

## DIRECTORS AND SENIOR MANAGEMENT

### BOARD OF DIRECTORS

Our Board consists of seven Directors, comprising four executive Directors and three independent non-executive Directors. The functions and duties of our Board include but are not limited to, convening general meetings, reporting on the performance of our Board’s work at the general meetings, implementing the resolutions passed at the general meetings, determining business and investment plans, formulating our annual financial budget and final accounts, formulating our proposals for profit distributions, and formulating proposals for increase or reduction of our capital as well as exercising other powers, functions and duties as conferred by our Articles of Association.

The following table sets forth the information in respect of the members of our Board:

<u>Name</u>	<u>Age</u>	<u>Position</u>	<u>Roles and responsibilities</u>	<u>Date of joining our Group</u>	<u>Date of appointment as Director</u>	<u>Relationship with other Directors and senior management</u>
Dr. Chen Ping (陳平)	58	Chairman, chief executive officer and executive Director	Responsible for overall strategic planning and overseeing general management and daily operation of our Group	April 2012	August 2021	Spouse of Ms. Wang Zheshi
Ms. Wang Zheshi (王者師)	39	Chief administrative and human resources officer and executive Director	Responsible for overseeing the administrative and human resources affairs of our Group	September 2012	August 2021	Spouse of Dr. Chen Ping
Mr. Feng Yijing (馮義晶)	40	Chief financial officer and executive Director	Responsible for overseeing the overall management of accounting and financial matters of our Group	July 2019	August 2021	None
Mr. Wang Jun (王軍)	47	Chief technology officer and executive Director	Responsible for overseeing the management of our Group’s technological resources	November 2021	December 2021	None

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Name	Age	Position	Roles and responsibilities	Date of joining our Group	Date of appointment as Director	Relationship with other Directors and senior management
Mr. Gu Jiong (顧炯)	49	Independent non-executive Director	Responsible for supervising the management of our Group and providing independent judgment to our Board	[●]	[●]	None
Mr. Fong Wo, Felix (方和)	71	Independent non-executive Director	Responsible for supervising the management of our Group and providing independent judgment to our Board	[●]	[●]	None
Mr. Yang Hai (楊海)	46	Independent non-executive Director	Responsible for supervising the management of our Group and providing independent judgment to our Board	[●]	[●]	None

### DIRECTORS

#### Executive Directors

**Dr. Chen Ping (陳平)**, aged 58, is our co-founder and executive Director. Dr. Chen is also the chairman of our Board and our chief executive officer responsible for the overall strategic planning and overseeing general management and daily operation of our Group. Dr. Chen also holds directorships in each of the subsidiaries of our Group. He is also the chairman of the Nomination Committee.

Dr. Chen has over 25 years of experience in the telecommunications industry and has acquired the relevant knowledge and expertise relating to engineering from working with various multinational enterprises prior to founding our Group. From 1988 to 1991, Dr. Chen was a radio frequency (RF) design engineer at Scientific Atlanta, Inc., a telecommunications manufacturer in the United States, after which he pursued further studies at the University of Nevada and completed his master’s degree in 1993. From 1993 to 1996, Dr. Chen worked as a senior design engineer at Fujitsu America, Inc., a wholly-owned subsidiary of Fujitsu Limited, a Japanese multinational information and communications technology equipment and services corporation whose shares are listed on the Tokyo Stock Exchange (stock code: 6702). From 1996 to 1999, Dr. Chen was a senior RF design engineer at Qualcomm, Inc., a multinational

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semiconductor and wireless technology manufacturer headquartered in the United States whose shares are listed on the NASDAQ (stock code: QCOM). From 1999 to 2002, Dr. Chen served as a senior radio-frequency integrated circuit (RFIC) design manager at RF Micro Devices, Inc. (currently known as Qorvo, Inc., listed on the NASDAQ (stock code: QRVO)), a company principally engaged in radio frequency technology in the United States, where he was responsible for designing radio frequency for applications in wireless infrastructure. From 2002 to 2004, Dr. Chen served as the managing director in the Asia-Pacific region for Signal Technology Corporation, a microwave and RF components manufacturer, where he gained experience in the defense electronics field. From 2004 to 2009, Dr. Chen was the general manager of the Asia-Pacific region for SkyCross, Inc., a global wireless antenna solutions company, where he was responsible for the overall management of the company in the Asia-Pacific region. From 2009 to 2012, Dr. Chen and Ms. Wang were in the course of preparing for the establishment of our Group. Dr. Chen then co-founded our Group with Ms. Wang in September 2012 through establishing Shenzhen Wulian.

