OVERVIEW

Upon the [**REDACTED**], the Board will consist of ten Directors, comprising four executive Directors, two non-executive Directors and four independent non-executive Directors. The Directors serve a term of three years and are eligible for re-election upon expiry of their term of office.

DIRECTORS

The following table sets out information about the Directors:

Name	Age	Position	Responsibilities	Date of Appointment as Director	Time of Joining the Group
Mr. Wang Yang (王洋)	43	Executive Director and chairman of the Board	Responsible for the strategic planning and decision making of the Group	November 12, 2019	August 2007
Mr. Zhou Kaiqi (周開琪)	45	Executive Director, vice chairman of the Board and general manager	Responsible for the daily management and operations of the Group	October 26, 2022	December 2005
Ms. Yu Wei (于偉)	48	Executive Director	Responsible for the supply chain management of the Group	December 24, 2011	December 2005
Dr. Yang Ming (楊銘)	40	Executive Director, the employee representative Director and chief technology officer	Responsible for the technological research and development and innovation of the Group	January 22, 2021	March 2015
Mr. Wong Ching Chung (黃正聰)	58	Non-executive Director	Responsible for providing advice on the operations and management of the Group	December 24, 2011	December 2010
Mr. Wang Yiran (王毅然)	46	Non-executive Director	Responsible for providing advice on the operations and management of the Group	December 24, 2011	December 2005
Dr. Huang Jiwu (黃繼武)	63	Independent non-executive Director	Responsible for supervising and providing independent judgment to the Board	January 22, 2021	January 2021

Name	Age	Position	Responsibilities	Date of Appointment as Director	Time of Joining the Group
Dr. Liu Yunguo (劉運國)	60	Independent non-executive Director	Responsible for supervising and providing independent judgment to the Board	January 19, 2024	January 2024
Dr. Zhu Yikun (朱義坤)	58	Independent non-executive Director	Responsible for supervising and providing independent judgment to the Board	January 19, 2024	January 2024
Mr. Liu Da (劉達)	50	Independent non-executive Director	Responsible for supervising and providing independent judgment to the Board	[REDACTED]	[REDACTED]

Executive Directors

Mr. Wang Yang (王洋), aged 43, is an executive Director and chairman of the Board. He is responsible for the strategic planning and decision making of the Group.

Mr. Wang joined the Group in August 2007. From August 2007 to October 2017, he served successively as a software engineer, product manager, deputy general manager and the general manager of the TV mainboard business of the Group. From November 2017 to March 2019, he served as the president of the device design and supply chain service business unit of the Group. From April 2019 to November 2019, he was the chief overseas marketing officer of the Company. Mr. Wang has been serving as a Director since November 2019. He served as the general manager of the Company from March 2020 to April 2023, the vice chairman of the Board from January 2021 to April 2023 and has been serving as the chairman of the Board since April 2023. He was re-designated as an executive Director on May 30, 2025 with effect from the [**REDACTED**].

Mr. Wang obtained a bachelor's degree in computer science from the University of Electronic Science and Technology of China (電子科技大學) in the PRC in July 2005, and an EMBA degree from China Europe International Business School (中歐國際工商學院) in the PRC in October 2019.

Mr. Zhou Kaiqi (周開琪), aged 45, is an executive Director, the vice chairman of the Board, and the general manager of the Company. He is responsible for the daily management and overall business operations of the Group.

Mr. Zhou joined the Group in December 2005 as a software engineer until April 2011. He then served as the deputy general manager of the Company from December 2011 to April 2023, and has been serving as a Director since October 2022, and the vice chairman of the Board and general manager of the Company since April 2023. He was re-designated as an executive Director on May 30, 2025 with effect from the [**REDACTED**].

Mr. Zhou obtained a bachelor's degree in detection, guidance and control technology from Northwestern Polytechnical University (西北工業大學) in the PRC in July 2002, and an EMBA degree from Tsinghua University (清華大學) in the PRC in June 2021.

Ms. Yu Wei (于偉), aged 48, is an executive Director. She is responsible for the supply chain management of the Group.

