

DIRECTORS AND SENIOR MANAGEMENT

OVERVIEW

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

Name	Age	Position	Time of joining our Group	Date of appointment as Director	Roles and responsibilities
Mr. XU Xiaoliang (徐曉亮)	53	Executive Director and chairman of the Board of the Company	August 2021 ⁽¹⁾	August 18, 2026	Formulating the overall business strategies of our Group
Mr. BAO Jiangjun (鮑將軍)	49	Executive Director and chief executive officer of the Company	November 2022 ⁽¹⁾	May 8, 2026	Formulating our strategies, overall operations, and global expansion of core brands
Mr. Stéphane Samuel MAQUAIRE	51	Executive Director and co-chief executive officer of the Company; president and chief executive officer of Club Med SAS	July 2025	August 18, 2026	Overseeing Club Med’s global operations, strategic priorities and profit growth, and contributing to the Group’s overall strategic direction and value creation
Mr. PAN Donghui (潘東輝)	56	Non-executive Director of the Company	August 2021 ⁽¹⁾	August 18, 2026	Providing strategic advice and making recommendations on the operation and management of our Group
Mr. YAMADA Takuya (山田卓也)	64	Non-executive Director of the Company	July 2025	August 18, 2026	Providing strategic advice and making recommendations on the operation and management of our Group
Mr. CHEN Bing (陳冰)	51	Non-executive Director of the Company	December 2023	August 18, 2026	Providing strategic advice and making recommendations on the operation and management of our Group
Mr. Hervé REMAUD	55	Independent Non-executive Director of the Company	[REDACTED]	[REDACTED]	Providing independent advice on the operations and management of our Group
Ms. Katherine Rong XIN	62	Independent Non-executive Director of the Company	[REDACTED]	[REDACTED]	Providing independent advice on the operations and management of our Group

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Name	Age	Position	Time of joining our Group	Date of appointment as Director	Roles and responsibilities
Ms. YU Bin (余濱)	56	Independent Non-executive Director of the Company	[REDACTED]	[REDACTED]	Providing independent advice on the operations and management of our Group

Our senior management team, in addition to the executive Directors listed above, comprises the following:

Name	Age	Position ⁽¹⁾	Time of joining our Group	Date of appointment as senior management	Roles and responsibilities
Mr. XU Bingbin (徐秉賓)	45	Co-president and chief growth officer of the Company; deputy chief executive officer and chief growth officer of Club Med SAS	November 2009 ⁽¹⁾	April 2015	Formulating our business plans, strategies and major decisions, overseeing the global capital markets, investment, development, construction, project management, as well as overseeing Club Med’s digitalization initiatives and AI applications
Mr. CHOI Yin On (蔡賢安)	43	Senior vice president and chief financial officer of the Company; chief financial officer of Club Med SAS	April 2021 ⁽¹⁾	April 2021	Overseeing our accounting and financial management, and global capital markets, as well as formulating business plans, strategies and major decisions
Ms. FANG Weijin (方煒瑾)	41	Senior vice president and chief human resources officer of the Company	November 2020 ⁽¹⁾	November 2020	Overseeing our Group’s global human resources strategy, organizational effectiveness, talent mobility and human resources transformation to support business growth and long-term sustainable development
Ms. WANG Jingjing (汪婧婧)	45	Senior vice president and chief risk officer of the Company	May 2018 ⁽¹⁾	January 2026	Overseeing the implementation of our Group’s comprehensive risk management system
Mr. Bertrand Elie Lucien Louis AUSTRUY	52	Vice president and co-chief human resources officer of the Company; chief human resources	December 2025	December 2025	Overseeing Club Med’s global human resources strategy, organizational effectiveness, talent mobility and human

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Name	Age	Position ⁽¹⁾	Time of joining our Group	Date of appointment as senior management	Roles and responsibilities
		officer of Club Med SAS			resources transformation to support business growth and long-term sustainable development
Ms. Charlotte Louisa Harre BERNIN	39	Vice president of the Company; chief executive officer (EMEA markets) of Club Med	January 2010	February 2026	Overseeing the commercial operations and market development activities of Club Med resorts across EMEA region
Mr. Olivier Nicolas HANNAERT	52	Vice president of the Company; chief executive officer (EMEA resorts) of Club Med	April 1997	May 2026	Overseeing the resorts operations and market development activities of Club Med resorts across EMEA region
Ms. Carolyne DOYON	52	Vice president of the Company; chief executive officer (North America) of Club Med	April 2002	August 2019	Overseeing the business performance of Club Med resorts across the North America region
Mr. Janyck DAUDET	69	Vice president of the Company; chief executive officer (South America) of Club Med	May 1977	January 1995	Overseeing the business performance of Club Med resorts across the South America region
Mr. Jean-Charles Alin FORTOUL	54	Vice president of the Company; chief executive officer (Northeast Asia) of Club Med	August 2002	July 2019	Overseeing the business performance of Club Med resorts across the Northeast Asia region
Ms. Rachael Louise HARDING	53	Vice president of the Company; chief executive officer (SEAP) of Club Med	August 2018	July 2021	Overseeing the business performance of Club Med resorts across SEAP region

