

## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### BOARD OF DIRECTORS

Our Board of Directors comprises 7 Directors, including 3 executive Directors, 1 non-executive Director and 3 independent non-executive Directors. Our Directors serve a term of three years and may be re-elected for successive reappointments.

The following table sets out information in respect of the Directors.

Name	Age	Position/Title	Date of Appointment as Director	Date of Joining our Group	Role and Responsibility
<b>Executive Directors</b>					
Mr. Zhu Jiangming (朱江明先生)	55	Founder, chairperson of the Board, executive Director and chief executive officer	December 2015	December 2015	Responsible for overall business strategies and operations of our Group, and serving as the chairperson of the Nomination Committee and a member of the Remuneration Committee
Mr. Wu Baojun (吳保軍先生)	51	Executive Director and president	April 2021	May 2020	Responsible for business development, marketing, manufacturing and supply chain of our Group
Mr. Cao Li (曹力先生)	38	Executive Director and senior vice president	December 2021	February 2016	Responsible for automotive related R&D, and battery related R&D and manufacturing of our Group
<b>Non-executive Director</b>					
Mr. Jin Yufeng (金宇峰先生)	45	Non-executive Director	December 2021	December 2021	Performing duties as a Director in accordance with the Articles and relevant laws and regulations, as well as serving as a member of the Audit Committee

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Name	Age	Position/Title	Date of Appointment as Director	Date of Joining our Group	Role and Responsibility
<b>Independent Non-executive Directors</b>					
Mr. Fu Yuwu (付于武先生)	77	Independent non-executive Director	December 2021	December 2021	Performing duties as an independent non-executive Director in accordance with the Articles, and serving as a member of the Nomination Committee and the Audit Committee
Dr. Huang Wenli (黃文禮博士)	40	Independent non-executive Director	December 2021	December 2021	Performing duties as an independent non-executive Director in accordance with the Articles, and serving as the chairperson of the Audit Committee, and a member of the Nomination Committee and the Remuneration Committee
Ms. Drina C Yue (萬家樂女士)	64	Independent non-executive Director	December 2021	December 2021	Performing duties as an independent non-executive Director in accordance with the Articles, and serving as the chairperson of the Remuneration Committee

### Executive Directors

**Mr. Zhu Jiangming (朱江明先生)**, aged 55, is our founder, chairperson of the Board, executive Director and chief executive officer. Mr. Zhu founded our Company in 2015. He is responsible for overall business strategies and operations of our Group. Mr. Zhu also currently serves as a director at other subsidiaries within our Group.

Mr. Zhu is a world-class engineer and visionary entrepreneur with nearly 30 years of experience in electronics and AI technologies. Prior to founding our Company, Mr. Zhu co-established Dahua Technology in 1993, where he was mainly responsible for product R&D, production and supply chain management. From 2008 to 2010, Mr. Zhu joined and worked at Motorola Hangzhou Co., Ltd. (摩托羅拉杭州公司). Mr. Zhu returned to Dahua Technology (a company listed on the Shenzhen Stock Exchange, stock code: 002236) in 2010 and served as its director until December 2021.

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Mr. Zhu led his team to invent the patented technology of HDCVI video transmission, which became an international standard in 2014 with extensive application in international video transmission. Mr. Zhu was awarded the Second Prize of Zhejiang Science and Technology Award (浙江省科學技術獎二等獎) and the First Prize of Zhejiang Science and Technology Progress Award (浙江省科學技術進步獎一等獎) by the People's Government of Zhejiang Province in 2011 and 2015, respectively.

Mr. Zhu received a bachelor's degree in electronic engineering from Zhejiang University (浙江大學) in the PRC in July 1990.

**Mr. Wu Baojun (吳保軍先生)**, aged 51, is our executive Director and president. He is responsible for business development, marketing, manufacturing and supply chain of our Group. Mr. Wu joined our Group in May 2020, and currently serves as a director at other subsidiaries within our Group.

Mr. Wu has nearly 30 years of automotive industry experience in management and marketing. Prior to joining our Group, Mr. Wu worked at Urtrust Insurance Co., Ltd. (眾誠汽車保險股份有限公司) from 2013 to 2020 and his last position with Urtrust was the president and chairperson of the board, and the person in charge of marketing for Guangzhou Toyota Motor Co., Ltd. (廣汽豐田汽車有限公司) from 2005 to 2012. From 1993 to 2004, Mr. Wu worked at Guangzhou Honda Automobile Co., Ltd. (廣州本田汽車有限公司) and Guangzhou Peugeot Automobile Co., Ltd. (廣州標緻汽車公司). Since July 2022, Mr. Wu has served as an independent director of Zheshang Property Insurance Co., Ltd. (浙商財產保險股份有限公司).

Mr. Wu was awarded the Guangzhou Senior Financial Talent of the Year of 2016 (2016年度廣州市金融高級管理人才) and the Guangzhou Senior Financial Talent of the Year of 2017 (2017年度廣州市金融高級管理人才) by the Guangzhou Senior Financial Talent Evaluation Leading Team Office (廣州市高層次金融人才評定工作領導小組辦公室) in December 2016 and December 2017, respectively.