Ms. Yu joined the Group in December 2005, and successively served as an engineer, technical manager, and the general manager of research and development from December 2005 to December 2011. She has been serving as a Director since December 2011 and was re-designated as an executive Director on May 30, 2025 with effect from the [**REDACTED**].

Ms. Yu obtained a bachelor's degree in electronic instruments and testing technology from Shandong University of Science and Technology (山東科技大學) in the PRC in July 1999, and an EMBA degree from Xiamen University (廈門大學) in the PRC in June 2022.

Dr. Yang Ming (楊銘), aged 40, is an executive Director, the employee representative Director and the chief technology officer of the Company. He is responsible for the technological research and development and innovation of the Group.

Dr. Yang joined the Group in March 2015 and successively served as a senior researcher, executive researcher, and deputy director and director of central research institute from March 2015 to November 2023. He then served as a deputy general manager of the Company from December 2017 to January 2021, and has been serving as the chief technology officer of the Company since December 2017, and a Director since January 2021. He was re-designated as an executive Director on May 30, 2025 with effect from the [**REDACTED**]. Dr. Yang was elected as the employee representative Director on September 19, 2025.

Dr. Yang obtained a bachelor's degree and a doctoral degree in computer science from Sun Yat-sen University (中山大學) in the PRC in June 2009 and December 2014, respectively. He was qualified as a professor-level senior engineer (正高級工程師) by the Guangdong Provincial Senior Professional Titles Evaluation Committee for Artificial Intelligence Engineering Technology Talent (廣東省人工智能工程技術人才高級職稱評審委員會) in June 2024.

Non-Executive Directors

Mr. Wong Ching Chung (黃正聰), aged 58, is a non-executive Director. He is responsible for providing advice on the operations and management of the Group.

Mr. Wong joined the Group in December 2010. He served as the chairman of the Board from December 2011 to December 2017, and has been serving as a Director since December 2011. Since the expiry of his term of office as the chairman of the Board in December 2017, Mr. Wong decided to devote more time to his personal commitment and has been involved in the decision-making of the Company through participating in the Board meetings rather than the day-to-day management of the Company. Accordingly, Mr. Wong was re-designated as a non-executive Director on May 30, 2025 with effect from the [**REDACTED**].

Mr. Wong is currently pursuing doctoral degrees in business administration at Cheung Kong Graduate School of Business (長江商學院) in the PRC and Singapore Management University in Singapore.

Mr. Wang Yiran (王毅然), aged 46, is a non-executive Director. He is responsible for providing advice on the operations and management of the Group.

Mr. Wang joined the Group in December 2005, and successively served as an engineer, technical manager, sales manager, and sales director from December 2005 to December 2011. He served as the general manager of the Company from December 2011 to March 2017, and has been serving as a Director since December 2011. He served as the vice chairman of the Board from November 2018 to April 2019 and the chairman of the Board from April 2019 to April 2023. Since his resignation as the chairman of the Board in April 2023, Mr. Wang decided to devote more time to his personal commitment and has been involved in the decision-making of the Company through participating in the Board meetings rather than the day-to-day management of the Company. Accordingly, Mr. Wang was re-designated as a non-executive Director on May 30, 2025 with effect from the [**REDACTED**].

Mr. Wang obtained a bachelor's degree in electronic information from Northwestern Polytechnical University (西北工業大學) in the PRC in July 2001, and an EMBA degree from China Europe International Business School (中歐國際工商學院) in Shanghai, the PRC in June 2014.

Independent Non-Executive Directors

Dr. Huang Jiwu (黃繼武), aged 63, is an independent non-executive Director. He is responsible for supervising and providing independent judgment to the Board. Dr. Huang has been serving as an independent Director since January 2021, and was re-designated as an independent non-executive Director on May 30, 2025 with effect from the [**REDACTED**].

Dr. Huang has been a professor at Shenzhen MSU-BIT University (深圳北理莫斯科大學) since June 2024. He served as a distinguished professor at the College of Electronics and Information Engineering, Shenzhen University (深圳大學電子與信息工程學院) from December 2013 to June 2024, and a professor of the School of Information Technology, Sun Yat-sen University (中山大學信息科技學院) from December 1999 to November 2013.