Note:

(1) For the purpose of this section, time of joining our Group refers to the time when the relevant Director or member of the senior management first joined FTG in respect of our business prior to the Reorganization. Upon completion of the Reorganization, the relevant positions became served on the Company level.

None of our Directors and members of our senior management are related to the other Directors or members of senior management.

DIRECTORS

Executive Directors

Mr. XU Xiaoliang (徐曉亮) is an executive Director and the chairman of the Board of the Company. He joined our Group in August 2021 as a non-executive director of FTG, and was appointed as the chairman of its board of directors and redesignated as its executive director in November 2022.

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He was appointed as an executive Director and the chairman of our Board on August 18, 2026. Outside of our Group, Mr. Xu has joined in Shanghai Yuyuan Tourist Mart (Group) Co., Ltd. (上海豫園旅遊商城(集團)股份有限公司, 600655.SH) since December 2013, with his current position as a director; and Fosun International Group since 1998, with his current position as an executive director and co-chief executive officer. Previously, he served as a non-executive director of Shanghai Fosun Pharmaceutical (Group) Co., Ltd. (上海復星醫藥(集團)股份有限公司, 02196.HK and 600196.SH) and a non-independent director of Hainan Mining Co., Ltd. (海南礦業股份有限公司, 601969.SH). Mr. Xu obtained an EMBA degree from Fudan University (復旦大學) in the PRC in January 2019 and a master’s degree in business administration from East China Normal University (華東師範大學) in the PRC in March 2002. Mr. Xu received the “Asia’s Best CEO Award” at the 13th Asian Excellence Awards in June 2023.

Mr. BAO Jiangjun (鮑將軍) is an executive Director and the chief executive officer of the Company. He joined our Group in November 2022 as an executive president of FTG, and was appointed as its co-president in February 2024 and its chief executive officer in November 2024. He was appointed as our Director on May 8, 2026, and was redesignated as an executive Director and appointed as our chief executive officer on August 18, 2026. Prior to joining our Group, Mr. Bao had served as the founder and the general manager of Hangzhou Jinmark Cultural Tourism Development Co., Ltd. (杭州金馬克文化旅遊發展有限公司) since May 2006 and from June 2018 to September 2020, respectively. Furthermore, Mr. Bao was the general manager of Cedar Development Co., Ltd. (雪松發展股份有限公司, 002485.SZ) in 2018, and an assistant president at Wanda Cultural Group (萬達文化集團) from 2015 to 2016. Previously, he worked at Hangzhou Songcheng Tourism Development Co., Ltd. (杭州宋城旅遊發展股份有限公司, 300144.SZ) and its associated companies from September 1997 to September 2006 and from August 2013 to April 2015, with his last position as an executive vice president. Mr. Bao obtained through long distance learning a bachelor’s degree in tourism management from Southwest University (西南大學) in the PRC in January 2014 and a degree of executive master in luxury and fashion management in Paris School of Business in France in March 2026.

Mr. Stéphane Samuel MAQUAIRE is an executive Director and the co-chief executive officer of the Company and the president and chief executive officer of Club Med SAS. He joined our Group in July 2025 as a co-chief executive officer of FTG. He was appointed as our executive Director on August 18, 2026. Prior to joining our Group, Mr. Maquaire served as chief executive officer of Carrefour S.A.’s Latin America business (Brazil and Argentina) from September 2021 to July 2025, and chief executive officer of Carrefour Argentina S.A. from July 2019 to August 2021. He also served as chief executive officer of Atacadão S.A., a company formerly listed on the São Paulo Stock Exchange (ticker symbol: CRFB3), from September 2021 to June 2025. Previously, he served as chief executive officer of Manor AG from January 2017 to June 2019 and chief executive officer of Vivarte SAS from March 2016 to October 2016. Previously, he served as an independent director of Société Nouvelle Maison de la Ville de Tunis (Monoprix Tunisia), a company listed on the Tunis Stock Exchange (ticker symbol: MNP), from January 2017 to December 2023. He also served in Monoprix S.A. in France from December 2008 to May 2016, with his last position as president. From June 2004 to November 2008, he held various positions at Unibail-Rodamco-Westfield SE, including chief operating officer of its shopping center business in France from January 2007 to November 2008 and chief financial officer of Expositum S.A. from June 2004 to December 2006. Previously, he worked at Ernst & Young et Associés from September 1997 to July 2004, with his last position as manager. Mr. Maquaire obtained a master’s degree (*diplôme d’Ingénieur*) in engineering from the National School of Bridges and Roads (École Nationale des Ponts et Chaussées) in France in June 1997.