In July 1993, April 2005 and December 2014, Mr. Wu received a bachelor's degree in automobile tractor engineering from the School of Agricultural Mechanical Engineering of Jilin University of Technology (吉林工業大學農機工程學院) in the PRC, a master's degree in business administration from the University of Western Sydney in Australia, and a master's degree in economics from Jinan University (暨南大學) in the PRC, respectively.

**Mr. Cao Li (曹力先生)**, aged 38, is our executive Director and senior vice president. He is responsible for automotive related R&D, and battery related R&D and manufacturing of our Group. Mr. Cao joined our Group in February 2016.

Mr. Cao has more than 10 years of experience in product design. Prior to joining our Group, Mr. Cao served as a senior industrial engineer of Dahua Technology from 2013 to 2016, and the director of design of Liubai Industry and Trade (Shanghai) Co., Ltd. (留白工貿(上海)有限公司) from 2011 to 2013. Before that, Mr. Cao was a design manager of Qianfang Industrial Product Design (Shanghai) Co., Ltd. (千方工業產品設計(上海)有限公司) from 2009 to 2011.

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Mr. Cao received a number of design awards, including the Red Dot Award: Product Design awarded by Design Zentrum Nordrhein Westfalen in 2014 and the iF Product Design Award awarded by iF Industrie Forum Design in 2014.

Mr. Cao received a bachelor's degree in industrial design from Zhejiang Polytechnic University (浙江理工大學) in the PRC in June 2007.

### Non-executive Director

**Mr. Jin Yufeng (金宇峰先生)**, aged 45, is our non-executive Director. Mr. Jin joined our Group in December 2021.

Mr. Jin has more than 20 years of experience in private equity investment and financial services. Since 2015, Mr. Jin has served as the general manager, chairperson of the board of directors and general manager of Hangzhou Heda Financial Services Co., Ltd. (杭州和達金融服務有限公司). Prior to that, Mr. Jin served a number of positions in various companies, including as the general manager of Hangzhou Wanguo Investment Management Co., Ltd. (杭州萬國投資管理有限公司).

In July 1999, Mr. Jin received a bachelor's degree in economics majoring in land management from the Business School of Renmin University of China (中國人民大學工商管理學院). Since 2020, Mr. Jin has been a social instructor for graduate students at Zhejiang University of Finance and Economics (浙江財經大學) in the PRC.

### Independent Non-executive Directors

**Mr. Fu Yuwu (付于武先生)**, aged 77, is our independent non-executive Director. Mr. Fu joined our Group in December 2021.

Mr. Fu has nearly 40 years of automotive industry experience in engineering and management. Mr. Fu has served as the honorary chairperson of China Automotive Talents Society (中國汽車人才研究會) since 2018 and the president of Beijing China Automobile Culture Foundation (北京華汽汽車文化基金會) since 2014. In 1999, Mr. Fu joined the China Society of Automotive Engineers (中國汽車工程學會), where he successively served as the executive vice chairperson, secretary general and chairperson. Mr. Fu is currently the honorary chairperson of the China Society of Automotive Engineers (中國汽車工程學會). From 1970 to 1999, Mr. Fu successively served as the deputy factory director and chief engineer of Harbin Automobile Gearbox Factory of the First Automobile Manufacturing Factory of China (中國一汽哈爾濱變速箱廠) and the deputy general manager and general manager of Harbin Automotive Industry Corporation (哈爾濱汽車工業總公司).

At present, Mr. Fu serves as an independent director for the following companies listed on the Shanghai Stock Exchange, namely Chongqing Sokon Industry Group Stock Co., Ltd. (重慶小康工業集團股份有限公司) (stock code: 601127.SH) since September 2016, Hunan Corun New Energy Co., Ltd. (湖南科力遠新能源股份有限公司) (stock code: 600478.SH) since August 2017 and Hanma Technology Group Co., Ltd. (漢馬科技集團股份有限公司) (stock code: 600375.SH) since October 2020.

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In the last three years immediately preceding the date of this document, Mr. Fu served as a director of the following companies listed on the Shanghai Stock Exchange and the Hong Kong Stock Exchange, including an independent non-executive director of Guangzhou Automobile Group Co., Ltd. (廣州汽車集團股份有限公司) (stock code: 601238.SH; 02238.HK) from December 2013 to May 2020 and an independent director of Changchun Yidong Clutch Co., Ltd. (長春一東離合器股份有限公司) (stock code: 600148.SH) from January 2018 to July 2020.

In December 2017, Mr. Fu was awarded the Lifetime Achievement Award (終身成就獎) by the China Society of Automotive Engineers (中國汽車工程學會).