Dr. Huang obtained a bachelor's degree in electronic countermeasures from Xidian University (西安電子科技大學) (formerly known as Northwestern Telecommunication Engineering Institute (西北電訊工程學院)) in the PRC in January 1982, a master's degree in communication and electronic systems from Tsinghua University (清華大學) in the PRC in December 1987, and a doctoral degree in pattern recognition and intelligent systems from the Institute of Automation, Chinese Academy of Sciences (中國科學院自動化研究所) in the PRC in December 1998.

Dr. Liu Yunguo (劉運國), aged 60, is an independent non-executive Director. He is responsible for supervising and providing independent judgment to the Board. Dr. Liu has been serving as an independent Director since January 2024, and was re-designated as an independent non-executive Director on May 30, 2025 with effect from the [**REDACTED**]. Based on his experiences listed below, Dr. Liu possesses appropriate professional accounting or related financial management expertise under Rule 3.10(2) of the Hong Kong Listing Rules.

Dr. Liu has been teaching accounting at the School of Management, Sun Yat-sen University (中山大學管理學院) since December 1999. He has been a professor of accounting since December 2007 and a doctoral advisor since 2008. Prior to that, he served as an assistant lecturer and lecturer at Guangdong Business College (廣東商學院) (currently known as Guangdong University of Finance and Economics (廣東財經大學)) from July 1995 to December 1999.

Dr. Liu holds or held independent directorship in several listed companies, including:

- an independent director of Guangdong Zhongsheng Pharmaceutical Co., Ltd. (廣東眾生藥業股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002317.SZ) since December 2025;
- an independent director of Guangzhou Haige Communications Group Incorporated Company (廣州海格通信集團股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002465.SZ) since December 2022; and
- an independent director of Guangdong HAID Group Co., Limited (廣東海大集團股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002311.SZ) from July 2019 to June 2025.

Dr. Liu's achievements in the field of accounting have also been recognized by government agencies and academic institutions. For example, he was selected for the Accounting Masters Training Program (會計名家培養工程) organized by the Ministry of Finance of the People's Republic of China (中華人民共和國財政部, the "**MOF**"), the "Special Support Program (特支計劃)" by the MOF, and was awarded the Leading Accounting Talent by the MOF. In addition, Dr. Liu has been a committee member of the Management Accounting Professional Committee of the Accounting Society of China (中國會計學會管理會計專業委員會) since 2017, vice president of the Guangdong Association of Management Accountants (廣東省管理會計師協會) since 2022 and vice president of the Advisory Branch of the China Association of Chief Financial Officers (中國總會計師協會諮詢分會) since 2022.

Dr. Liu obtained a master's degree in economics (accounting) from Changchun Taxation College (長春稅務學院, currently known as Jilin University of Finance and Economics (吉林財經大學)) in the PRC in June 1995, and a doctoral degree in management (accounting) from Xiamen University (廈門大學) in the PRC in September 2001.

As a professor and doctoral advisor of accounting and/or director of listed companies, Dr. Liu has been and continues to be responsible for the following works, through which he has gained the financial management expertise under Rule 3.10(2) of the Hong Kong Listing Rules:

- a professor and doctoral advisor at the School of Management, Sun Yat-sen University, responsible for teaching accounting, auditing, and financial management-related courses; and
- chairman or member of the audit committee of listed companies, participating in their financial management, including annual budget meetings, regular financial reviews, annual financial auditing and reporting.

Dr. Zhu Yikun (朱義坤), aged 58, is an independent non-executive Director. He is responsible for supervising and providing independent judgment to the Board. Dr. Zhu has been serving as an independent Director since January 2024, and was re-designated as an independent non-executive Director on May 30, 2025 with effect from the [**REDACTED**].

