

DIRECTORS AND SENIOR MANAGEMENT

OVERVIEW

Upon the [REDACTED], our Board will comprise nine Directors, including four executive Directors, two non-executive Directors, and three independent non-executive Directors, namely:

Name	Age	Position	Date of joining our Group	Date of appointment as Director	Roles and responsibilities
Mr. LI Weicon (李偉聰)	39	Executive Director, chairman of the Board and general manager	December 3, 2012	December 3, 2012	Overall management, strategic planning and decision-making for our Group’s key business and operational matters
Mr. HUANG Yi (黃義)	45	Executive Director and vice general manager	October 8, 2016	September 29, 2022	Overseeing our Group’s business and daily operations
Mr. HE Wei (何偉)	38	Executive Director and sales director	September 2, 2013	June 21, 2022	Overseeing the formulation and execution of our Group’s business operations and marketing strategies
Mr. JIANG Chunliang (姜春亮)	40	Executive Director, research and development director	July 11, 2016	May 16, 2020	Planning our Group’s research and development strategy, leading our Group in product innovation
Dr. LUO Ming (羅鳴)	45	Non-executive Director	May 16, 2020	May 16, 2020	Providing advice on our Group’s compliance operations and future development
Mr. YUAN Wei (袁微)	39	Non-executive Director	September 29, 2022	September 29, 2022	Providing advice on our Group’s compliance operations and future development
Dr. CHEN Yu (陳羽)	49	Independent non-executive Director	October 30, 2023	October 30, 2023	Providing independent advice on our Group’s operations and management

DIRECTORS AND SENIOR MANAGEMENT

Name	Age	Position	Date of joining our Group	Date of appointment as Director	Roles and responsibilities
Ms. JI Xingdan (吉杏丹)	38	Independent non-executive Director	October 30, 2023	October 30, 2023	Providing independent advice on our Group’s operations and management
Mr. RUAN Tim (阮添士)	40	Independent non-executive Director	December 12, 2025	December 12, 2025	Providing independent advice on our Group’s operations and management

DIRECTORS

Executive Directors

Mr. LI Weicon (李偉聰), aged 39, our executive Director, chairman of the Board and general manager of our Company. He founded and joined our Group in December 2012. He was appointed as a Director on December 3, 2012 and was re-designated as an executive Director on December 12, 2025.

Mr. Li has nearly 15 years of experience in the semiconductor industry. He started his career in electronic component industry after graduating from college in July 2011. In December 2012, Mr. Li founded our Company, leveraging his industry knowledge and experience accumulated from prior work experience in the electronics components industry. From December 2012 to June 2022, he successively served as our executive Director, chairman of the Board and general manager. He has been our Director and chairman of the Board and has served as our general manager since June 2022. Mr. Li has also held various leadership roles in our operating subsidiaries, serving as, including but not limited to, an executive director at Zhuhai Vergiga since September 2020, a director at Zhuhai Haochen since April 2020, and an executive director at Tianjin Vergiga since November 2023 and a director at Vergiga Zhoushan since September 2025. Mr. Li is primarily responsible for the overall management, strategic planning and decision-making for our Group’s key business and operational matters.

Mr. Li obtained his bachelor’s degree major in English from Beijing Normal University Zhuhai Campus (北京師範大學珠海分校) in the PRC in July 2011. He obtained his master’s degree in business administration from Tsinghua University (清華大學) in the PRC in May 2024. Mr. Li was awarded the “Shenzhen High-Level Talent Reserve” by the Shenzhen Human Resources and Social Security Bureau (深圳市人力資源和社會保障局) in July 2021. Mr. Li was also recognized as one of the “Top 100 Innovators and Strivers in Shenzhen” by the Shenzhen Industry Leaders Enterprise Development Promotion Association (深圳市行業領袖企業發展促進會) in November 2021.

Mr. HUANG Yi (黃義), aged 45, is our executive Director and vice general manager of our Company. He was appointed as a Director on September 29, 2022 and was re-designated as an executive Director on December 12, 2025. Mr. Huang joined our Group in October 2016 and served as head of marketing until June 2022 when he was promoted to be our vice general manager. He is primarily responsible for overseeing our Group’s business and daily operations.