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Non-executive Directors

Mr. PAN Donghui (潘東輝) is a non-executive Director of the Company. He joined our Group in August 2021 as a non-executive director of FTG, and was appointed as our non-executive Director on August 18, 2026. Outside of our Group, Mr. Pan has served in Fosun International as executive president and chief human resources officer since February 2020 and executive director since March 2023. He has been a non-executive director of Shanghai Fosun Pharmaceutical (Group) Co., Ltd. since June 2020 and as a director of Zhejiang Wansheng Co., Ltd. (浙江萬盛股份有限公司) since August 2025. Mr. Pan obtained a bachelor’s degree in engineering from Shanghai Jiao Tong University (上海交通大學) in the PRC in July 1991 and a master’s degree in business administration from the University of Southern California in the United States in May 2009.

Mr. YAMADA Takuya (山田卓也) is a non-executive Director of the Company. He joined our Group in July 2025 as a non-executive director of Club Med SAS, and was appointed as our non-executive Director on August 18, 2026. Outside of our Group, Mr. Yamada has worked in IDERA Capital Management Ltd. since March 2015, with his current position as chairman since April 2023. He has also been a director of Fosun Hive Capital Management (Singapore) Pte. Ltd. since July 2023 and a director of Paris Realty Fund Public Limited Company, a company listed on Euronext Paris (ticker symbol: PAR), since May 2024. Previously, Mr. Yamada held various positions at AIG Global Real Estate Asia Pacific, Inc. (currently Invesco Global Real Estate Asia Pacific, Inc.) from April 1998 to March 2015, with his last position as managing director, head of investment and asset management, Asia Pacific. Prior to that, he held various positions at Sumitomo Trust Bank, Ltd. (currently Sumitomo Mitsui Trust Bank, Ltd.) from April 1985 to August 1999. Mr. Yamada obtained a bachelor’s degree in law from Gakushuin University in Japan in March 1985 and a master’s degree in laws from Cornell University in the United States in December 1989.

Mr. CHEN Bing (陳冰) is a non-executive Director of the Company. He joined our Group in December 2023 as a director of Club Med SAS, and was appointed as our non-executive Director on August 18, 2026. Outside of our Group, Mr. Chen has worked at Fosun International, holding various positions including co-general manager of the audit department, assistant president and senior assistant president between July 2017 and December 2021, and has served as its vice president, co-chief risk officer and general manager of the audit department since January 2022. He has also served as a non-executive director of BabyTree Group (寶樹集團), a company formerly listed on the Stock Exchange (01761.HK), since July 2021. Mr. Chen served as a director of Zhejiang Wansheng Co., Ltd. (浙江萬盛股份有限公司, 603010.SH), from November 2023 to December 2024 and as a supervisor of that company from December 2024 to November 2025. He also served as a supervisor of Shanghai Fosun Pharmaceutical (Group) Co., Ltd. (上海復星醫藥(集團)股份有限公司, 02196.HK; 600196.SH), from June 2023 to June 2025, and as chairman of its supervisory committee from June 2024 to June 2025. Prior to joining Fosun International, Mr. Chen served as a partner of MAZARS Shanghai Certified Public Accountants LLP (上海瑪澤會計師事務所(普通合夥)). Mr. Chen obtained a bachelor’s degree in economics, majoring in international trade, from Fudan University (復旦大學) in the PRC in July 1997. Mr. Chen has been a non-practicing member of the Chinese Institute of Certified Public Accountants and a member of the Shanghai Institute of Certified Public Accountants since February 2018.