Dr. Zhu has been teaching at Jinan University (暨南大學) since January 1992 and currently serves as a professor and doctoral advisor at the Law School/Intellectual Property School, Jinan University (暨南大學法學院/知識產權學院) and is also the associate dean of the One Country, Two Systems and the Basic Law Institute, Jinan University (暨南大學一國兩制與基本法研究院). Dr. Zhu has been serving as an independent director of Guangzhou Haige Communications Group Incorporated Company (廣州海格通信集團股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002465.SZ) since January 2026 and an independent director of Guangdong Construction Engineering Group Co., Ltd. (廣東省建築工程集團股份有限公司) (002060.SZ) since September 2020.

Dr. Zhu obtained a bachelor's degree in English from Sichuan International Studies Institute (四川外語學院) in the PRC in July 1988, a master's degree in civil and commercial laws from Southwest Institute of Political Science and Law (西南政法學院, currently known as Southwest University of Political Science and Law (西南政法大學)) in the PRC in March 1991, and a doctoral degree in industrial economics from Jinan University (暨南大學) in the PRC in June 1999. He was granted a lawyer qualification certificate by the Department of Justice, Guangdong (廣東省司法廳) in June 1995.

Mr. Liu Da (劉達), aged 50, was appointed as an independent non-executive Director on May 30, 2025 with effect from the [**REDACTED**]. He is responsible for supervising and providing independent judgment to the Board.

Mr. Liu has been the managing partner of Key Wealth Capital Company Limited (愷華資本有限公司) and its associated companies since December 2010. He served as an independent non-executive director of Long Ji Tai He Holding Limited (隆基泰和控股有限公司, currently known as Xinda Investment Holdings Limited (鑫達投資控股有限公司), a company listed on the Hong Kong Stock Exchange, stock code 1281.HK) from February 2015 to October 2015, and served as an executive director and chief financial officer of Landsea Green Properties Co., Ltd. (朗詩綠色地產有限公司, currently known as Landsea Green Management Limited (朗詩綠色管理有限公司), a company listed on the Hong Kong Stock Exchange, stock code 0106.HK) from July 2013 to January 2015. Mr. Liu worked as an audit manager and senior audit manager of the Guangzhou Branch of PricewaterhouseCoopers from July 1998 to March 2009.

Mr. Liu holds or held independent directorship in several listed companies, including:

- an independent non-executive director of Kimou Environmental Holding Limited (金茂源環保控股有限公司) (a company listed on the Hong Kong Stock Exchange, stock code 6805.HK) since March 2023;
- an independent director of Guangdong Dongfang Precision Science & Technology Co., Ltd. (廣東東方精工科技股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code 002611.SZ) from August 2022 to September 2024; and

- an independent non-executive director of Zensun Enterprises Limited (正商實業有限公司) (formerly known as Heng Fai Enterprises Limited (恆輝企業控股有限公司) and ZH International Holdings Limited (正恆國際控股有限公司), a company listed on the Hong Kong Stock Exchange, stock code 0185.HK) since July 2015.

Mr. Liu obtained a bachelor's degree in international enterprise administration from the University of International Business and Economics (對外經濟貿易大學) in the PRC in July 1998. He has been a member of the Chinese Institute of Certified Public Accountants since January 2000.

Mr. Liu possesses appropriate professional accounting or related financial management expertise as required under Rule 3.10(2) of the Hong Kong Listing Rules.

SENIOR MANAGEMENT

The following table sets out information about the senior management of the Company:

Name	Age	Position	Responsibilities	Date of first appointment	Time of joining the Group
Mr. Zhou Kaiqi (周開琪)	45	Executive Director, vice chairman of the Board and general manager	Responsible for the daily management and operations of the Group	December 25, 2011	December 2005
Mr. Hu Lihua (胡利華)	53	Person-in-charge of finance (finance director)	Responsible for the financial management of the Group	January 21, 2022	December 2021
Mr. Fei Wei (費威)	42	Board secretary and joint company secretary	Responsible for the listed company information disclosure, regulatory compliance and investor relations affairs of the Group	May 27, 2022	September 2021

For biographical details of Mr. Zhou Kaiqi, please refer to "— Directors — Executive Directors" above.