DIRECTORS AND SENIOR MANAGEMENT

Mr. Huang has nearly 20 years of enriched experience in electronic component industry. Prior to joining our Group, Mr. Huang served as a CDMA product engineer at Huawei Technologies Co., Ltd. (華為技術有限公司) from August 2006 to July 2007. From May 2008 to April 2010, he served as an application engineer manager at Shenzhen Secom Telecom Co., Ltd. (深圳世強電訊有限公司). From July 2010 to September 2016, Mr. Huang held various positions at Microchip Technology Trading (Shanghai) Co., Ltd. (微芯商貿(上海)有限公司) including senior field application engineer, sales manager, and senior sales manager.

Mr. Huang obtained his bachelor’s degree in automation and his master’s degree in communication and information systems from Wuhan University of Technology (武漢理工大學) in the PRC in June 2003 and June 2006, respectively.

Mr. HE Wei (何偉), aged 38, is our executive Director and sales director of our Company. He was appointed as a Director on June 21, 2022 and was re-designated as an executive Director on December 12, 2025. He joined our Group in September 2013 and has served as our sales director since then. He is primarily responsible for overseeing the formulation and execution of our Group’s business operations and marketing strategies.

Mr. He obtained a diploma in cybersecurity applications through distance learning from Milkyway Information Technology Institute (湖北銀河信息技術學院) in the PRC in August 2007, and obtained a diploma in mechatronics through distance learning from Jilin University (吉林大學) in the PRC in July 2023.

Mr. JIANG Chunliang (姜春亮), aged 40, is our executive Director and research and development director of our Company. He was appointed as a Director on May 16, 2020 and was re-designated as an executive Director on December 12, 2025. He joined our Group in July 2016 and has been our research and development engineer since then. In August 2020, he was promoted as our research and development director. He is primarily responsible for planning our Group’s research and development strategy, leading our Group in product innovation.

Mr. Jiang has over 15 years of profound research and development experience in electronic manufacturing industry. Prior to joining our Group, Mr. Jiang served as a research and development engineer at Shenzhen Founder Micro Electronics Inc. (深圳方正微電子有限公司) from July 2010 to June 2016, responsible for conducting research and development on new processes.

Mr. Jiang obtained his bachelor’s degree in electronic science and technology from Changchun University (長春大學) in the PRC in July 2009.

Non-executive Directors

Dr. LUO Ming (羅鳴), aged 45, is our non-executive Director. He joined our Group in May 2020. He was appointed as a Director on May 16, 2020 and was re-designated as a non-executive Director on December 12, 2025. He is primarily responsible for providing advice on our Group’s compliance operations and future development.

Dr. Luo has over 15 years of extensive experience in electronic manufacturing and functional materials industry, covering research and development and investment. From August 2011 to March 2015, he served as a senior scientist at First O-Lite, Inc. (南京第壹有機光電有限公司) where he was responsible for technical research and development. From March 2015 to July 2017, Dr. Luo served as an investment manager of research and development investment department at Nanjing Jiangning Technology Venture Capital Group Co., Ltd. (南京江寧科技創業投資集團有限公司) (currently known as Nanjing Jiangning Talent Group Co., Ltd. (南京江寧人才集團有限公司)). From October 2018 to July 2024, he served as a director of Jiangsu Kuna New Energy Co., Ltd. (江蘇庫納新能源股份有限公司). From July 2019 to

DIRECTORS AND SENIOR MANAGEMENT

April 2024, he served as a supervisor of Jiangsu Yancheng Gleibao Equipment Technology Co., Ltd. (江蘇鹽城格萊寶裝備科技有限公司). From November 2019 to December 2022, he served as a director of Nanjing Aoboyang Radio Frequency Technology Co., Ltd. (南京澳博陽射頻技術有限公司). From June 2017 to March 2025, he served as several roles (including the head of the compliance control department, executive director and general manager) at Yancheng Fengrun Investment Management Co., Ltd. (鹽城鋒潤投資管理有限公司) (currently known as Yancheng Fengrun Enterprise Management Consulting Co., Ltd. (鹽城鋒潤企業管理諮詢有限公司)). From February 2021 to June 2024, he was an executive partner of Yancheng Fengrun Enterprise Management Partnership (Limited Partnership) (鹽城鋒潤企業管理合夥企業(有限合夥)). He also served as a director at Nanjing Chiyun Technology Development Co., Ltd. (南京馳韻科技發展有限公司) from October 2020 to August 2025 and Jiangsu Longshang Heavy Industry Co., Ltd. (江蘇龍尚重工有限公司) from November 2020 to November 2024, respectively. He served as a director of Jiangsu Gufeng Electric Power Technology Co., Ltd. (江蘇谷峰電力科技股份有限公司) until October 2022. He served as a supervisor of Nanjing Chaocai Information Technology Co., Ltd. (南京晁采信息科技有限公司) until March 2025. Since January 2024, Dr. Luo has served as the investment director of the advanced manufacturing investment department at Nanjing Dynamic Balance Venture Capital Management Co., Ltd. (南京動平衡創業投資管理有限公司).