Independent Non-executive Directors

Mr. Hervé REMAUD will be an independent non-executive Director of the Company with effect from the [REDACTED]. Outside of our Group, Mr. Remaud has worked at Kedge Business School

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since January 2010, where he currently serves as senior professor of marketing and director of its international MBA programs. Prior to that, he served as a lecturer at the University of South Australia’s Ehrenberg-Bass Institute for Marketing Science from June 2005 to December 2009, where he taught marketing and strategic marketing and conducted consulting projects for wine and food businesses. Mr. Remaud obtained a master’s degree in economic sciences from the University of Montpellier in France in July 1995, a master’s degree in agricultural and agrofood business from the University of Montpellier in France in December 1996, and a doctorate in agricultural and agrofood business from the National School for Agronomic Engineers in France in September 2002.

Ms. Katherine Rong XIN will be an independent non-executive Director of the Company with effect from the [REDACTED]. Previously, she was an independent non-executive director of FTG from November 2018 to March 2025. Outside of our Group, Ms. Xin has worked at China Europe International Business School (中歐國際工商學院) since September 2001, where she currently serves as professor of organizational behavior, Bayer Chair in Leadership, associate dean (Europe), and director of its Hospitality EMBA, DBA and CCEMBA programs. She has also served as an independent non-executive director of EuroEyes International Eye Clinic Limited (德視佳國際眼科有限公司, 01846.HK) since April 2021, Kingdee International Software Group Company Limited (金蝶國際軟件集團有限公司, 00268.HK) since December 2021, Landsea Green Life Service Company Limited (朗詩綠色生活服務有限公司, 01965.HK) since April 2022, Horizon Robotics (09660.HK) since October 2024; and an independent director of Shanghai Kaytune Industrial Co., Ltd. (上海凱淳實業股份有限公司, 301001.SZ) since November 2025. Previously, Ms. Xin was a director of Contemporary Amperex Technology Co., Limited (寧德時代新能源科技股份有限公司, 300750.SZ; 03750.HK), from November 2022 to December 2024, and an independent director of Shanghai Blossom Hill Hotel Management Co., Ltd. (上海布洛斯酒店管理有限公司) from March 2012 to April 2017. Ms. Xin obtained a bachelor’s degree in English language and literature from Anhui University (安徽大學) in the PRC in July 1984, a master’s degree in applied linguistics from the Graduate School of the Chinese Academy of Sciences (中國科學院研究生院) in the PRC in July 1986, a master’s degree in business administration from California State University, Bakersfield in the United States in June 1991, and a doctorate in business administration from the University of California, Irvine in the United States in June 1995.

Ms. YU Bin (余濱) will be an independent non-executive Director of the Company with effect from the [REDACTED]. Outside of our Group, Ms. Yu has served as an independent director of GDS Holdings Limited (萬國數據控股有限公司, NASDAQ:GDS and 09698.HK) since November 2016; an independent non-executive director of iDreamSky Technology Holdings Limited (創夢天地科技控股有限公司, 01119.HK) since May 2018, Zero2IPO Holdings Inc. (清科創業控股有限公司, 01945.HK) since December 2020, and DPC Dash Ltd (達勢股份有限公司, 01405.HK) since December 2024; and the senior vice president of Shanghai Baozun E-commerce Limited (上海寶尊電子商務有限公司) since May 2023. She has also worked in Baozun Inc. (寶尊電商有限公司, NASDAQ:BZUN and 09991.HK) since May 2015, with her current position as a director. Previously, Ms. Yu served as an independent director of Kuke Music Holding Limited, NYSE:KUKE) from January 2021 to May 2023, and an independent non-executive director of Tian Ge Interactive Holdings Limited (天鵝互動控股有限公司, 01980.HK) from June 2014 to January 2021. Prior to that, Ms. Yu was chief financial officer of LAIX Inc. (NYSE: LAIX) from September 2017 to January 2020, chief financial officer (deputy general manager) of Zhongji Innolight Co., Ltd. (中際旭創股份有限公司, 300308.SZ; 03308.HK) from January 2015 to September 2017, and worked at Star China International Media Limited (星空華文國際傳媒有限公司) from April 2014 to July 2015. Previously, she served as vice president of finance from July 2011 and chief financial officer of Tudou Holdings Limited (currently Youku Tudou Inc., a company formerly listed on the New York Stock Exchange (ticker symbol: TUDU/YOKU)). Ms. Yu obtained

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bachelor’s degree in English literature from Xi’an International Studies University (西安外國語大學, then known as Xi’an Foreign Language Institute (西安外國語學院)) in the PRC in July 1992; a master of science degree in accounting from the University of Toledo in the United States in May 1999; and an executive master’s degree in business administration from Tsinghua University (清華大學) in the PRC and the Institut Européen d’Administration des Affaires in France in January 2013. Ms. Yu has been a certified public accountant in the United States since May 2001, as granted by the Accountancy Board of Ohio.