Mr. Fu received a bachelor's degree in mechanics from Beijing Institute of Mechanical Engineering (北京機械學院) in the PRC in July 1970. Mr. Fu obtained the qualification of a senior engineer (高級工程師) from the Jilin Provincial Department of Personnel (吉林省人事廳) in December 1989.

**Dr. Huang Wenli (黃文禮博士)**, aged 40, is our independent non-executive Director. Dr. Huang joined our Group in December 2021.

Dr. Huang has joined Zhejiang University of Finance and Economics (浙江財經大學) since 2016. He is currently serving as a vice president of the China Institute of Finance of Zhejiang University of Finance and Economics (浙江財經大學中國金融研究院) and has since then been engaging in the teaching and research of finance. In 2017, Dr. Huang was regarded as a senior professional by Zhejiang University of Finance and Economics (浙江財經大學). From 2013 to 2015, Dr. Huang was a visiting scholar in financial economics at Columbia University in the City of New York.

Since July 2016, Dr. Huang has been an independent director, a member of the audit committee and the chairperson of the remuneration committee of Zhejiang Jinghua Laser Technology Co., Ltd. (浙江京華激光科技股份有限公司) (stock code: 603607.SH, a company listed on the Shanghai Stock Exchange). Dr. Huang has also been an independent director of Zhejiang Lin'an Rural Commercial Bank Company Limited (浙江臨安農村商業銀行股份有限公司) since December 2017.

In the last three years immediately preceding the date of this document, Dr. Huang served as a director of the following companies listed in the PRC and Hong Kong, namely an independent director of Zhejiang Tailin Bioengineering Co., Ltd. (浙江泰林生物技術股份有限公司) (stock code: 300813.SZ) from May 2018 to May 2021, an independent director of Beijing Newings Tech. Co., Ltd. (新翔維創科技股份有限公司) (stock code: 833554.OC) from June 2018 to June 2020, and an independent non-executive director, a member of the audit committee and the chairperson of the remuneration committee of Morris Home Holdings Limited (慕容家居控股有限公司) (stock code: 01575.HK) from December 2016 to May 2019.

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Dr. Huang received a post-doctoral degree in management science and engineering from the University of Science and Technology of China (中國科學技術大學) in April 2016, a doctoral degree in mathematics from Zhejiang University (浙江大學) in the PRC in June 2011, a master's degree in basic mathematics from Ningbo University (寧波大學) in the PRC in June 2008, and a bachelor's degree in mathematics and applied mathematics from Ningbo University (寧波大學) in the PRC in June 2005.

**Ms. Drina C Yue (萬家樂女士)**, aged 64, is our independent non-executive Director. Ms. Yue joined our Group in December 2021.

Ms. Yue has more than 30 years of experience in the telecommunications and payment industry and has served a number of senior executive positions for different global conglomerates. Prior to joining our Group, she served as a senior advisor of the Asia region for the Global System for Mobile Communications (GSMA) from 2015 to 2016. From 2011 to 2014 Ms. Yue served on the Brambles Asian Advisory Board for Brambles Limited (stock code: BXB.ASX, a company listed on the Australian Securities Exchange). Ms. Yue served as the senior vice president and managing director of Western Union, Asia Pacific from 2010 to 2014. Ms. Yue served as the head of Asia Pacific Broadband Communications and Home & Network Mobility of Motorola Asia Pacific Limited from 2004 to 2010, during which she oversaw and developed the broadband communications business for Motorola in Asia. From March 2000 to February 2004, Ms. Yue worked for iSteelAsia.com Limited (later known as North Asia Strategic Holdings Ltd.). From 1999 to 2000, Ms. Yue served as the chief of staff to the president of Motorola's wireless infrastructure business in the PRC.

Ms. Yue served on a number of government advisory committees in Hong Kong. She served on the Unsolicited Electronic Messages (Enforcement Notices) Appeal Board from 2010 to 2016, the Personalized Vehicle Registration Marks Vetting Committee from 2008 to 2014, the Solicitors Disciplinary Tribunal Panel from 2005 to 2011, the Appeal Board on Closure Orders (Immediate Health Hazard) from 2002 to 2008, and the Information Infrastructure Advisory Committee from 2000 to 2004.

Ms. Yue has been an independent non-executive director and a member of the audit committee and remuneration committee of Taiwan Mobile (stock code: 3045.TPE, a company listed on the Taiwan Stock Exchange) since June 2020 and a board member of Christian Action Asia (a non-profit organisation based in the United States) since October 2016. Ms. Yue served as an independent non-executive director and a member of the audit committee and compensation committee for Gemalto N.V. (an international digital security company based in the Netherlands and listed on Euronext Paris, the Paris Stock Exchange (stock code: NL0000400653)) from June 2012 to May 2016.

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Ms. Yue received the Distinguished Alumni Award from Computer Science Department of University of Illinois in 2017, and the Distinguished Service Award from College of Engineering of University of Illinois in 2021.

Ms. Yue received a master's degree in computer science and a bachelor's degree in electronic engineering from University of Illinois at Urbana-Champaign of the United States in August 1984 and June 1980, respectively.