Dr. Chen obtained a master’s degree in electrical engineering from the University of Nevada in the United States in August 1993. Dr. Chen subsequently obtained a doctorate degree in electrical engineering from North Carolina Agricultural and Technical State University in the United States in May 2008.

Dr. Chen was previously a director of the following companies at the time of their respective dissolutions:

<u>Name of company</u>	<u>Place of incorporation</u>	<u>Nature of business</u>	<u>Date of dissolution</u>	<u>Means of dissolution</u>
Nanjing Maitumai	PRC	Trading of telecommunication equipment	March 20, 2019	Deregistration
Dongguan Maitumai Intelligent Technology Co Ltd (東莞市邁途邁智能科技有限公司)	PRC	Research and development and sales of IoT chips	November 22, 2017	Deregistration
Shenzhen Howking	PRC	Research and development and sales of mobile phone antennae	April 2, 2022	Deregistration
Huizhou Wulian	PRC	Research and development and provision of IoT solutions	April 13, 2022	Deregistration

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Dr. Chen confirmed that (i) to the best of his knowledge, information and belief after making reasonable enquiries, each of the above companies was solvent immediately prior to its dissolution; (ii) there is no wrongful act on his part leading to the dissolutions of the above companies; (iii) he is not aware of any actual or potential claim that has been or will be made against him as a result of the dissolutions of the above companies; and (iv) no misconduct or misfeasance had been involved on his part in the dissolutions of the above companies.

Dr. Chen is the spouse of Ms. Wang, who is our executive Director and chief administrative and human resources officer. Dr. Chen is also the son-in-law of Ms. Jin, one of our Controlling Shareholders.

**Ms. Wang Zheshi (王者師)**, aged 39, is our co-founder and executive Director. Ms. Wang is also our chief administrative and human resources officer principally responsible for overseeing the administrative and human resources affairs of our Group.

Ms. Wang has around 11 years of experience in the administrative and human resources field. Prior to founding our Group, from August 2006 to March 2009, Ms. Wang worked in SkyCross, Inc. Shenzhen office with her position served as the director of Administration and Human Resource, where she was responsible for its administrative personnel management. From 2009 to 2012, Ms. Wang and Dr. Chen were in the course of preparing for the establishment of our Group. Ms. Wang then co-founded our Group with Dr. Chen in September 2012 through establishing Shenzhen Wulian.

Ms. Wang obtained a bachelor’s degree in art and design from Jilin University of Arts (吉林藝術學院) in the PRC in July 2006.

Ms. Wang was previously a director of the following companies at the time of their respective dissolutions:

<u>Name of company</u>	<u>Place of incorporation</u>	<u>Nature of business</u>	<u>Date of dissolution</u>	<u>Means of dissolution</u>
Shenzhen Howking Technology Co., Ltd. (深圳市濠環科技有限公司)	PRC	Research and development, import and export of telecommunication equipment	August 5, 2015	Deregistration
Shenzhen Howking	PRC	Research and development and sales of mobile phone antennae	April 2, 2022	Deregistration
Huizhou Wulian	PRC	Research and development and provision of IoT solutions	April 13, 2022	Deregistration

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Ms. Wang confirmed that (i) to the best of her knowledge, information and belief after making reasonable enquiries, each of the above companies was solvent immediately prior to its dissolution; (ii) there is no wrongful act on her part leading to the dissolutions of the above companies; (iii) she is not aware of any actual or potential claim that has been or will be made against her as a result of the dissolutions of the above companies; and (iv) no misconduct or misfeasance had been involved on her part in the dissolutions of the above companies.

Ms. Wang is the spouse of Dr. Chen, who is our executive Director, chairman and chief executive officer. Ms. Wang is also the daughter of Ms. Jin, one of our Controlling Shareholders.

**Mr. Feng Yijing (馮義晶)**, aged 40, is our executive Director. Mr. Feng is also our chief financial officer principally responsible for overseeing the overall management of accounting and financial matters of our Group. He is also a member of the Remuneration Committee.