Mr. Hu Lihua (胡利華), aged 53, is the person-in-charge of finance (finance director) of the Company. He is responsible for the Group's financial management of the Group.

Mr. Hu provided financial advisory services to the Group from September 2021 to November 2021. He joined the Group in December 2021 and has been serving as the person-in-charge of finance (finance director) of the Company since January 2022.

Prior to joining the Group, Mr. Hu was the person-in-charge of finance of TCL Industries Holdings Co., Ltd. (TCL實業控股股份有限公司) from February 2019 to December 2020, and served as an executive director and the chief financial officer of TCL Electronics Holdings Limited (a company listed on the Hong Kong Stock Exchange, stock code 1070.HK) during the same period. Prior to that, he was a director and the chief financial officer of TCL China Star Optoelectronics Technology Co., Ltd. (TCL華星光電技術有限公司) from September 2013 to January 2019.

Mr. Hu obtained a bachelor's degree in business administration from China Central Radio and TV University (中央廣播電視大學, currently known as The Open University of China (國家開放大學)) in the PRC in January 2007 and an EMBA degree from China Europe International Business School (中歐國際工商學院) in the PRC in October 2011. He obtained the Certified Public Accountant qualification from the Chinese Institute of Certified Public Accountants in July 2000.

Mr. Fei Wei (費威), aged 42, is the Board secretary and joint company secretary of the Company. He is responsible for the listed company information disclosure, regulatory compliance and investor relations affairs of the Group.

Mr. Fei joined the Group in September 2021 as a business vice president until May 2022, and has been serving as the Board secretary since May 2022.

Mr. Fei worked at the investment banking department of CITIC Securities Company Limited (中信證券股份有限公司) from July 2015 to August 2021 and also worked at Essence Securities Co., Ltd. (安信證券股份有限公司) from August 2008 to July 2015.

Mr. Fei obtained a bachelor's degree in accounting from Huazhong University of Science and Technology (華中科技大學) in the PRC in June 2006, and a master's degree in accounting from Sun Yat-sen University (中山大學) in the PRC in June 2008.

As at the Latest Practicable Date: (i) none of the Directors (excluding the independent non-executive Directors) is interested in any business that competes or is likely to compete, either directly or indirectly, with the business of the Company under Rule 8.10(2) of the Hong Kong Listing Rules; (ii) none of the Directors and members of the senior management of the Company has any relationship with other Directors or members of the senior management; (iii) save as disclosed in the section headed "Statutory and General Information — Disclosure of Interests — Disclosure of Interests of Directors and Chief Executive of the Company," none of the Directors or members of the senior management holds any interest in Shares that must be disclosed under Part XV of the Securities and Futures Ordinance; and (iv) there are no other matters related to the appointment of Directors that need to be brought to the attention of the Shareholders, and there is no other information related to the Directors that needs to be disclosed under Rule 13.51(2) of the Hong Kong Listing Rules.

Joint Company Secretaries

Mr. Fei Wei (費威) has been appointed as a joint company secretary of the Company. For details of his biography, please refer to "— Senior Management" above.

Ms. Yu Wing Sze (余詠詩) has been appointed as a joint company secretary of the Company. Ms. Yu is a manager at TMF Hong Kong Limited. She has over 15 years of experience in the company secretarial industry. She obtained a bachelor's degree in business administration from the Chinese University of Hong Kong. She is also a member of the Hong Kong Chartered Governance Institute and the Chartered Governance Institute in the United Kingdom.

CONFIRMATION FROM DIRECTORS

Rule 3.09D of the Hong Kong Listing Rules

Each Director confirms that he or she (i) has obtained the legal advice in May 2025 under Rule 3.09D of the Hong Kong Listing Rules; and (ii) understands all the requirements applicable to him or her as a director of a listed issuer under the Hong Kong Listing Rules, as well as the possible consequences of making false statement or providing false information to the Hong Kong Stock Exchange.