Dr. Luo currently holds non-executive roles in several companies. He has served as a supervisor at Nanjing Damai Technology Industry Co., Ltd. (南京達邁科技實業股份有限公司) since July 2021. He has also been a director at the following companies, including (i) Nanjing Maidet Optics Co., Ltd. (南京邁得特光學有限公司) since May 2025; (ii) Jiangsu Maiji Yiwei Electric Technology Co., Ltd. (江蘇邁吉易威電動科技有限公司) since April 2025; (iii) Ningbo Xinsulian Optoelectronic Technology Co., Ltd. (寧波芯速聯光電科技有限公司) (currently known as Coresun Optoelectronics Technology (Hangzhou) Co., Ltd. (芯速聯光電科技(杭州)有限公司)) since March 2025; (iv) Fermi Electric (Zhoushan) Co., Ltd. (費米電氣(舟山)有限公司) (formerly known as Nanjing X-IPM Technologies Co., Ltd. (南京芯幹線科技有限公司)) since March 2025; and (v) Jiangsu Shengtai Energy Grid Technology Co., Ltd. (江蘇聖泰能網科技有限公司) since July 2022.

Dr. Luo obtained his bachelor's degree and doctoral degree, all in materials science and engineering from Zhejiang University (浙江大學) in the PRC, in June 2003 and June 2009, respectively.

Mr. YUAN Wei (袁微), aged 39, is our non-executive Director. He joined our Group in September 2022. He was appointed as a Director on September 29, 2022 and was re-designated as a non-executive Director on December 12, 2025. He is primarily responsible for providing advice on our Group's compliance operations and future development.

Mr. Yuan has over 10 years of extensive experience in investing in technology industry. He served as a process engineer at Shenzhen STS Microelectronics Co., Ltd. (深圳賽意法微電子有限公司) from March 2014 to March 2015, primarily responsible for process control in new product introduction and electronic packaging production process. Mr. Yuan served as an investment and research assistant at First Capital Innovative Management Corporation Ltd. (深圳第一創業創新資本管理股份有限公司) from June 2015 to June 2017, primarily responsible for electronic industry analysis and equity investment. He has also served as a vice president of Shenzhen Anpeng Equity Investment Fund Management Co., Ltd. (深圳市安鵬股權投資基金管理有限公司) since July 2017, primarily responsible for its overall management. From April 2021 to January 2025, he served as a supervisor at Shenzhen Yuneng Technology Co., Ltd. (深圳市馮能科技有限公司). He has also served as a director at Shenzhen Qingshan Technology Co. Ltd. (深圳市清杉科技有限公司) since March 2023 and Smart Software (Beijing) Technology Co., Ltd. (also known as EXCEEDDATA (EXD)) (智協慧同(北京)科技有限公司) since July 2024.

DIRECTORS AND SENIOR MANAGEMENT

Mr. Yuan obtained his bachelor’s degree in material science and engineering from Shijiazhuang Tiedao University (石家莊鐵道大學) in the PRC in June 2011 and obtained his master’s degree in material engineering from Harbin Institute of Technology (哈爾濱工業大學) in the PRC in January 2014.

Independent Non-executive Directors

Dr. CHEN Yu (陳羽), aged 49, was appointed as our independent Director since joining our Group on October 30, 2023, and was re-designated as an independent non-executive Director on December 12, 2025. He is primarily responsible for providing independent advice on our Group’s operations and management.

Dr. Chen has a distinguished background in academia and corporate governance. He having served at the South China University of Technology (華南理工大學) since March 2006. He was a lecturer and researcher specializing at international trade from January 2006 to October 2010. From October 2010 to June 2025, he served as an associate professor in international trade, continuing his academic work. Between May 2012 and June 2018, Dr. Chen served as head of the department of international trade, overseeing both academic activities and administrative management for the department. Since June 2018, he has served as an assistant dean of the school of economics and trade.