Mr. Feng has around 17 years of experience in the accounting and auditing field. Prior to joining our Group in 2019, from August 2004 to October 2016, Mr. Feng worked at Ernst & Young Hua Ming LLP, Nanjing Branch with his last position as senior audit manager, where he was responsible for audit and other assurance and advisory services. From October 2016 to January 2019, Mr. Feng was the chief financial officer of Hangzhou Wansecheng E-Commerce Co., Ltd. (萬色城電子商務集團有限公司), where he was responsible for the overall financial matters of the group. From June 2020 to July 2022, Mr. Feng served as an independent non-executive director of Suchuang Gas Corporation limited (蘇創燃氣股份有限公司), a piped natural gas operator whose shares were formerly listed on the Stock Exchange until August 3, 2022 (stock code: 1430).

Mr. Feng obtained a bachelor's degree in auditing from the Nanjing Audit University (南京審計大學) (formerly known as the Nanjing Institute of Audit (南京審計學院)) in the PRC in June 2004. Mr. Feng became a non-practising member of the Chinese Institute of Certified Public Accountants in January 2017. He was also admitted as a fellow member of the Association of Chartered Certified Accountants in January 2013. Mr. Feng is also a Certified Internal Auditor, as awarded by the Institute of Internal Auditors in November 2010.

**Mr. Wang Jun (王軍)**, aged 47, is an executive Director. Mr. Wang is also our chief technology officer principally responsible for overseeing the management of our Group's technological resources.

Mr. Wang has around 21 years of experience in the software development field. Prior to joining our Group in November 2021, from December 2000 to July 2003, Mr. Wang worked at Huawei Technologies Co., Ltd. Nanjing Research & Development Center (華為技術有限公司南京研究所). From August 2003 to February 2008, Mr. Wang worked at Nanjing Lucent Technologies Telecommunications Co., Ltd. (南京朗訊科技通信有限公司) with his last position as a technician. From March 2008 to April 2009, Mr. Wang joined Microsoft (China) Co., Ltd. Shanghai Minhang Branch with his last position as software design engineer II. From May 2009 to October 2018, Mr. Wang was a software developer at Ericsson Canada, Inc. From

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October 2018 to April 2021, Mr. Wang worked at Beijing DinoPlusAI Inc. (北京龍加智科技有限公司) as a software director, where he was engaged in artificial intelligence related business.

Mr. Wang obtained a bachelor’s degree in industrial automation and master’s degree in control theory and control engineering from the Southeast University (東南大學) in the PRC in June 1997 and March 2000, respectively.

### Independent Non-executive Directors

**Mr. Gu Jiong (顧炯)**, aged 49, was appointed as an independent non-executive Director on [●]. Mr. Gu is responsible for supervising the management of our Group and providing independent judgment to our Board. He is also the chairman of the Audit Committee and a member of the Nomination Committee.

From July 1995 to April 2004, Mr. Gu worked at Ernst & Young Hua Ming LLP, Shanghai Branch and was the senior manager of audit department when he left the firm. From April 2004 to December 2009, Mr. Gu worked at UTStarcom Telecom Co., Ltd. and its holding company UTStarcom Holdings Corp. (formerly known as UTStarcom, Inc.), a global telecom infrastructure provider specialized in the provision of packet optical transport and broadband access products to network operators whose shares are listed on the NASDAQ (ticker symbol: UTSI), where he last served as the finance controller (財務總監) and was responsible for accounting and financial matters. From January 2010 to August 2013, Mr. Gu served as the chief financial officer in BesTV New Media Co., Ltd. (currently known as Oriental Pearly Media Co., Ltd (東方明珠新媒體股份有限公司)), whose shares are listed on Shanghai Stock Exchange (stock code: 600637) and principally engaged in the provision of technical services, content services and marketing services for television terminals, computer terminals and mobile terminals through a media source platforms where he was responsible for the financial matters of this company. From January 2016 to October 2016 and from October 2016 to January 2019, Mr. Gu was a non-executive director and an alternative director to Hui To Thomas of Shaw Brothers Holdings Limited (formerly known as Meike International Holdings Limited), a company listed on the Stock Exchange (stock code: 953), respectively. From March 2019 to November 2020, Mr. Gu was an independent non-executive director of Tu Yi Holding Company Limited, a company listed on the Stock Exchange (stock code: 1701). From June 2015 to November 2020, Mr. Gu was an independent non-executive director of Chen Xing Development Holdings Limited, a company listed on the stock exchange (stock code: 2286). From June 2015 to June 2021, Mr. Gu was an independent non-executive director of Xinming China Holdings Limited, a company listed on the Stock Exchange (stock code: 2699). From September 2013 to August 2016, Mr. Gu was the chief financial officer of CMC (Shanghai) Investment Management LLP (華人文化(上海)投資管理中心(有限合夥)), where he was responsible for the overall financial and capital operations of the company. Since September 2016, Mr. Gu has been the director, vice president and chief financial officer of CMC Inc. (華人文化有限責任公司) (“CMC”) (formerly known as CMC Holdings Limited), an investment platform focused on the media and entertainment investments, where he is responsible for overseeing the financial operations and location-based entertainment business of CMC.

