. WANG Yuan–Sheng (王元生), aged 58, is our chief financial officer. She joined our Company in May 2021 as an assistant vice president of our finance division and was appointed as our chief financial officer on May 13, 2026. She also served as our supervisor from September 2022 to May 2026, and served as a supervisor of Leading Qinhuangdao from August 2022 to May 2026. She is responsible for the overall management of financial, accounting and tax-related operations of our Group.

Ms. Wang has extensive experience in finance, accounting and tax and held various senior financial roles in listed corporations prior to joining our Group. Ms. Wang served as the chief financial officer of Zhen Ding from November 2021 to March 2024. She was the chief financial officer of Getac Technology Corporation (a company that is listed on the Taiwan Stock Exchange (stock code: 3005) and is principally engaged in the development of AI-capable rugged mobile technology and intelligent video solutions) from August 2018 to September 2019. She also served as the chief financial officer and spokesperson of Creative Sensor Inc. (a company that is listed on the Taiwan Stock Exchange (stock code: 8249), which is principally engaged in the design, manufacturing and sale of image sensors and related electronic components) from September 2014 to July 2018. During her tenure, Ms. Wang also served as a director of Creative Sensor (USA) Co., a subsidiary of Creative Sensor Inc. From July 2006 to September 2014, Ms. Wang successively served as the senior manager of the accounting department, finance director of the finance division and the director of the business planning and controlling department of Qisda Corporation (an ODM and OEM service provider of electronic products for consumer, commercial, medical and industrial applications that is listed on the Taiwan Stock Exchange (stock code: 2352)).

Ms. Wang received her bachelor's degree in sociology from the National Taiwan University in Chinese Taiwan in June 1990 and her master's degree in finance from the Golden Gate University in San Francisco, U.S. in April 1996.

COMPANY SECRETARY

Ms. Lam Wai Yee Sophie (林慧怡) was appointed as our company secretary on June 8, 2026.

Ms. Lam Wai Yee Sophie is currently a vice president of listed corporate secretarial department at SWCS Corporate Services Group (Hong Kong) Limited and is primarily responsible for company secretarial and compliance services for listed clients. With over 20 years of experience in the company secretarial and compliance profession, Ms. Lam Wai Yee Sophie serves as the company secretary and a joint company secretary of several companies listed on the Main Board of the Stock Exchange.

Ms. Lam Wai Yee Sophie holds a bachelor's degree of arts (honours) in translation and a postgraduate diploma in corporate administration from the City University of Hong Kong. She is a chartered secretary, a chartered governance professional and a fellow of The Chartered Governance Institute in the United Kingdom and The Hong Kong Chartered Governance Institute, and holds a practitioner's endorsement from The Hong Kong Chartered Governance Institute.

INTERESTS OF DIRECTORS AND SENIOR MANAGEMENT

Save as disclosed above:

1. none of our Directors or senior management has been a director of any public company the securities of which are listed on any securities market in Hong Kong or overseas within the three years immediately preceding the date of this Document;

2. to the best of the knowledge, information and belief of our Directors having made all reasonable enquiries, as of the Latest Practicable Date, there were no other matters with respect to the appointment of our Directors that need to be brought to the attention of the Shareholders and there was no information relating to our Directors or chief executives that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

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

Save as disclosed in the sections headed "Substantial Shareholders" and "Appendix V — Statutory and General Information — C. Further Information about our Directors and Substantial Shareholders — 1. Disclosure of Interests of Directors and Chief Executive of the Company", as of the Latest Practicable Date, none of our Directors held any interest or short position in the Shares or underlying Shares within the meaning of Part XV of the SFO.

CONFIRMATION FROM OUR DIRECTORS

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 May 15, 2026 or June 8, 2026 (as the case may be), and (ii) understands his or her obligations as a director of a [REDACTED] under the [REDACTED].

Each independent non-executive Director has confirmed to us (a) his or her independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules, (b) that he or she has no past or present financial or other interest in our business or any connection with any core connected person of our Company and (c) that there are no other factors that may affect his or her independence at the time of his or her appointment.

COMPETITION

Each of our executive and non-executive Directors confirmed that, as of the Latest Practicable Date, he/she did not have any interest in a business which competes or is likely to compete, directly or indirectly, with our business and requires disclosure under Rule 8.10 of the Listing Rules.