Dr. Chen has also served as an independent director at Annil Co., Ltd (深圳市安奈兒股份有限公司) (a joint stock company listed on the Shenzhen Stock Exchange (stock code: 002875)) since December 2019 and Guangzhou Lalami Information Technology Co., Ltd. (廣州拉拉米信息科技股份有限公司) since November 2023, respectively. From July 1999 to July 2000, he worked at Hunan Xuefeng Cement Group Co., Ltd. (湖南雪峰水泥集團有限公司).

Dr. Chen obtained his bachelor’s degree in economics and his master’s degree in international trade from Hunan University (湖南大學) in the PRC in June 1999 and June 2003, respectively. He obtained his doctoral degree in world economics from Shanghai University of Finance and Economics (上海財經大學) in the PRC in January 2006.

Ms. JI Xingdan (吉杏丹), aged 38, was appointed as our independent Director since joining our Group on October 30, 2023. She was re-designated as an independent non-executive Director on December 12, 2025. She is primarily responsible for providing independent advice on our Group’s operations and management.

Ms. Ji has extensive experience in corporate finance and auditing. From August 2012 to April 2025, she held multiple roles at Jinlongyu Group Co., Ltd. (金龍羽集團股份有限公司) (a joint stock company listed on the Shenzhen Stock Exchange (stock code: 002882)), where she successively served as an audit department manager, audit manager, finance manager and securities affairs representative, chief financial officer and secretary to the board of directors.

Ms. Ji has served as an independent director of Shenzhen Jufei Optoelectronics Co., Ltd. (深圳市聚飛光電股份有限公司) (a joint stock company listed on the Shenzhen Stock Exchange (stock code: 300303)) since May 2022 and Nations Technologies Inc. (國民技術股份有限公司) (a joint stock company listed on the Shenzhen Stock Exchange (stock code: 300077)) since May 2024, respectively.

Ms. Ji has obtained her dual bachelor’s degrees in English and accounting from Chongqing University (重慶大學) in the PRC in June 2010. She obtained her master’s degree in business administration from Shanghai Jiao Tong University (上海交通大學) in the PRC in March 2022. Ms. Ji also obtained the qualification of Chinese certified public accountant from The Chinese Institute of Certified Public Accountants (中國註冊會計師協會) in March 2015 and was certified as a senior accountant by the Shenzhen Municipal Human Resources and Social Security Bureau (深圳市人力資源和社會保障局) in July 2023.

DIRECTORS AND SENIOR MANAGEMENT

Mr. RUAN Tim (阮添士), aged 40, has been our independent non-executive Director since joining our Group on December 12, 2025. He is primarily responsible for providing independent advice on our Group’s operations and management.

Mr. Ruan has extensive experience in capital markets, legal compliance, corporate governance, and financial management. From September 2011 to August 2013, he served as a trainee at Baker & McKenzie. He then continued his career at Sullivan & Cromwell LLP from September 2013 to January 2016, where he worked as an associate. From February 2016 to December 2017, he served as an associate within the investment banking division of Nomura International (Hong Kong) Limited. From January 2018 to November 2020, he served as a vice president of the investment banking division of Morgan Stanley Asia Limited. In November 2020, Mr. Ruan joined Goldman Sachs (Asia) L.L.C. as an executive director of the investment banking division, where he was primarily responsible for affairs in debt and equity capital markets, as well as mergers and acquisitions, until January 2023. From January 2023 to June 2026, he served as the chief financial officer of Ocumension Therapeutics, Inc. (a company listed on the Hong Kong Stock Exchange (stock code: 1477)), primarily responsible for financial management and investor relations of the group. Mr. Ruan has served as an independent non-executive director in several companies, including (i) BlissBio Inc since June 2025; (ii) LongBio Pharma (Suzhou) Co., Ltd. (a company listed on the Hong Kong Stock Exchange (stock code: 1779)) since August 2025; and (iii) DKE Holding Company Limited (浙江東方科脈電子股份有限公司) (a company listed on the Hong Kong Stock Exchange (stock code: 1770)) since September 2025.