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Mr. Gu is currently the independent non-executive director of Amlogic (Shanghai) Co., Ltd (晶晨半導體(上海)股份有限公司), a company involved in the bulk purchase distribution of electronic parts and electronic communications equipment whose shares are listed on the Shanghai Stock Exchange (stock code: 688099), and of the following companies whose shares are listed on the Stock Exchange:

<u>Appointment date</u>	<u>Company</u>	<u>Stock code</u>
December 2020	Vesync Co., Ltd	2148
April 2019	Mulsanne Group Holding Limited	1817
September 2018	DaFa Properties Group Limited	6111
April 2018	Ascleitis Pharma Inc.	1672

Mr. Gu obtained a bachelor's degree in financial management from Fudan University (復旦大學) in the PRC in July 1995. He is currently a non-practicing member of The Chinese Institute of Certified Public Accountants (中國註冊會計師協會).

Mr. Gu was previously a director of the following companies at the time of their respective dissolutions:

<u>Name of company</u>	<u>Place of incorporation</u>	<u>Nature of business</u>	<u>Date of dissolution</u>	<u>Means of dissolution</u>
Shanghai Huahan Tiyu Cultural Development Company Limited (上海華翰體育文化發展有限公司)	PRC	Organization of sports related project	September 6, 2019	Deregistration
Shanghai Huacheng Tiyu Culture Communication Company Limited (上海華聘體育文化傳播有限公司)	PRC	Organization of sports related project	January 30, 2019	Deregistration
CMC Base HK Limited	Hong Kong	Investment holding	February 19, 2021	Deregistration

Mr. Gu confirmed that (i) to the best of his knowledge, information and belief after making reasonable enquiries, each of the above companies was solvent immediately prior to its dissolution; (ii) there is no wrongful act on his part leading to the dissolutions of the above companies; (iii) he is not aware of any actual or potential claim that has been or will be made against him as a result of the dissolutions of the above companies; and (iv) no misconduct or misfeasance had been involved on his part in the dissolutions of the above companies.

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**Mr. Fong Wo, Felix (方和)**, *BBS, JP*, aged 71, was appointed as our independent non-executive Director on [●]. Mr. Fong is responsible for supervising the management of our Group and providing independent judgment to our Board. He is also the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee.

Mr. Fong has practiced law for more than 32 years. Mr. Fong was admitted as a barrister and solicitor in Ontario, Canada in 1980, a solicitor in England and Wales in 1986, and in Hong Kong in 1987. He is a member of the Law Societies of Hong Kong, Upper Canada and England and Wales. Since 1988, Mr. Fong has been with King & Wood Mallesons (formerly known as Robert Lee & Fong, Felix Fong & Hon, Fong & Ng, Arculli Fong & Ng and King & Wood) specializing in foreign investments in the PRC.

From May 2000 to December 2008, Mr. Fong served as a non-executive director of Cinda International Holdings Limited (formerly known as Hantec Investment Holdings Limited), a financial institution principally engaged in corporate finance advisory, securities broking and asset management whose shares are listed on the Stock Exchange (stock code: 111). From May 2010 to May 2016, Mr. Fong served as an independent non-executive director of China Oilfield Services Limited (中海油田服務股份有限公司), a company dually listed on the Stock Exchange (stock code: 2883) and Shanghai Stock Exchange (stock code: 601808) which is principally engaged in offshore oil and gas exploration, development and production. From April 2011 to July 2018, he served as an independent non-executive director of China Investment Development Limited (中國投資開發有限公司) (formerly known as Temujin International Investments Limited), a company principally engaged in investment in listed and unlisted securities whose shares are listed on the Stock Exchange (stock code: 204). From October 2010 to March 2020, he served as an independent non-executive director of Evergreen International Holdings Limited (長興國際 (集團) 控股有限公司), a company principally engaged in the manufacturing and sales of menswear whose shares are listed on the Stock Exchange (stock code: 238). From June 2012 to May 2020, he served as an independent non-executive director of Sheen Tai Holdings Group Company Limited (順泰控股集團有限公司), a company principally engaged in the manufacturing and sales of cigarette packaging materials whose shares are listed on the Stock Exchange (stock code: 1335). From May 2017 to June 2020, he served as an independent non-executive director of Wuxi Biologics (Cayman) Inc. (藥明生物技術有限公司), a company principally engaged in the provision of biologics services whose shares are listed on the Stock Exchange (stock code: 2269). From June 2015 to October 2021, he served as an independent non-executive director of Xinming China Holdings Limited (新明中國控股有限公司) (stock code: 2699), a company principally engaged in property development whose shares are listed on the Stock Exchange.