### SUPERVISORY COMMITTEE

Our Supervisory Committee comprises three members. Our Supervisors serve a term of three years and may be re-elected for successive reappointments. The functions and duties of the Supervisory Committee include reviewing financial reports, business reports and profit distribution plans prepared by the Board and overseeing the financial and business performance of our Group. They are also entitled to appoint certified public accountants and practicing auditors to re-examine our Company's financial information where necessary.

The following table sets out information in respect of the Supervisors.

Name	Age	Position/Title	Date of Appointment as Supervisor	Date of Joining our Group	Role and Responsibility
Mr. Wu Yefeng (吳燁鋒先生)	38	Chairperson of the supervisory committee and shareholders' representative Supervisor	December 2017	December 2017	Performing duties as a Supervisor in accordance with the Articles as well as relevant laws and regulations
Mr. Mo Chengrui (莫承銳先生)	50	Supervisor	April 2021	February 2016	Performing duties as a Supervisor in accordance with the Articles as well as relevant laws and regulations
Ms. Yao Tianzhi (姚甜芝女士)	28	Employees' representative Supervisor	April 2021	June 2016	Performing duties as a Supervisor in accordance with the Articles as well as relevant laws and regulations

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### Supervisors

**Mr. Wu Yefeng** (吳燁鋒先生), aged 38, is the chairperson of our supervisory committee and a shareholders' representative Supervisor. Mr. Wu joined our Group in December 2017.

Mr. Wu founded Hangzhou Mili Venture Capital Co., Ltd. (杭州米立創業投資有限公司) in 2021 and has since then served as the chairperson of board of directors. From 2014 to 2020, Mr. Wu served as the general manager of Zheshang Wanjia (Beijing) Venture Investment Management Co., Ltd. (浙商萬嘉(北京)創業投資管理有限公司). Before that, Mr. Wu worked at a number of companies, including Zhejiang Wanyu Investment Management Co., Ltd. (浙江萬裕投資管理有限公司), Hangzhou Wanjia Cultural Development Co., Ltd. (杭州萬迦文化發展有限公司) and Zhejiang Mihuang Apparel Co., Ltd. (浙江米皇服飾股份有限公司).

Mr. Wu received a master's degree in professional accounting from the University of New South Wales in Australia and a bachelor's degree with honors in business and management from Oxford Brookes University in the United Kingdom in August 2009 and June 2006, respectively.

**Mr. Mo Chengrui** (莫承銳先生), aged 50, is our Supervisor. Mr. Mo joined our Group in February 2016.

Prior to joining our Group, Mr. Mo served a number of positions at Chang'an Automobile Shanghai Research Institute (長安汽車上海研究院), including the director of the general arrangement office, vehicle project design chief and vehicle project director, from 2005 to 2016. From 2001 to 2005, Mr. Mo served as the director and head of product development for Jiangyin Xietong Automobile Accessories Co., Ltd. (江陰協統汽車附件有限公司). Before that, Mr. Mo worked at Jiangsu Alfa Bus Co., Ltd. (江蘇常隆客車有限公司) and Yto (Jiangsu) Group Corporation (中國一拖(江蘇)集團公司).

Mr. Mo received a bachelor's degree in automotive engineering from Hubei Institute of Automotive Industry (湖北汽車工業學院) in the PRC in July 1997. Mr. Mo was qualified as an intermediate engineer by the Shanghai Light Industry Professional Engineering Series Intermediate Professional Technical Position Qualification Review Committee (上海輕工專業工程系列中級專業技術職務任職資格評審委員會) in December 2013.

**Ms. Yao Tianzhi** (姚甜芝女士), aged 28, is our employees' representative Supervisor. Ms. Yao joined our Group and served as the secretary to a number of Directors of the Company in June 2016. She is also a supervisor of other subsidiaries within our Group.

Ms. Yao received a bachelor's degree in logistics management from the Hangzhou Business School of Zhejiang Gongshang University (浙江工商大學杭州商學院) in the PRC in June 2016.



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### SENIOR MANAGEMENT

The following table sets out information regarding the members of senior management of our Company.