Mr. Ruan obtained his dual bachelor’s degrees in laws and commerce from the University of New South Wales in Australia in May 2010. He obtained postgraduate certificate in laws from the University of Hong Kong in Hong Kong in June 2011. He graduated from The Hong Kong University of Science and Technology in Hong Kong in November 2021 with a master’s degree of science, majoring in biotechnology.

SENIOR MANAGEMENT

Our senior management team is responsible for the day-to-day management and operation of our business. 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	Roles and responsibilities
Mr. Li	39	Executive Director, chairman of the Board and general manager	December 1, 2012	December 1, 2012	Overall management, strategic planning and decision-making for our Group’s key business and operational matters
Mr. HUANG Yi (黃義)	45	Executive Director and vice general manager	October 8, 2016	June 21, 2022	Overseeing our Group’s business and daily operations

DIRECTORS AND SENIOR MANAGEMENT

Name	Age	Position	Date of joining our Group	Date of appointment as a senior management	Roles and responsibilities
Mr. HE Wei (何偉)	38	Executive Director and sales director	September 2, 2013	June 21, 2022	Overseeing the formulation and execution of our Group’s business operations and marketing strategies
Mr. JIANG Chunliang (姜春亮)	40	Executive Director, research and development director	July 11, 2016	May 16, 2020	Planning our Group’s research and development strategy, leading our Group in product innovation
Mr. SHI Shuai (史帥).	37	Board secretary and joint company secretary	July 18, 2025	December 9, 2025	Responsible for managing our Group’s financing activities, investor relationship and general corporate governance
Ms. XU Caifang (徐采芳)	42	Chief financial officer	July 25, 2020	June 21, 2022	Responsible for our Group’s financial affairs and capital management

Mr. Li, aged 39, is our general manager. See “— Directors — Executive Directors” above for his biographical details.

Mr. HUANG Yi (黃義), aged 45, is our vice general manager. See “— Directors — Executive Directors” above for his biographical details.

Mr. HE Wei (何偉), aged 38, is our sales director. See “— Directors — Executive Directors” above for his biographical details.

Mr. JIANG Chunliang (姜春亮), aged 40, is our research and development director. See “— Directors — Executive Directors” above for his biographical details.

Mr. SHI Shuai (史帥), aged 37, has been our Board secretary and joint company secretary since December 9, 2025. He joined our Group in July 2025. He is primarily responsible for managing our Group’s financing activities, investor relationship and general corporate governance.

Mr. Shi has extensive experience in capital markets, financing and investor relationship management. From July 2015 to February 2016, Mr. Shi served at Zhongtian Guofu Securities Co., Ltd. (中天國富證券有限公司), focusing on equity capital market transactions. From April 2016 to July 2016, he served at Kaiyuan Securities Co., Ltd. (開源證券股份有限公司) primarily responsible for sponsorship execution and supervision for capital markets transactions. Between June 2016 and January 2023, Mr. Shi worked at Zhongtian Guofu

DIRECTORS AND SENIOR MANAGEMENT

Securities Co., Ltd. (中天國富證券有限公司), overseeing public offering sponsorship activities. From February 2023 to July 2025, he worked in the investment business department at Guotou Securities Co., Ltd. (國投證券股份有限公司), continuing to focus on public offering sponsorship-related work.

Mr. Shi obtained his bachelor’s degree in aircraft manufacturing engineering from Northwestern Polytechnical University (西北工業大學) in the PRC in July 2010. He obtained his master’s degree in quantitative economics from Shanghai University of Finance and Economics (上海財經大學) in the PRC in June 2015.

Ms. XU Caifang (徐采芳), aged 42, has been our chief financial officer since June 2022. She joined the Company as a financial director in July 2020. She has also served as the financial controller of Zhuhai Vergiga since its inception in September 2020 and Vergiga Zhoushan. She is primarily responsible for our Group’s financial affairs and capital management.

Ms. Xu has extensive experience in financial management. From November 2009 to October 2013, she served as the accounting supervisor at Baider Enterprise Management Consultants (Shenzhen) Co., Ltd. (百德企業管理顧問(深圳)有限公司), primarily responsible for accounting and financial management functions. From September 2014 to March 2015, she worked at Global Yatu International Tourism Group Co., Ltd. (廣東環球雅途國際旅遊集團有限公司) (currently known as Global Shuke Group Co., Ltd. (環球數科集團有限公司)), where she worked as a financial manager, primarily responsible for overseeing accounting and financial reporting. From April 2015 to July 2020, Ms. Xu served as a financial management manager in the new energy vehicle sector at Shenzhen Invt Electric Co., Ltd. (深圳市英威騰電氣股份有限公司), primarily responsible for financial management of the electric vehicle controller, motor, and charging pile businesses.