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Mr. Fong is currently the independent non-executive director of the following companies whose shares are listed on the Stock Exchange:

<u>Appointment date</u>	<u>Company</u>	<u>Stock code</u>
December 2020	Vesync Co., Ltd	2148
December 2019	Television Broadcasts Limited (電視廣播有限公司)	511
January 2007	Guangdong Land Holdings Limited (粵海置地控股有限公司) (formerly known as Kingway Brewery Holdings Limited)	124
September 2006	Greenland Hong Kong Holdings Limited (綠地香港控股有限公司) (formerly known as SPG Land (Holdings) Limited)	337

Mr. Fong obtained a bachelor’s degree in engineering from McMaster University in Canada in June 1974 and a Juris Doctor degree from Osgoode Hall Law School of York University in Canada in June 1978. Mr. Fong is appointed by the Ministry of Justice of the PRC (中華人民共和國司法部) as one of the China-appointed Attesting Officers in Hong Kong.

Mr. Fong was previously a director of the following companies at the time of their respective dissolutions:

<u>Name of company</u>	<u>Place of incorporation</u>	<u>Nature of business</u>	<u>Date of dissolution</u>	<u>Means of dissolution</u>
Superview Properties Limited	Hong Kong	Property holding	January 24, 2003	Striking Off
Winful Asia Limited (盈豐亞洲有限公司)	Hong Kong	Investment	February 17, 2006	Striking Off
Marley Properties Limited	Hong Kong	Property holding	October 29, 2010	Deregistration
Baoleide Investment Consultancy (Beijing) Co., Ltd (寶萊德投資顧問(北京)有限公司)	PRC	Investment and consultancy	December 26, 2013	Deregistration
Artbox Productions Limited	Hong Kong	Investment	October 3, 2014	Deregistration
ACE Global Investments Limited (匯信金融投資有限公司)	Hong Kong	Investment	October 24, 2014	Striking Off

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<u>Name of company</u>	<u>Place of incorporation</u>	<u>Nature of business</u>	<u>Date of dissolution</u>	<u>Means of dissolution</u>
ACE Million Limited (寶年萊策略有限公司)	Hong Kong	Investment	June 19, 2015	Deregistration
China Network Intelligence (CNI) Limited (普萊德策略管理有限公司)	Hong Kong	Investment	December 4, 2015	Deregistration
Richard Liu Foundation Limited	Hong Kong	Charity	June 10, 2016	Deregistration
Tota Limited (在線培訓有限公司)	Hong Kong	Online training	November 4, 2016	Deregistration

Mr. Fong confirmed that (i) to the best of his knowledge, information and belief after making reasonable enquiries, each of the above companies was solvent immediately prior to its dissolution; (ii) there is no wrongful act on his part leading to the dissolutions of the above companies; (iii) he is not aware of any actual or potential claim that has been or will be made against him as a result of the dissolutions of the above companies; and (iv) no misconduct or misfeasance had been involved on his part in the dissolutions of the above companies.

**Mr. Yang Hai (楊海)**, aged 46, was appointed as our independent non-executive Director on [●]. Mr. Yang is responsible for supervising the management of our Group and providing independent judgment to our Board. He is also a member of each of the Audit Committee and the Remuneration Committee.

Mr. Yang has approximately 16 years of experience in the communication technology industry. Since December 2011, Mr. Yang has been serving as the vice-president of Etekcitcity US, a subsidiary of Vesync Co., Ltd (“**Vesync**”), a company listed on the Stock Exchange (stock code: 2148). Mr. Yang currently serves as an executive director for Vesync. From September 2006 to June 2011, Mr. Yang worked at Ericsson (China) Communications Co., Ltd as a software engineer responsible for gateway server development. From June 2003 to September 2006, Mr. Yang worked as a software engineer at Asiainfo Technologies (China), Inc, Shanghai Branch (亞信科技(中國)有限公司上海分公司), where he was principally responsible for billing system development.