Rule 3.13 of the Hong Kong Listing Rules

Each independent non-executive Director has confirmed that (i) his independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Hong Kong Listing Rules; (ii) he had no past or present financial or other interest in the business of the Company or its subsidiaries, nor any connection with any core connected person of the Company as defined under the Hong Kong Listing Rules as of the Latest Practicable Date; and (iii) there are no other factors that may affect his independence at the time of his appointment.

BOARD COMMITTEES

The Company has established four Board committees, namely the Audit Committee, the Nomination Committee, the Remuneration and Appraisal Committee and the Strategy and ESG Committee in accordance with relevant laws and regulations of the PRC, the Article of Association and the Hong Kong Listing Rules.

Audit Committee

The Company has established the Audit Committee with written terms of reference in accordance with Rule 3.21 of the Hong Kong Listing Rules and the Corporate Governance Code as set out in Appendix C1 to the Hong Kong Listing Rules. The Audit Committee is mainly responsible for reviewing and overseeing the financial reporting procedure and internal control system of the Group, reviewing and approving connected transactions and providing advice and recommendation to the Board. The Audit Committee consists of three members, namely Dr. Liu Yunguo, Dr. Zhu Yikun and Mr. Liu Da, with Dr. Liu Yunguo as the chairman of the Audit Committee. Each of Dr. Liu Yunguo and Mr. Liu Da is a Director with the appropriate qualifications under Rules 3.10(2) and 3.21 of the Hong Kong Listing Rules.

Nomination Committee

The Company has established the Nomination Committee with written terms of reference in accordance with Rule 3.27A of the Hong Kong Listing Rules and the Corporate Governance Code as set out in Appendix C1 to the Hong Kong Listing Rules. The Nomination Committee is mainly responsible for making recommendations to the Board on the appointment of Directors and management of the Board succession. The Nomination Committee consists of three members, namely Dr. Zhu Yikun, Dr. Liu Yunguo and Ms. Yu Wei, with Dr. Zhu Yikun as the chairman of the Nomination Committee.

Remuneration and Appraisal Committee

The Company has established the Remuneration and Appraisal Committee with written terms of reference in accordance with Rule 3.25 of the Hong Kong Listing Rules and the Corporate Governance Code as set out in Appendix C1 to the Hong Kong Listing Rules. The Remuneration and Appraisal Committee is mainly responsible for reviewing the remuneration packages, bonus and other compensation payable to the Directors and senior management and making recommendations to the Board. The Remuneration and Appraisal Committee consists of three members, namely Dr. Huang Jiwu, Dr. Zhu Yikun and Mr. Zhou Kaiqi, with Dr. Huang Jiwu as the chairman of the Remuneration and Appraisal Committee.

Strategy and ESG Committee

The Company has established the Strategy and ESG Committee with written terms of reference. The Strategy and ESG Committee is mainly responsible for researching on the Company's long-term development strategic planning, major investment and financing plans, significant capital operations and asset management projects, and making recommendations to the Board. The Strategy and ESG Committee consists of three members, namely Mr. Wang Yang, Mr. Wang Yiran and Dr. Huang Jiwu, with Mr. Wang Yang as the chairman of the Strategy and ESG Committee.

CORPORATE GOVERNANCE CODE

The Company aims to implement high standards of corporate governance, which the Company considers essential for protecting Shareholders' interests. To achieve this, the Company expects to comply with the Corporate Governance Code set out in Appendix C1 to the Hong Kong Listing Rules after the [**REDACTED**].

BOARD DIVERSITY

In order to enhance the effectiveness of the Board and to maintain the high standard of corporate governance, the Company considers various factors when selecting Board candidates, including but not limited to gender, skills, age, professional experience, cultural and educational background and length of service, with an aim to achieve board diversity. The final decision of the appointment will be based on the candidate's merits and contributions to the Board.