Ms. Xu obtained a diploma in international economics and trade through distance learning from Guangdong University of Foreign Studies (廣東外語外貿大學) in the PRC in June 2010. She was certified as a public accountant by The Chinese Institute of Certified Public Accountants (中國註冊會計師協會) in March 2015.

JOINT COMPANY SECRETARIES

Mr. SHI Shuai (史帥) was appointed as one of our joint company secretaries on December 9, 2025. See “— Senior Management” above for his biographical details.

Ms. YUNG Mei Yee (翁美儀), was appointed as one of our joint company secretaries on December 9, 2025.

Ms. Yung is a vice president of SWCS Corporate Services Group (Hong Kong) Limited. She has over 20 years of experience in handling company secretarial, corporate governance and compliance affairs of listed companies. She has held various senior company secretarial positions in and acted as the company secretary or joint company secretary of a number of companies listed on the Stock Exchange. She is currently the company secretary or joint company secretary of a few listed companies on the Stock Exchange. She is a fellow of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

Ms. Yung obtained a bachelor’s degree of arts in accountancy and a master’s degree of arts in language and law from the City University of Hong Kong, and a bachelor’s degree of laws from the University of London in the United Kingdom.

DIRECTORS AND SENIOR MANAGEMENT

OTHER INFORMATION

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 August 4, 2025, and (ii) understands his or her obligations as a director of a [REDACTED] issuer under the Listing Rules.

Each of the independent non-executive Directors confirms (i) his or her independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules, (ii) that he or she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person of our Company, and (iii) that there are no other factors that may affect his or her independence at the time of his or her appointments. Each of Mr. LIU Yang, Mr. WANG Caizhang and Mr. HU Qing, our former independent non-executive Director during the Track Record Period, confirms that he had no disagreements or disputes with our Group, Shareholders and Directors prior to his resignation.

Each of our Directors confirms that he or she does not have any interest in a business apart from the business of our Group which competes or is likely to compete, whether directly or indirectly, with our business, which would require disclosure under Rule 8.10 of the Listing Rules.

Except as disclosed above, none of our Directors or members of senior management held any other directorships in public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the Latest Practicable Date. None of our Directors or members of senior management is related to other Directors or members of senior management.

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

MANAGEMENT AND CORPORATE GOVERNANCE

Board Committees

Audit Committee

Our Board has established the Audit Committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and the Corporate Governance Code set out in Appendix C1 to the Listing Rules (the “**Corporate Governance Code**”). The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal controls system of our Group, review and approve connected transactions and provide advice and comments to the Board. The Audit Committee comprises Ms. JI Xingdan, Dr. CHEN Yu and Mr. YUAN Wei, with Ms. JI Xingdan (being our independent non-executive Director with appropriate professional qualifications) as the chairperson.

Remuneration and Appraisal Committee

Our Board has established the Remuneration and Appraisal Committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and the Corporate Governance Code. The primary duties of the Remuneration and Appraisal Committee are to review and make recommendations to the Board on the terms of remuneration packages, bonuses and other compensation payable to our Directors and other senior management. The Remuneration and Appraisal Committee comprises Mr. Li, Ms. JI Xingdan and Dr. CHEN Yu, with Dr. CHEN Yu as the chairperson.

DIRECTORS AND SENIOR MANAGEMENT

Nomination Committee

Our Board has established the Nomination Committee with written terms of reference in compliance with Rule 3.27A of the Listing Rules and the Corporate Governance Code. The primary duties of the Nomination Committee are to make recommendations to our Board on the appointment of Directors and management of Board succession. The Nomination Committee comprises Mr. Li, Ms. JI Xingdan and Dr. CHEN Yu, with Mr. Li as the chairperson.

Corporate Governance

We aim to achieve high standards of corporate governance which are crucial to our development and safeguard the interests of our Shareholders. In order to accomplish this, we expect to comply with all applicable code provisions of the Corporate Governance Code upon [REDACTED] save for the below.