Mr. Yang obtained a bachelor’s degree in thermal energy and power engineering from Southeast University (東南大學) in the PRC in June 1996. He further obtained a master’s degree in thermal engineering from Shanghai Jiaotong University (上海交通大學) in the PRC in March 1999.

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Mr. Yang was previously a director of the following company at the time of its dissolution:

<u>Name of company</u>	<u>Place of incorporation</u>	<u>Nature of business</u>	<u>Date of dissolution</u>	<u>Means of dissolution</u>
Chongqing Gongzhou Technology Co Ltd (重慶共舟科技有限公司)	PRC	Provision of information technology	August 7, 2017	Deregistration

Mr. Yang Hai confirmed that (i) to the best of his knowledge, information and belief after making reasonable enquiries, the above company was solvent immediately prior to its dissolution; (ii) there is no wrongful act on his part leading to the dissolution of the above company; (iii) he is not aware of any actual or potential claim that has been or will be made against him as a result of the dissolution of the above company; and (iv) no misconduct or misfeasance had been involved on his part in the dissolution of the above company.

Save as disclosed in this section, “Substantial Shareholders” and “Statutory and General Information — C. Further Information about our Directors, Management and Substantial Shareholders” in Appendix IV to this Document, as at the Latest Practicable Date, our Directors (i) had no interest in our Shares within the meaning of Part XV of the SFO; (ii) did not have any relationship with any Directors, senior management or substantial shareholders of our Company or Controlling Shareholders; and (iii) did not hold any directorship in any other public companies the securities of which were listed on any securities market in Hong Kong or overseas in the last three years.

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

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### SENIOR MANAGEMENT

The following table sets forth the information about the members of our senior management team:

<u>Name</u>	<u>Age</u>	<u>Position</u>	<u>Roles and responsibilities</u>	<u>Date of joining our Group</u>	<u>Relationship with other Directors and senior management</u>
Mr. Jia Kexin (賈可欣)	48	Vice president of sales of Nanjing Howking	Responsible for managing the sales department and formulating marketing plans and sales strategies	August 2021	None
Mr. Zhang Yan (張岩)	33	Research and development director of Shenzhen Wulian	Responsible for overseeing the research and development department, providing technical advice and formulating research and development implementation plans	October 2015	None
Mr. Qin Yufeng (秦玉峰)	40	Research and development director of Nanjing Howking	Responsible for the daily operation and management of the research and development department	April 2020	None
Ms. Li Qiong (李瓊)	33	Production manager of Shenzhen Wulian	Responsible for overseeing its supply chain system and inventory management	January 2013	None

**Mr. Jia Kexin (賈可欣)**, aged 48, is the vice president of sales of Nanjing Howking principally responsible for managing the sales department and formulating marketing plans and sales strategies.

Mr. Jia has approximately 20 years of experience in the marketing and management field. Prior to joining our Group in August 2021, from February 2003 to August 2021, Mr. Jia took on several positions at Comba Telecom Technology (Guangzhou) Ltd. (京信通信技術(廣州)有限公司) (“**Comba**”), with his last position as its group marketing director. Comba is a subsidiary of Comba Telecom Systems Holdings Limited (京信通信系統控股有限公司), a global solutions and services provider of wireless and information communications systems, whose shares are listed on the Main Board of the Stock Exchange (stock code: 2342).

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Mr. Jia obtained a bachelor's degree in plant protection from the Nanjing Agricultural University (南京農業大學) in the PRC in July 1997. Mr. Jia subsequently obtained a master's degree in environmental science from the Graduate School of Chinese Academy of Sciences (中國科學院研究生院) in the PRC in December 2002.

**Mr. Zhang Yan (張岩)**, aged 33, is the research and development director of Shenzhen Wulian principally responsible for overseeing the research and development department, providing technical advice and formulating research and development implementation plans.

Mr. Zhang has over six years of experience in the research and development field. Mr. Zhang joined our Group in October 2015 as a software engineer of Shenzhen Wulian, where he was principally responsible for application software project development. He was then promoted to the position of research and development manager of Shenzhen Wulian in February 2017, leading the development of key projects. In July 2020, Mr. Zhang was appointed as Shenzhen Wulian's research and development director and has since been responsible for overseeing the research and development department, providing technical advice.

Mr. Zhang graduated from Yunnan Technology and Business University (雲南工商學院) (formerly known as Yunnan Einsun Software Vocational College (雲南愛因森軟件職業學院)) majoring in software technology in the PRC in January 2011.