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Our senior management team is responsible for the day-to-day management and operation of our business. Mr. XU Xiaoliang, Mr. BAO Jiangjun and Mr. Stephane MAQUAIRE, our executive Directors, are also members of our senior management. For their biographies, see “—Directors—Executive Directors.”

Mr. XU Bingbin (徐秉賓) is a co-president and the chief growth officer of the Company, and the deputy chief executive officer and chief growth officer of Club Med SAS. He joined our Group in November 2009 as he joined Fosun International responsible for the implementation of investments in the tourism sector, and has served as a director of Club Med SAS since March 2015. He was appointed as the managing director of global merger and acquisition department of FTG in April 2015, and was subsequently appointed as a vice president in June 2017, an executive president and an executive director in March 2021, and a co-president in November 2022. He has served as our deputy chief executive officer since December 2024 and our chief growth officer since March 2026. Prior to joining our Group, Mr. Xu was an assistant general manager of the Shanghai branch of CITIC China International Economic Consultants Co., Ltd. (中信集團中國國際經濟諮詢有限公司) from March 2006 to October 2009, where he was primarily responsible for mergers and acquisitions, investment and strategic advisory services. Mr. Xu obtained a bachelor’s degree in finance from Shanghai University (上海大學) in the PRC in July 2003 and a master’s degree in international business from Monash University in Australia in November 2005.

Mr. CHOI Yin On (蔡賢安) is a senior vice president and the chief financial officer of the Company, and the chief financial officer of Club Med SAS. He joined our Group in April 2021 as a senior vice president and chief financial officer of FTG, and has then served successively as a director of Club Med SAS from December 2021 to February 2024, and the chief financial officer of Club Med SAS since February 2024. Prior to joining our Group, Mr. Choi was a director of Asia Pacific real estate and lodging investment banking at Citigroup Global Markets Asia Limited (花旗環球金融亞洲有限公司), a subsidiary of Citigroup Inc., a company listed on the New York Stock Exchange (NYSE:C), from June 2015 to April 2021, where he was also a responsible officer and sponsor principal. Previously, he worked at DBS Bank Ltd. (星展銀行有限公司), Hong Kong Branch of DBS Group Holdings Ltd., a company listed on the Singapore Exchange Securities Trading Limited (ticker symbol: D05), from July 2005 to June 2015, with his last position as vice president of the institutional banking department. Mr. Choi obtained a bachelor’s degree in business administration from The Chinese University of Hong Kong in Hong Kong in July 2005 and a master’s degree in business administration from the University of Cambridge in the United Kingdom in August 2012.

Ms. FANG Weijin (方煒瑾) is a senior vice president and the chief human resources officer of the Company. She joined our Group in November 2020 as a senior vice president and the chief human resources officer of FTG. Outside of our Group, she has served as an independent non-executive

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director of Qingci Games Inc. (青瓷遊戲有限公司, 6633.HK) since December 2021. Ms. Fang held various positions at Fosun International Group from April 2017 to October 2020, including executive president of Fosun University, general manager of the employee ecosystem BD department and co-chief human resources officer of the intelligent technology business. Previously, she was a senior human resources manager and human resources business partner at KPMG China (畢馬威中國) from July 2007 to April 2017. Ms. Fang obtained a bachelor’s degree in international economics and trade from Shanghai University (上海大學) in the PRC and a bachelor’s degree in business from the University of Technology Sydney in Australia in July 2007. She subsequently obtained a blended master’s degree in business administration from KEDGE Business School in France partially through online courses in December 2023. Ms. Fang was accredited as a project management professional by the Project Management Institute in December 2014.

Ms. WANG Jingjing (汪婧婧) is a senior vice president and the chief risk officer of the Company. She joined our Group in May 2018 as a general manager of the risk control department of FTG, and had served successively as a general manager of its risk control department and vice president and co-chief risk officer. She has been our senior vice president and chief risk officer since January 2026. Prior to joining our Group, Ms. Wang worked at Ernst & Young (China) Advisory Limited (安永(中國)企業諮詢有限公司), where her last position was executive director. She has over 20 years of experience in risk management and compliance. Ms. Wang obtained a bachelor’s degree in financial management from Shanghai University of Finance and Economics (上海財經大學) in the PRC in July 2003 and a master’s degree in business management (financial management) from Shanghai University of Finance and Economics (上海財經大學) in the PRC in January 2006. Since January 2025, she has served as an industry mentor for the accounting program at the School of Business of Shandong University in the PRC.