Our Group has also adopted corporate governance measures which help us to manage any potential conflicts of interest between our Group and our Directors.

REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

During the Track Record Period, the remuneration of our Directors and senior management was paid in the form of fees, basic salaries, allowances and benefits in kind, contributions to a retirement benefit scheme, and discretionary performance bonus.

The remuneration (including any fees, salaries, allowances, benefits in kind and performance related bonuses, pension scheme contributions and social welfare) paid to our Directors in the three years ended December 31, 2023, 2024 and 2025 and the three months ended March 31, 2026 were RMB12.3 million, RMB12.9 million, RMB10.9 million and RMB2.5 million, respectively.

In the three years ended December 31, 2023, 2024 and 2025 and the three months ended March 31, 2026, the aggregate amount of remuneration paid to the five highest paid individuals of our Group (among which there was one Director in each relevant period) were RMB9.0 million, RMB9.4 million, RMB9.3 million and RMB2.3 million respectively. During the Track Record Period, no remuneration was paid by us to, or receivable by, our Director, or the five highest paid individuals as an inducement to join or upon joining our Company as a compensation for loss of office in respect of the three years ended December 31, 2023, 2024 and 2025 and the three months ended March 31, 2026.

It is estimated that under the arrangements currently in force, the aggregate amount of remuneration (excluding any discretionary bonus) payable to and benefits in kind receivable by our Directors in the year ending December 31, 2026 will be RMB2.5 million.

Save as disclosed above, no other payments had been made, or are payable, by any member of our Group to our Director during the Track Record Period.

For additional information on our Director during the Track Record Period as well as information on the five highest paid individuals, see Note 8 and 9 to the Accountant's Report set out in Appendix I to this Document. See "Appendix V — Statutory and General Information — D. Employee Share Ownership Plan" for details regarding the employee shareholding schemes for our Directors and senior management.

BOARD COMMITTEES

In accordance with relevant PRC laws and regulations, the Articles and the practices in relation to the Corporate Governance Code under the Listing Rules, we have established four board committees, namely, the Audit Committee, the Remuneration and Appraisal Committee, the Nomination Committee and the Strategy Committee.

Audit Committee

We have established the Audit Committee with terms of reference in compliance with the relevant PRC laws and regulations and Rule 3.21 of the Listing Rules and the Corporate Governance Code. The primary duties of the Audit Committee are, among others, to review and supervise the financial reporting process, risk management and internal control system of our Group. The Audit Committee consists of three members, namely, Dr. CHOU Chih-Chen, Ms. YU Pei-Pei, and Mr. CHEN Jyan-Bang. Dr. CHOU Chih-Chen, being the chairperson of the Audit Committee, is appropriately qualified as required under Rules 3.10(2) and 3.21 of the Listing Rules.

Remuneration and Appraisal Committee

We have established the Remuneration and Appraisal Committee with terms of reference in compliance with the relevant PRC laws and regulations and Rules 3.25 and 3.26 of the Listing Rules and the Corporate Governance Code. The primary duties of the Remuneration and Appraisal Committee are to review and make recommendation to the Board regarding the terms of remuneration packages, bonuses and other compensation payable to our Directors and senior management. The Remuneration and Appraisal Committee consists of three members, namely, Dr. CHOU Chih-Chen, Mr. HSIAO Te-Wang, and Ms. YU Pei-Pei, with Dr. CHOU Chih-Chen being the chairperson of the committee.

Nomination Committee

We have established the Nomination Committee with terms of reference in compliance with the relevant PRC laws and regulations and Rule 3.27A of the Listing Rules and the Corporate Governance Code. The primary duties of the Nomination Committee are to make recommendation to the Board regarding the appointment of Director and senior management and succession planning for Directors. The Nomination Committee consists of three members, namely, Mr. LEE Ting-Chuan, Ms. YU Pei-Pei, and Mr. CHEN Jyan-Bang, with Mr. LEE Ting-Chuan being the chairperson of the committee.