**Mr. Qin Yufeng (秦玉峰)**, aged 40, is the research and development director of Nanking Howking principally responsible for the daily operation and management of the research and development department.

Mr. Qin has approximately 17 years of experience in the electronic information engineering field. Prior to joining our Group in April 2020, from July 2004 to March 2008, Mr. Qin was a technician at Sun-create Electronics Co., Ltd. (安徽四創電子股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 600990). From April 2008 to April 2020, Mr. Qin was the product planning director of ZTE Corporation (中興通訊股份有限公司), a company listed on both the Main Board of the Hong Kong Stock Exchange (stock code: 0763) and the Shenzhen Stock Exchange (stock code: 000063).

Mr. Qin obtained a bachelor's degree in electronic information engineering from Anhui University (安徽大學) in July 2004.

**Ms. Li Qiong (李瓊)**, aged 33, is the production manager of Shenzhen Wulian, principally responsible for overseeing its supply chain system and inventory management.

Ms. Li has approximately 12 years of experience in the product production and procurement field. Prior to joining our Group in January 2013, from November 2009 to December 2012, Ms. Li was a buyer for Shenzhen Howking Technology Co., Ltd. (深圳市濠璟科技有限公司), where she was responsible for procurement logistics.

Ms. Li graduated from Hunan Vocational College of Commerce (湖南商務職業技術學院) majoring in marketing in the PRC in June 2018.

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### COMPANY SECRETARY

**Ms. Zhang Xiao** (張瀟), aged 34, was appointed as our company secretary on January 25, 2022.

Ms. Zhang is a senior manager of SWCS Corporate Services Group (Hong Kong) Limited, a professional services provider specializing in corporate services, and has over six years of experience in the corporate secretarial field. Ms. Zhang has been admitted as an associate member of both The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute (formerly known as The Institute of Chartered Secretaries and Administrators) in the United Kingdom in 2019.

Ms. Zhang obtained a bachelor’s degree in Computer Science from The Chinese University of Hong Kong in December 2010 and a master’s degree in corporate governance from Hong Kong Metropolitan University (formerly known as The Open University of Hong Kong) in November 2018.

### BOARD COMMITTEES

#### Audit Committee

An audit committee was established by our Company pursuant to a resolution of our Board on [●] with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph D.3 of the Corporate Governance Code. The primary duties of the audit committee are to provide an independent view of the effectiveness of our financial reporting, risk management and internal control systems, oversee our audit process, develop and review policies and perform other duties and responsibilities as assigned by our Board.

The members of the audit committee are Mr. Gu Jiong, Mr. Fong Wo, Felix and Mr. Yang Hai, all of whom are independent non-executive Directors. Mr. Gu Jiong is the chairman of the audit committee.

#### Remuneration Committee

A remuneration committee was established by our Company pursuant to a resolution of our Board on [●] with written terms of reference in compliance with Rule 3.25 of the Listing Rules and paragraph E.1 of the Corporate Governance Code. The primary duties of the remuneration committee are to (i) establish, review and make recommendations to our Directors on our policy and structure concerning remuneration of our Directors and senior management and on the establishment of a formal and transparent procedure for developing policies concerning such remuneration; (ii) determine the terms of the specific remuneration package of each executive Director and senior management; and (iii) review and approve performance-based remuneration by reference to corporate goals and objectives resolved by our Board from time to time.

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## DIRECTORS AND SENIOR MANAGEMENT

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The members of the remuneration committee are Mr. Fong Wo, Felix, Mr. Yang Hai and Mr. Feng Yijing. Mr. Fong Wo, Felix is the chairman of the remuneration committee.

### Nomination Committee

A nomination committee was established by our Company pursuant to a resolution of our Board on [●] with written terms of reference in compliance with paragraph B.3 of the Corporate Governance Code. The primary duties of the nomination committee are to (i) review the structure, size and composition of our Board on a regular basis and make recommendations regarding any proposed changes to its composition; (ii) identify, select or make recommendations to our Board on the selection of nominees for directorship; (iii) ensure the diversity of our Board; (iv) assess the independence of our independent non-executive Directors; and (v) make recommendations to our Board on relevant matters relating to the appointment, re-appointment, removal and succession of our Directors.

The members of the nomination committee are Dr. Chen Ping, Mr. Fong Wo, Felix and Mr. Gu Jiong. Dr. Chen Ping is the chairman of the nomination committee.