Mr. Bertrand Elie Lucien Louis AUSTRUY is a vice president and the co-chief human resources officer of the Company, and the chief human resources officer of Club Med SAS. He joined our Group in December 2025 as the chief human resources officer of Club Med SAS. Prior to joining our Group, Mr. Austruy served as a founding partner of Ardabelle Capital from January 2023 to December 2025, and worked in Danone S.A., a company listed on Euronext Paris (ticker symbol: BN), as its general counsel from 2010 to 2015, executive vice president and general secretary from 2015 to February 2022 and executive vice president, human resources and general secretary and co-head of global business services from 2017 to February 2022. Prior to that, he served as the general counsel of Danone Asia-Pacific Holdings Pte. Ltd. from February 2003 to April 2010, general counsel of Danone Produits Frais France from February 2001 to February 2003. Mr. Austruy obtained a master’s degree in business contract law from the University of Montpellier in France in September 1997 and a master’s degree in business law and a certificate in law and economics from the University of Montpellier in France in September 1996. He also obtained a degree in political science from the University of Montpellier in France. Mr. Austruy was admitted to the Paris Bar in September 1997.

Ms. Charlotte Louisa Harre BERNIN is a vice president of our Company and the chief executive officer (EMEA markets) of Club Med. She joined our Group in January 2010 as a junior business analyst of NMEA (i.e. EMEA excluding France, Belgium and Switzerland) of Club Med, and served successively as a pricing manager of NMEA from May 2012 to June 2017, the head of franchising network in France from July 2017 to October 2017, the head of distribution, real estate and franchising (French market) from November 2017 to October 2019, a director of marketing and sales, exclusive collection from October 2019 to November 2020, a director of commerce and omnichannel (French market) from December 2020 to June 2021, a director of French markets from July 2021 to November 2024, a director of France and Northern

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Europe Markets from December 2024 to February 2026. She has been the chief executive officer (EMEA markets) of Club Med since February 2026. Ms. Bernin obtained a master’s degree in science (finance and management control) from Leonard de Vinci Management School in France in February 2009. She also obtained a master’s degree in business administration from Audencia School of Management in France in February 2010, together with a European master’s degree in business administration from Universidad de Deusto in Spain and a postgraduate diploma in management and administration from the University of Bradford in the United Kingdom, under the same program. Ms. Bernin received the Choiseul 100 award from Institut Choiseul in April 2026.

Mr. Olivier Nicolas HANNAERT is a vice president of the Company and the chief executive officer (EMEA resorts) of Club Med. He joined our Group in April 1997 as a G.O. of Club Med, and served successively as a resort manager from April 2005 to November 2012, coach and training specialist from December 2012 to April 2014, commercial director, Netherlands from May 2014 to February 2016, managing director, Southern Africa from February 2016 to August 2021, vice president, operations of Switzerland, Italy, Greece, Portugal and Spain from August 2021 to July 2025 and vice president, operations of South Europe, Africa and Indian Ocean from July 2025 to May 2026. He has been the chief executive officer (EMEA resorts) of Club Med since May 2026. Mr. Hannaert obtained a high school diploma from Royal Athenaeum of Waterloo (Athénée Royal de Waterloo) in Belgium in June 1993.

Ms. Carolyne DOYON is a vice president of the Company and the chief executive officer (North America) of Club Med. She joined our Group in April 2002 as district sales manager, Eastern Canada and New York City at Club Med Sales Canada Inc. and Club Med Sales Inc, and had then served successively as sales director of Club Med Canada Inc., vice president of Canada of Club Med Canada Inc., senior vice president of Canada and Mexico of Club Med Canada Inc. Currently, she has been the chief executive officer (North America) of Club Med, and the president and chief executive officer of Club Med Sales Inc. in North America and Caribbean markets, since August 2019. Prior to joining our Group, she was a corporate travel agent at Agence de Voyages Lucie Longpré Inc. from May 2001 to April 2002, supervisor of airline operations at Swissair (S.A. Suisse pour la Navigation Aérienne) from December 1999 to April 2001, supervisor of airline operations at Sabena Belgian World Airline (Société Anonyme Belge d’Exploitation de la Navigation Aérienne) from July 1998 to November 1999 and customer service agent at Delta Air Lines, Inc. (NYSE:DAL), from May 1996 to July 1998. Ms. Doyon obtained a diploma in tourism techniques from LaSalle College in Canada in June 1996, and a diploma in social science from Collège Marie-Victorin in Canada in May 1993. Ms. Doyon was recognized as one of the Top Women in Travel & Hospitality USA by the Women Leading Travel & Hospitality Association (Skift) in February 2024, and received the Personality of the Year award from Logimonde – ExpressVoyage.ca in 2008.