DIVERSITY

The Board has adopted a board diversity policy (the "**Board Diversity Policy**") with a view to enhance the effectiveness of the Board and to maintain a high standard of corporate governance. Pursuant to the Board Diversity Policy, the Company seeks to achieve diversity of the Board through the consideration of a wide range of factors, including but not limited to gender, age, cultural and educational background, industry experience, technical capabilities, professional qualifications and skills, knowledge and length of service. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board.

We have taken, and 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. Our Directors believe that our board diversity policy is well implemented. Our Board consists of seven Directors spanning a wide range of ages from 38 years old to 71 years old and includes one female Director. Furthermore, our Directors have a balanced mixed of knowledge and skills, including overall management and strategic development, accounting, and financial and investment management, in addition to extensive experience in the semiconductor industry. They obtained degrees in various majors including chemical engineering, science, business administration, banking and accounting, among others. Taking into account our existing business model and specific needs as well as the different background of our Directors, we believe the composition of our Board satisfies our Board Diversity Policy.

Our Nomination Committee is responsible for the implementation of the Board Diversity Policy and ensuring its compliance with the Corporate Governance Code. After the [REDACTED], the Nomination Committee will review the Board Diversity Policy from time to time to ensure its continued effectiveness, and we will disclose in our corporate governance report the implementation results of the Board Diversity Policy annually.

MANAGEMENT PRESENCE

Pursuant to Rule 8.12 and Rule 19A.15 of the Listing Rules, we must have sufficient management presence in Hong Kong. This normally means that at least two of our executive Directors must be ordinarily resident in Hong Kong.

Our Company has only one executive Director who is not, and for the foreseeable future will not be, ordinarily resident in Hong Kong for the purpose of satisfying the requirements under Rule 8.12 and Rule 19A.15 of the Listing Rules. Since the principal business operations of our Group are conducted in the PRC, our Company does not and, for the foreseeable future, will not have a sufficient management presence in Hong Kong. We have applied for, and the Stock Exchange [has granted], a waiver from compliance with Rule 8.12 and Rule 19A.15 of the Listing Rules. See "Waiver from Strict Compliance with the Listing Rules — Waiver in Relation to Management presence in Hong Kong" for more details.

CORPORATE GOVERNANCE CODE

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

Pursuant to code provision C.2.1 of the Corporate Governance Code, companies [REDACTED] are expected to comply with, but may choose to deviate from the requirement that the responsibilities between the chairperson and chief executive should be segregated and should not be performed by the same individual. Mr. LEE Ting-Chuan currently performs the roles of both chairperson and general manager. Our Board believes that, in view of his experience, personal experience, personal profile and his roles in our Company as mentioned above, Mr. Lee is the Director best suited to identify strategic opportunities and focus of the Board due to his extensive understanding of our business and industry as our general manager. The Board also believes that vesting the roles of both chairperson and chief executive in the same person has the benefit of (i) ensuring consistent leadership within our Group, (ii) enabling more effective and efficient overall strategic planning and execution of strategic initiatives of the Board, and (iii) facilitating the flow of information between the management and the Board for our Group. The Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable our Company to make and implement decisions promptly and effectively. Our Board will continue to review the effectiveness of the Group's corporate governance structure to consider whether it is necessary to separate the roles of chairperson of the Board and the general manager of our Company by taking into account the circumstances of our Group as a whole.

COMPLIANCE ADVISOR

We have appointed Altus Capital Limited as our compliance Advisor (the "**Compliance Advisor**") pursuant to Rule 3A.19 of the Listing Rules. Our Compliance Advisor will provide us with guidance and advice as to compliance with the Listing Rules and applicable Hong Kong laws. Pursuant to Rule 3A.23 of the Listing Rules, our Compliance Advisor will advise our Company in certain circumstances including: (a) before the publication of any regulatory announcement, circular or financial report; (b) where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues and share repurchases; (c) where our Company proposes to use the [REDACTED] of the [REDACTED] in a manner different from that detailed in this Document or where the business activities, developments or results of our Company deviate from any forecast, or other information in this Document; and (d) where the Hong Kong Stock Exchange makes an inquiry to our Company under 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 Hong Kong 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 term of appointment of our Compliance Advisor shall commence on the [REDACTED] and is expected to end on the date on which we comply with Rule 13.46 of the Listing Rules in respect of our financial results for the first full financial year commencing after the [REDACTED].