The Board currently consists of one female Director and nine male Directors. The Directors have a balanced mix of knowledge and skills, as well as industry experience relevant to the Group's operations and business. They have obtained degrees in various professions, including computer science, electronic information, business administration, accounting and laws. Such diverse academic background enables the Board to address challenges and opportunities from multiple perspectives, foster innovative solutions and develop comprehensive strategies. The Company has four independent non-executive Directors with different industry backgrounds, accounting for more than one-third of the Board members. Furthermore, the Board has diverse age and gender representation. Taking into account the Group's existing business model, specific needs, and the different backgrounds of the Directors, the Board composition aligns with the Company's board diversity policy. Pursuant to the Company's board diversity policy, the Company aims to maintain at least one female representation in the Board and the current composition of the Board satisfies such target gender ratio. The Company will implement policies to ensure gender diversity when nominating Directors to develop a pipeline of potential female successors to the Board. The Company will strive to enhance the female representation in the Board and achieve appropriate balance of gender diversity after the [**REDACTED**] with reference to the stakeholders' expectation and international and local recommended best practices, including those set out in the Corporate Governance Code in Appendix C1 to the Hong Kong Listing Rules. Furthermore, the Company will implement comprehensive programs aimed at identifying and training the female staff who display leadership and potential, with the goal of nominating them to the Board.

The Nomination Committee is responsible for reviewing the structure and diversity of the Board and selecting individuals to be nominated as Directors. The Nomination Committee will monitor and evaluate the implementation of the board diversity policy from time to time to ensure its continued effectiveness, and when necessary, make any revisions that may be required and recommend any such revisions to the Board for consideration and approval. The Nomination Committee will also include a summary of the board diversity policy in the annual report.

REMUNERATION

The Company offers remuneration to the Directors and senior management in the form of salaries, allowances and benefits in kind, as well as performance bonuses and pension scheme contributions. The independent non-executive Directors of the Company receive remuneration based on their respective positions and responsibilities.

For the years ended December 31, 2023, 2024 and 2025 and the three months ended March 31, 2026, the total remuneration paid to the Directors amounted to RMB5.9 million, RMB7.2 million, RMB7.2 million and RMB1.3 million, respectively.

For the years ended December 31, 2023, 2024 and 2025 and the three months ended March 31, 2026, the five highest paid individuals of the Group included three, three, one and one Director(s), respectively. During the same year/period, the total remuneration paid to the five highest paid individuals (including the Directors) amounted to RMB9.8 million, RMB12.7 million, RMB13.7 million and RMB2.4 million, respectively.

The remuneration of the Directors and senior management is determined based on industry salary standards, position responsibilities and performance, together with the Company's annual operating conditions. Under the arrangement currently in force, the Company estimates the total compensation before taxation payable to the Directors for the year ending December 31, 2026 will be approximately RMB7.2 million.

During the Track Record Period, no remuneration was paid to any of the Directors or the five highest paid individuals as an inducement to join or upon joining the Group. During the Track Record Period, no compensation was paid to or receivable by any Directors, former Directors or five highest paid individuals for loss of office as director of any member of the Group or any other office in connection with the management of the affairs of any member of the Group. None of the Directors waived any remuneration during the Track Record Period. No other payments have been paid, or are payable, by the Group to the Directors or the five highest paid individuals during the Track Record Period.

COMPLIANCE ADVISOR

The Company has appointed Somerley Capital Limited as Compliance Advisor pursuant to Rules 3A.19 of the Hong Kong Listing Rules. The Compliance Advisor will provide the Company with guidance and advice regarding compliance with the Hong Kong Listing Rules and applicable laws and regulations of Hong Kong. Pursuant to Rule 3A.23 of the Hong Kong Listing Rules, the Compliance Advisor will provide advice to the Company in the following circumstances, among others:

(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 the 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 the Group deviate from any forecast, estimate, or other information in this Document; and

(d) where the Hong Kong Stock Exchange makes an inquiry to the Company concerning unusual movements in the price or trading volume of its [**REDACTED**] securities or any other matters under Rule 13.10 of the Hong Kong Listing Rules.

The term of appointment of the Compliance Advisor shall commence on the [**REDACTED**] Date and is expected to end on the date on which the Company complies with Rule 13.46 of the Hong Kong Listing Rules in respect of its financial results for the first full financial year commencing after the [**REDACTED**], and the appointment may be extended upon mutual agreement.