Mr. Janyck DAUDET is a vice president of the Company and the chief executive officer (South America) of Club Med. He joined our Group in May 1977 as a water ski instructor of Club Med, and served successively as Chef de Village from January 1983 to January 1990, director of *Club Med 1* and *Club Med 2* from January 1990 to January 1995. He has been the chief executive officer (South America) of Club Med since July 1995, and obtained a certificate from Institut Européen d’Administration des Affaires (INSEAD) in France in recognition of his participation in the All Entrepreneurs Programme in 2015. Mr. Daudet received the Tourism Great Personality award from Business Leaders Forum in November 2010.

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Mr. Jean-Charles Alin FORTOUL is a vice president of the Company and the chief executive officer (Northeast Asia) of Club Med. He joined our Group in August 2002 as regional operations director, Mountain France of Club Med SAS, and served successively as regional operations director, South East Asia of Club Med Asia Singapore from March 2006 to November 2007, director of Asia Pacific Villages in Singapore from December 2007 to March 2009, director of Villages, Greece and Turkey, Akdeniz Turistik Tesisleri A.Ş. in Turkey, operations director, Club Med Greece, Turkey, Israel, Egypt, Oman from April 2009 to March 2012, director, operations director, Middle East region from April 2012 to April 2015, South East Asia Pacific and director, sales, South East Asia Emerging Markets of Club Med Singapore from May 2015 to August 2019, the chief executive officer, APAC Resorts from September 2019 to June 2025, chief executive officer, operations of Mountain Europe, France, Turkey and Club Med Cruises from July 2025 to March 2026. He has been our vice president and the chief executive officer (Northeast Asia) of Club Med since April 2026. Prior to joining our Group, Mr. Fortoul was the regional manager, Paris Area at Pizza France SAS from 1995 to 2002, and worked at Regent Hotel London (Four Seasons Group) from 1994 to 1995. Mr. Fortoul obtained a Higher National Diploma (Brevet de Technicien Supérieur) in hospitality and catering from Académie de Versailles in France in June 1993.

Ms. Rachael Louise HARDING is a vice president of the Company and the chief executive officer (SEAP) of Club Med. She joined our Group in August 2018 as general manager, Pacific of Club Med. She has been the chief executive officer (SEAP) of Club Med since July 2021 and our chief executive officer (SEAP) since July 2026. Prior to joining our Group, Ms. Harding held various positions at The Travel Corporation, including director of sales from August 2010 to August 2018, commercial and distribution manager from December 2009 to October 2011, sales and marketing manager, United Kingdom/Europe from February 2007 to December 2009, and national sales manager, Australia from March 2004 to 2007. Previously, she served as a national sales manager at Bill Peach Journeys Pty Ltd from January 2001 to April 2003. Ms. Harding obtained a bachelor’s degree in international relations and Asia Pacific studies from the University of Wollongong in Australia in July 2000.

JOINT COMPANY SECRETARIES

Ms. WANG Mingyi (王茗怡) is one of our joint company secretaries. She joined our Group in May 2026 as the general manager of our office of the Board secretary and was appointed as our joint company secretary on August 18, 2026. Prior to joining our Group, Ms. Wang worked at Fosun International Group from July 2009 to April 2026, with her last position as co-general manager of its office of board secretary. She was responsible for [REDACTED] compliance matters and was extensively involved in a number of material mergers and acquisitions and divestment projects. Ms. Wang obtained a bachelor’s degree in economics and a master’s degree in economics from East China University of Science and Technology (華東理工大學) in the PRC in July 2006 and March 2009, respectively. Ms. Wang obtained the qualification certificate for board secretaries of A-share listed companies in December 2011, as granted by the Shanghai Stock Exchange.