Name	Age	Position/Title	Date of appointment as current position	Date of Joining our Group	Role and Responsibility
Mr. Zhu Jiangming (朱江明先生)	55	Founder, chairperson of the Board, executive Director and chief executive officer	March 2021	December 2015	Responsible for overall business strategies and operations of our Group, and serving as the chairperson of the Nomination Committee and a member of the Remuneration Committee
Mr. Wu Baojun (吳保軍先生)	51	Executive Director and president	May 2020	May 2020	Responsible for business development, marketing, manufacturing and supply chain of our Group
Mr. Cao Li (曹力先生)	38	Executive Director and senior vice president	April 2021	February 2016	Responsible for automotive related R&D, and battery related R&D and manufacturing of our Group
Ms. Jing Hua (敬華女士)	53	Senior vice president and secretary to the Board	April 2021	February 2016	Responsible for the office of the Board, operation and process management, IT management, legal affairs and administration functions of our Group
Mr. Cho Kwong Lun Kelvin (曹廣麟先生)	44	Vice chairman and chief financial officer	October 2021	October 2021	Responsible for global business strategy and operations, corporate development and capital markets function of our Group
Mr. Zhou Hongtao (周洪濤先生)	43	Senior vice president	April 2021	February 2016	Responsible for R&D and manufacturing of autonomous driving and automotive electronics of our Group
Mr. Wu Cun (巫存先生)	42	Vice president	April 2021	February 2016	Responsible for R&D and manufacturing of electric drives of our Group
Mr. Shu Chuncheng (舒春成先生)	38	Vice president	April 2021	May 2016	Responsible for supply chain management of our Group
Mr. Zhang Guangyin (張光銀先生)	43	Vice president	December 2021	June 2018	Responsible for vehicle manufacturing of our Group

For details of the biographies of Mr. Zhu Jiangming (朱江明先生), Mr. Wu Baojun (吳保軍先生) and Mr. Cao Li (曹力先生), see “— Board of Directors.”

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**Ms. Jing Hua (敬華女士)**, aged 53, is our senior vice president and secretary to the Board. Ms. Jing was also appointed as a joint company secretary of our Company, effective upon [REDACTED]. She is responsible for the office of the Board and our Group's operation and process management, IT management, legal affairs and administration functions. Ms. Jing joined our Group in February 2016 and served as the general manager of Leapmotor Automobile Co., Ltd. (零跑汽車有限公司), a wholly-owned subsidiary of the Company, from January 2017 to June 2021.

Ms. Jing has nearly 30 years of experience in the information technology industry, and worked at a number of information technology companies in the PRC. Prior to joining our Group, Ms. Jing worked at Huaxia Shilian Co., Ltd. (華夏視聯控股有限公司), WASU Media & Network Co. Ltd (華數傳媒網絡有限公司) and Zhejiang China Radio and Television Network Co., Ltd. (浙江華數廣電網絡股份有限公司) from 2006 to 2015. Ms. Jing served as the general manager of Hangzhou Tianxin Digital Technology Co., Ltd. (杭州天信數碼科技有限公司) from 2003 to 2005. Ms. Jing worked at Hangzhou Alcatel Communication System Co., Ltd (杭州阿爾卡特通訊系統有限公司) from 1997 to 2003, during which she served as the general manager of its subsidiary, Hangzhou Tianxin Information Technology Co., Ltd. (杭州天信信息技術有限公司).

Ms. Jing received a master's degree in business management from Zhejiang University (浙江大學) in the PRC in March 2005 and a bachelor's degree in electronics engineering from Zhejiang University (浙江大學) in the PRC in July 1990, respectively.

**Mr. Cho Kwong Lun Kelvin (曹廣麟先生)**, aged 44, is our vice chairman and chief financial officer. He is responsible for global business strategy and operations, corporate development and capital markets function of our Group. Mr. Cho joined our Group in October 2021.

Prior to joining our Group, he worked at J.P. Morgan Securities (Asia Pacific) Limited from 2015 to 2021 with his last position as a managing director in investment banking and the head of the Greater China equity capital markets, responsible for the management and business operation of its equity capital markets practice in Greater China. Mr. Cho worked at Merrill Lynch (Asia Pacific) Limited in its equity capital markets group from 2010 to 2015.

Mr. Cho received a bachelor's degree in economics with honors from Concordia University in Canada in October 2001.

**Mr. Zhou Hongtao (周洪濤先生)**, aged 43, is our senior vice president. He is responsible for R&D and manufacturing of autonomous driving and automotive electronics of our Group. Mr. Zhou joined our Group in February 2016.

Mr. Zhou has nearly 20 years of experience in the software and automotive electronics industries. Prior to joining our Group, Mr. Zhou worked at Dahua Technology from 2001 to 2016, where he was responsible for software-related work and oversaw the completion of a number of major projects.

Mr. Zhou received a bachelor's degree in industrial automation from the School of Electronic Engineering of Xidian University (西安電子科技大學) in the PRC in July 2001.

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**Mr. Wu Cun (巫存先生)**, aged 42, is our vice president. He is responsible for R&D and manufacturing of electric drives of our Group. Mr. Wu joined our Group in February 2016.

Mr. Wu has nearly 20 years of experience in the engineering and automotive electronics industries. Prior to joining our Group, Mr. Wu served as the chief engineer of Bosch Automotive Products (Suzhou) Co., Ltd. (博世汽車部件(蘇州)有限公司) from 2014 to 2015, a senior engineer of Emerson (Suzhou) Climate Technologies Company Limited (艾默生環境優化技術(蘇州)有限公司) from 2011 to 2014, and the head of the compressor motor development section of Suzhou Samsung Electronics Co., Ltd. (蘇州三星電子有限公司) from 2003 to 2010. Prior to that, Mr. Wu worked for Jiangyin Fasten Group (江陰市法爾勝集團).