Pursuant to code provision C.2.1 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules, companies listed on the Stock Exchange are expected to comply with but may choose to deviate from the requirement that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Our Company deviates from this provision because Mr. Li, performs both the roles of the chairman of our Board and general manager of our Company. Our Board believes that, in view of his experience, personal profile and understanding of our business operations as mentioned above, Mr. Li is the Director best suited to identify strategic opportunities and focus of the Board. Vesting the roles of both chairman and general manager to Mr. Li can promote the effective execution of strategic initiatives and facilitate the flow of information between management and the Board.

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

Board Diversity

Our Company [has adopted] a board diversity policy which sets out the approach to achieve diversity of the Board. We recognize and embraces the benefits of having a diverse Board and sees increasing diversity at the Board level, including gender diversity, as an essential element in maintaining our competitive advantage and enhancing our ability to attract, retain and motivate employees from the widest possible pool of available talent. In reviewing and assessing suitable candidates to serve as a Director, the Nomination Committee will consider a number of aspects, including, but not limited to, gender, age, cultural and educational background, professional qualifications, skills, knowledge, and industry and regional experience.

Our Board currently consists of one female and eight male Directors ranging from 38 to 49 years old with a balanced mix of knowledge and skills, including, but not limited to, overall management and strategic development, accounting and corporate governance in addition to industry experience in semiconductor and electronic component industry. They obtained degrees in various majors including English, electronic science and technology, automation, materials science and engineering, economics, and laws and commerce. Taking into account our existing business model and specific needs, as well as the diverse background of our Directors, the composition of our Board satisfies the board diversity policy.

DIRECTORS AND SENIOR MANAGEMENT

Our Nomination Committee will discuss periodically and when necessary, agree on the measurable objectives for achieving diversity, including gender diversity, on the Board and recommend them to the Board for adoption.

REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

Our Directors receive remuneration in the form of fees, salaries, allowances and benefits in kind, performance related bonuses, pension scheme contributions and share-based payments. We determine the remuneration of our Directors based on their responsibilities, qualification, position and seniority.

The aggregate amount of remuneration of our Directors for the years ended December 31, 2023, 2024 and 2025 and five months ended May 31, 2026 were RMB4.0 million, RMB4.4 million, RMB5.8 million and RMB2.5 million, respectively. None of our Directors waived or agreed to waive any emolument during the same periods.

Under the arrangements in force at the date of this document, we estimate the aggregate remuneration payable to, and benefits in kind receivable by, our Directors by our Group in respect of the year ending December 31, 2026 to be approximately RMB5.9 million.

The five highest paid individuals of our Group for the years ended December 31, 2023, 2024 and 2025 and five months ended May 31, 2026 included one, two, two and one Director(s), respectively. During the same periods, the aggregate amount of remuneration of the five highest paid non-director individuals (including salaries, allowances and benefits in kind, performance related bonuses, pension scheme contributions and share-based payments) were RMB5.8 million, RMB5.0 million, RMB7.4 million and RMB4.9 million, respectively.

During the Track Record Period, no remuneration was paid to, or received by, our Directors or the five highest paid individuals as an inducement to join or upon joining us. No compensation was paid to, or received by, our Directors, former directors, or the five highest paid individuals for the loss of office as a director of any member of our Group or of any other office in connection with the management of the affairs of any member of our Group.

Save as disclosed above, no other payments have been made or are payable by our Group to our Directors in respect of the Track Record Period.

COMPLIANCE ADVISOR

We have appointed Red Sun Capital Limited as our compliance advisor pursuant to Rule 3A.19 of the Listing Rules. The compliance advisor will provide us with guidance and advice as to compliance with the requirements under the Listing Rules and applicable Hong Kong laws. Pursuant to Rule 3A.23 of the Listing Rules, the compliance advisor will, amongst other things, advise our Company in the following circumstances:

- (a) before the publication of any regulatory announcement, circular, or financial report;
- (b) where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues, sales or transfers of treasury shares and share repurchases;
- (c) where we propose to use the [REDACTED] of the [REDACTED] in a manner different from that detailed in this document or where our business activities, development or results of our Group deviate from any forecast, estimate or other information in this document; and

DIRECTORS AND SENIOR MANAGEMENT

- (d) where the Stock Exchange makes an inquiry of our Company concerning unusual movements in the [REDACTED] or [REDACTED] volume of our [REDACTED] securities or any other matters under Rule 13.10 of the Listing Rules.

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].