Ms. CHEUNG Lai Ha (張麗霞) is one of our joint company secretaries. Ms. Cheung Lai Ha serves as an assistant vice president of SWCS Corporate Services Group (Hong Kong) Limited, a professional services provider specializing in corporate services. Ms. Cheung obtained a bachelor’s degree in business administration from the Lingnan University in Hong Kong in November 2002 and a master’s degree in corporate governance from The Hong Kong Metropolitan University (then known as The Open University of Hong Kong) in Hong Kong in June 2011. Ms. Cheung is an associate

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member of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

FURTHER INFORMATION ABOUT OUR DIRECTORS

Each of our Directors confirms that he or she (i) has obtained the legal advice referred to in Rule 3.09D of the Listing Rules on August 18, 2026 and August 24, 2026 (as the case may be), and (ii) understands his or her obligations as a director of a listed 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 Rule 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 our 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 appointment.

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.

Save as disclosed in this section, (i) none of our Directors held any 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 date of this document; and (ii) to the best knowledge, information and belief of our Directors having made all reasonable inquiries, there were no other matters with respect to the appointment of our Directors that need to be brought to the attention of our Shareholders and there was no information relating to our Directors that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

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 risk management and internal controls system of our Group, review and approve connected transactions and provide advice and comments to the Board. The Audit Committee comprises Mr. Hervé REMAUD, Ms. Katherine Rong XIN and Ms. YU Bin, with Ms. YU Bin as the chairperson.

Remuneration Committee

Our Board has established the Remuneration 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 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 Committee comprises Mr. Hervé REMAUD, Ms. Katherine Rong XIN and Ms. YU Bin, with Mr. Hervé REMAUD as the chairperson.

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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. Hervé REMAUD, Ms. Katherine Rong XIN and Ms. YU Bin, with Ms. Katherine Rong XIN as the chairperson.

ESG Committee

Our Board has established the ESG Committee with written terms of reference. The primary duties of the ESG Committee are to formulate and review our Group’s ESG strategies, policies, objectives and targets, oversee and monitor the implementation of our ESG initiatives and our ESG performance, and make recommendations to the Board on ESG-related matters. The ESG Committee comprises Mr. Hervé REMAUD, Ms. Katherine Rong XIN and Ms. YU Bin, with Mr. Hervé REMAUD as the chairperson.

Corporate Governance

We are committed to maintaining 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].

Board Diversity

Our Company has adopted a board diversity policy which sets out the approach to achieve diversity of the Board. We recognize and embrace the benefits of having a diverse Board and see 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 two female and seven male Directors ranging from 49 to 64 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 relevant to our Group’s operations and business. They obtained degrees in various majors including business administration, tourism management, engineering, law, economics, accounting and languages. We have three independent non-executive Directors with different industry backgrounds, representing more than one-third of our Board members. Furthermore, our Board has a diverse age and gender representation. Taking into account our existing business model and specific needs, as well as the diverse backgrounds of our Directors, the composition of our Board satisfies the board diversity policy.

Our Nomination Committee is responsible for reviewing the structure and diversity of the Board and selecting individuals to be nominated as Directors. After the [REDACTED], our Nomination Committee will monitor and evaluate the implementation of our board diversity policy from _____ time _____ to _____

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time to ensure its continued effectiveness, and when necessary, make any revisions that may be required and recommend any such revisions to our Board for consideration and approval. The Nomination Committee will also include in annual reports the biographical details of each Director and a summary of the board diversity policy, including any measurable objectives set for implementing the board diversity policy and the progress on achieving these objectives.

REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

Our Directors receive remuneration in the form of fees, basic salaries, allowances and benefits in kind, contributions to pension schemes and discretionary bonuses. 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 the six months ended June 30, 2026 were EUR1.8 million, EUR1.9 million, EUR4.2 million and EUR3.7 million, respectively. None of our Directors have waived or agreed to waive any emoluments for each of 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 EUR5.3 million.

The five highest paid individuals of our Group for the years ended December 31, 2023, 2024 and 2025 and the six months ended June 30, 2026 included two, two, two and two of our Directors, respectively. During the same periods, the aggregate amounts of remuneration of the five highest paid individuals were EUR4.3 million, EUR7.3 million, EUR7.2 million and EUR4.7 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.

See “Statutory and General Information—D. Pre-[REDACTED] Share Schemes” in Appendix IV for details of the incentive plan for our Directors, senior management and key employees.

COMPLIANCE ADVISOR

We have appointed Somerley 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, among 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 and share repurchases;

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- (c) where we propose to use the proceeds 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
- (d) where the Stock Exchange makes an inquiry of our Company concerning unusual movements in the price or trading volume of our listed 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].