Mr. Wu graduated from Suzhou University (蘇州大學) in mechanical engineering and automation in the PRC in June 2002.

**Mr. Shu Chuncheng (舒春成先生)**, aged 38, is our vice president. He is responsible for supply chain management of our Group. Mr. Shu joined our Group in May 2016.

Mr. Shu has nearly 20 years of experience in automotive supply chain management. Prior to joining our Group, Mr. Shu served as a senior procurement manager of Chery Automobile Co., Ltd. (奇瑞汽車股份有限公司) from 2005 to 2016.

Mr. Shu received a bachelor's degree in materials science and engineering from Nanchang University (南昌大學) in the PRC in June 2005.

**Mr. Zhang Guangyin (張光銀先生)**, aged 43, is our vice president. He is responsible for vehicle manufacturing of our Group. Mr. Zhang joined our Group in June 2018.

Mr. Zhang has nearly 20 years of experience in automotive manufacturing and quality control. Prior to joining our Group, Mr. Zhang worked for a number of automobile companies. He served as the chief of quality control functions of BAIC (Zhenjiang) Automobile Co., Ltd. (北汽(鎮江)汽車有限公司) from 2016 to 2018 and a manager of the manufacturing quality department of Chery Automobile Co., Ltd. (奇瑞汽車股份有限公司) from 2007 to 2016, and Toyota Motor (Overseas) (日本豐田汽車(海外)) from 2004 to 2007.

Mr. Zhang graduated from Shanghai Datong College (上海大同學院) in automobile engineering in the PRC in July 2012.

Save as disclosed above, (i) none of our Directors, Supervisors and members of senior management has been a director of any public company the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this Document; (ii) none of our Directors has any interests in any business, which competes or is likely to compete, either directly or indirectly, with our business which would require disclosure under Rule 8.10 of the Listing Rules; and (iii) none of our Directors, Supervisors and members of the senior management is related to other Directors, Supervisors and members of the senior management.

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

### JOINT COMPANY SECRETARIES

**Ms. Jing Hua (敬華女士)** was appointed as a joint company secretary of our Company in December 2021, effective upon [REDACTED]. For details of her biography, see “— *Senior Management*” in this section.

**Ms. Lee Mei Yi (李美儀女士)** was appointed as the other joint company secretary of our Company in [August] 2022, effective upon [REDACTED]. She is an executive director of corporate services of Tricor Services Limited. Ms. Lee has more than 25 years of experience in the corporate secretarial field and has been handling the company secretarial compliance works of Hong Kong listed companies, multinational corporations, private and offshore companies. She currently holds company secretary or joint company secretary positions in various companies listed on the Hong Kong Stock Exchange. Ms. Lee is a Chartered Secretary and a fellow of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom. She obtained an honours bachelor’s degree in accountancy from City University of Hong Kong (formerly “City Polytechnic of Hong Kong”) in November 1992.

Our Company [has been] granted a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules such that Ms. Jing Hua may be appointed as a joint company secretary of our Company. However, the waiver can be revoked if there are material breaches of the Listing Rules by our Company. For details, please see the section headed “Waivers from Strict Compliance with the Listing Rules and Exemption from Strict Compliance with the Companies (Winding Up and Miscellaneous Provisions) Ordinance” in this document.

### BOARD COMMITTEES

Our Board delegates certain responsibilities to various committees. In accordance with the relevant PRC laws and regulations and the Corporate Governance Code, Appendix 14 to the Listing Rules, our Company has formed three Board committees, namely the Audit Committee, the Remuneration Committee and the Nomination Committee.

## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### Audit Committee

We have established an Audit Committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph D.3 of part II of the Corporate Governance Code, Appendix 14 to the Listing Rules. The Audit Committee consists of three Directors, namely Mr. Fu Yuwu, Mr. Jin Yufeng and Dr. Huang Wenli. Dr. Huang holds the appropriate professional qualifications as required under Rules 3.10(2) and 3.21 of the Listing Rules and serves as the chairperson of the Audit Committee. The primary duties of the Audit Committee include, but not limited to, the following:

- examining the authenticity of financial reports of our Company and monitoring financial reporting procedures of our Company;
- examining the effectiveness of risk management and internal control system of our Company;
- ensuring that our Company's resources in accounting, internal audit and financial reporting functions, qualifications and experience of our Company's accounting and reporting personnel, and the training and budget for relevant expenditures are adequate;
- reviewing results of internal investigations and responses from management in relation to any suspected dishonesty, non-compliances, or suspected violations of laws, rules and regulations;
- evaluating whether our Company has any major internal control defaults or deficiencies;
- evaluating the nature and severity of major risks faced by our Company in the preceding financial year;
- evaluating the performance of the audit function and personnel;
- proposing the appointment of external auditors to our Board, and reviewing the qualification, independence and performance of the external auditors; and
- regularly examining the financial reports and annual reports of our Company.

## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### Remuneration Committee

We have established a Remuneration Committee with written terms of reference in compliance with paragraph E.1 of part II of the Corporate Governance Code, Appendix 14 to the Listing Rules. The Remuneration Committee consists of three Directors, namely Mr. Zhu Jiangming, Dr. Huang Wenli and Ms. Drina C Yue. Ms. Yue serves as the chairperson of the Remuneration Committee. The primary duties of the Remuneration Committee include, but not limited to, the following:

- formulating the overall remuneration policy and structure of our Company's Directors, Supervisors and members of the senior management, formulating proper and transparent remuneration procedures, and making suggestions to our Board;
- reviewing and approving remuneration proposals of members of our senior management in accordance with our Company's policies and objectives as approved by our Board from time to time;
- making recommendations to our Board on remuneration of individual executive Directors and member of senior management, including non-monetary benefits, pension rights and amount of compensation (including compensation for loss or termination of office or appointment);
- making recommendations to our Board on remuneration of our non-executive Directors (including independent non-executive Directors), Supervisors, advisers to the Board (if any) and committees of our Board;
- reviewing and approving compensation payable to our executive Directors, Supervisors and members of senior management for loss or termination of office or appointment, so as to ensure that such compensation is consistent with the terms of relevant contracts, and if such compensation is not determined in accordance with the relevant contract terms, compensation should be fair, reasonable and not excessive;
- reviewing and approving compensation arrangements in relation to dismissal or removal of our Directors due to misconduct, so as to ensure that such compensation is consistent with terms of relevant contract, and if such compensation is not determined in accordance with the relevant contract terms, compensation should be fair, reasonable and not excessive; and
- dealing with other matters as required by laws, regulations, rules, articles of our Company, terms of reference and applicable securities regulatory authorities, and other matters that are authorized by the Board.

## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### Nomination Committee

We have established a Nomination Committee with written terms of reference in compliance with paragraph B.3 of part II of the Corporate Governance Code, Appendix 14 to the Listing Rules. The Nomination Committee consists of three Directors, namely Mr. Zhu Jiangming, Mr. Fu Yuwu and Dr. Huang Wenli. Mr. Zhu serves as the chairperson of the Nomination Committee. The primary duties of the Nomination Committee include, but not limited to, the following:

- reviewing the structure, composition and diversity of our Board at least once a year with reference to our Company's business activities, scale of assets and shareholding structure, and making recommendations to our Board on any change in Board composition in accordance with our Company's strategies;
- making recommendations on the appointment and re-appointment of our Directors (in particular, the chairperson of our Board, and including our non-executive Directors and independent non-executive Directors) and our general manager;
- conducting search in potential suitable candidates for Directors and making recommendations to our Board on the suitable candidates;
- evaluating the independence of our independent non-executive Directors, the performance of our Directors (including both executive and non-executive Directors) and whether our Directors have devoted sufficient time in performing their duties;
- developing corporate governance standards and procedures and monitoring the implementation of such standards and procedures, and making recommendations to our Board;
- monitoring and overseeing the trainings and continuous professional development plan for our Directors and members of our senior management, and developing and overseeing the compliance of code of conducts and compliance handbook (if any) for our employees and Directors;
- formulating and evaluating our Board diversity policy, and making disclosures in the corporate governance report (which shall be included as part of our annual report) the relevant policies, including the nomination procedures adopted by the nomination committee and standards for the election of our Board members; and
- dealing with other matters that are authorized by our Board or our Articles from time to time, and other matters that are required by applicable laws from time to time.

## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### COMPENSATION OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

We offer our executive Directors, Supervisors and senior management members, who are also the Company's employees, compensation in the form of fees, salaries, retirement benefit scheme contributions, discretionary bonus, housing allowances and other benefits in kind. Our independent non-executive Directors receive compensation with reference to their respective positions and duties, including being a member or the chairperson of Board committees.

For the years ended December 31, 2019, 2020 and 2021, the aggregate amount of remuneration paid or payable to our Directors and supervisors amounted to approximately RMB2,010,000, RMB46,489,000 and RMB65,784,000, respectively. For the three months ended March 31, 2021 and 2022, the aggregate amount of remuneration paid or payable to our Directors and supervisors amounted to approximately RMB2,395,000 and RMB17,773,000, respectively.

Under the arrangement currently in force, we estimate the total compensation before taxation, including estimated-share based compensation, to be accrued to our Directors and our Supervisors for the year ending December 31, 2022 to be approximately RMB74,200,000. The actual remuneration of Directors and Supervisors in 2022 may be different from the expected remuneration.

For each of the years ended December 31, 2019, 2020 and 2021 and the three months ended March 31, 2021 and 2022, there were 1, 1, 3, 1 and 3 Directors among the five highest paid individuals, respectively. The total emoluments for the remaining individuals among the five highest paid individuals amounted to approximately RMB19,202,000, RMB9,844,000, RMB13,162,000, RMB7,487,000 and RMB6,200,000, for the years ended December 31, 2019, 2020 and 2021 and the three months ended March 31, 2021 and 2022, respectively.

We confirmed that during the Track Record Period, no consideration was paid by our Company to, or receivable by, our Directors for making available directors' services or as termination benefits.

Save as disclosed above, no other payments have been paid, or are payable, by our Company or any of our subsidiary to our Directors, Supervisors or the five highest paid individuals during the Track Record Period.

### CORPORATE GOVERNANCE

Our Company is committed to achieving high standards of corporate governance with a view to safeguarding the interests of our Shareholders. To accomplish this, our Company complies or intends to comply with the corporate governance requirements under the Corporate Governance Code set out in Appendix 14 to the Hong Kong Listing Rules after the [REDACTED].

Pursuant to code provision A.2.1 of the Corporate Governance Code, companies listed on the Stock Exchange are expected to comply with, but may choose to deviate from



## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

the requirement that the responsibilities between the chairperson and the chief executive officer should be segregated and should not be performed by the same individual. We do not have a separate chairperson and chief executive officer and Mr. Zhu Jiangming currently performs these two roles. Our Board believes that, in view of his experience, personal profile and his roles in our Company as mentioned above Mr. Zhu Jiangming is the Director best suited to identify strategic opportunities and focus of the Board due to his extensive understanding of our business as our chief executive officer. The Board also believes that vesting the roles of both chairperson and chief executive officer in the same person has the benefit of (i) ensuring consistent leadership within the Group, (ii) enabling more effective and efficient overall strategic planning and execution of strategic initiatives of the Board, and (iii) facilitating the flow of information between the management and the Board for the Group. The Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable the Company to make and implement decisions promptly and effectively. The Board will continue to review and consider splitting the roles of chairperson of the Board and the chief executive officer of the Company at a time when it is appropriate by taking into account the circumstances of the Group as a whole.

### BOARD DIVERSITY POLICY

In order to enhance the effectiveness of our Board and to maintain the high standard of corporate governance, we have adopted the board diversity policy which sets out the objective and approach to achieve and maintain diversity of our Board. Pursuant to the board diversity policy, we seek to achieve Board diversity through the consideration of a number of factors when selecting the candidates to our Board, including but not limited to gender, skills, age, professional experience, knowledge, cultural, education background, ethnicity and length of service. The ultimate decision of the appointment will be based on merit and the contribution which the selected candidates will bring to our Board.

Our Directors have a balanced mix of knowledge and skills, including overall management and strategic development, quality assurance and control, finance and accounting and corporate governance in addition to industry experience relevant to our Group's operations and business. They obtained degrees in various majors including engineering, economics, and business administration. We have three independent non-executive Directors with different industry backgrounds, representing more than one third of the members of our Board. Furthermore, our Board has a diverse age and gender representation. Taking into account our existing business model and specific needs as well as the different background of our Directors, the composition of our Board satisfies our 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 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 our Board for consideration and approval. The Nomination Committee will also include in annual reports a summary of the Board Diversity Policy, including any measurable objectives set for implementing the Board Diversity Policy and the progress on achieving these objectives.

## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### EMPLOYEE INCENTIVE SCHEMES

For more information, please refer to "History, Development and Corporate Structure — Establishment and Development of Our Company — (6) Equity Transfer to Employee Shareholding Plan in February 2021" and "Appendix VI — Statutory and General Information — Further Information about Our Directors, Supervisors, Management and Substantial Shareholders — 5. Employee Incentive Schemes."

### COMPLIANCE ADVISOR

We have appointed Somerley Capital Limited as our Compliance Advisor pursuant to Rules 3A.19 and 19A.05 of the Listing Rules. The Compliance Advisor will provide us with guidance and advice as to compliance with the Listing Rules and other applicable laws, rules, codes and guidelines. Pursuant to Rule 3A.23 of the Listing Rules, the Compliance Advisor will advise our Company in certain circumstances including:

- (a) before the publication of any regulatory announcement, circular or financial report;
- (b) where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues and share repurchases;
- (c) where we propose to use the [REDACTED] of the [REDACTED] in a manner different from that detailed in this Document or where our business activities, developments or results deviate from any forecast, estimate or other information in this Document; and
- (d) where the Hong Kong Stock Exchange makes an inquiry to our Company regarding unusual movements in the price or trading volume of its [REDACTED] securities or any other matters in accordance with Rule 13.10 of the Listing Rules.

Pursuant to Rule 19A.06 of the Listing Rules, the Compliance Advisor will, on a timely basis, inform our Company of any amendment or supplement to the Listing Rules that are announced by the Hong Kong Stock Exchange. The Compliance Advisor will also inform our Company of any new or amended law, regulation or code in Hong Kong applicable to us, and advise us on the continuing requirements under the Listing Rules and applicable laws and regulations.

The term of the appointment will commence on the [REDACTED] and is expected to end on the date on which our Company complies with Rule 13.46 of the Listing Rules in respect of our financial results for the first full financial year commencing after the [REDACTED].