## COMPENSATION OF THE DIRECTORS AND SENIOR MANAGEMENT

Our Directors and senior management receive compensation in the form of salaries, allowances, benefits in kind, contributions to pension schemes and discretionary bonuses related to the performance of our Company. We also reimburse them for expenses which are necessarily and reasonably incurred for providing services to us or executing their functions in relation to our operations.

The aggregate remuneration paid to our Directors for the years ended December 31, 2019, 2020 and 2021 and the five months ended May 31, 2022 were RMB656,000, RMB1,051,000, RMB2,076,000 and RMB1,173,000, respectively.

The aggregate remuneration paid to the five highest paid individuals of our Group, excluding our Directors, for the years ended December 31, 2019, 2020 and 2021 and the five months ended May 31, 2022 were RMB1,717,000, RMB1,302,000, RMB1,402,000 and RMB591,000, respectively.

No remuneration was paid by our Group to the Directors or the five highest paid individuals as an inducement to join or upon joining our Group or as a compensation for loss of office during the Track Record Period. Further, none of our Directors had waived or agreed to waive any remuneration during the same period.

Under the arrangement currently in force, the aggregate amount of remuneration payable to our Directors for the year ending December 31, 2022 is estimated to be approximately RMB2.8 million (excluding any discretionary bonus), respectively.

## DIRECTORS AND SENIOR MANAGEMENT

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### SHARE OPTION SCHEME

We have conditionally adopted the Share Option Scheme. The principal terms of the Share Option Scheme are summarized in “Statutory and General Information — D. Share Option Scheme” in Appendix IV to this Document.

### CORPORATE GOVERNANCE CODE

#### Board Diversity

We have adopted a board diversity policy which sets out the approach to achieve and maintain an appropriate balance of skills, experience and diversity perspectives of our Board that are relevant to our business growth and support the execution of our business strategy. Pursuant to our board diversity policy, selection of Board candidates will be based on a range of diversity perspectives, including but not limited to gender, age, cultural and educational background, professional qualifications, skills, knowledge, and industry experience. The ultimate decision will be based on merit and contribution that the selected candidates will bring to our Board.

Our Board comprises seven members, including four executive Directors and three independent non-executive Directors. Our Directors have a balanced mix of knowledge and experiences, including business management, strategic development, direct selling and social commerce, administration and management, finance, auditing and accounting experiences. Our Board members also obtained degrees in various majors including art and design, engineering and auditing. Furthermore, the ages of our Directors range from 38 to 71 years old. We have also taken, and will continue to take steps to promote gender diversity at all levels of our Company, including but without limitation at the Board and senior management levels. In particular, one of the existing executive Directors of our Company is a female. We are also committed to adopting similar approach to promote diversity of the management (including but not limited to the senior management) of the Company to enhance the effectiveness of our corporate governance and we will continue to apply the principle of appointments based on merits with reference to our board diversity policy as a whole.

Our nomination committee is responsible for ensuring the diversity of our Board. After the [REDACTED], our nomination committee will review the board diversity policy (including gender balance) from time to time to ensure its continued effectiveness and we will disclose the implementation of the board diversity policy in our corporate governance report on an annual basis.



## DIRECTORS AND SENIOR MANAGEMENT

### Chairman and chief executive officer

Pursuant to code provision C.2.1 of the Corporate Governance Code, companies listed on the Stock Exchange are expected to comply with, but may choose to deviate from the requirement that the responsibilities between the chairman and the chief executive officer should be segregated and should not be performed by the same individual. We do not have a separate chairman and chief executive officer and Dr. Chen currently performs these two roles concurrently. Our Board believes that vesting the roles of both the chairman and chief executive officer in the same person has the benefit of ensuring consistent leadership within our Group for more effective and efficient overall strategic planning for our Group. Our Board considers that the balance of power and authority within our Group will not be impaired by the present arrangement and the current structure will enable our Company to make and implement decisions more promptly and effectively.

Our Board will from time to time review and consider splitting the roles of chairman of our Board and the chief executive officer of our Company to ensure appropriate and timely arrangements are in place to meet changing circumstances.

### COMPLIANCE ADVISOR

Pursuant to Rule 3A.19 of the Listing Rules, our Company has appointed Ping An of China Capital (Hong Kong) Company Limited as our compliance advisor. The compliance advisor will advise us on the following matters pursuant to Rule 3A.23 of the Listing Rules:

- (i) before the publication of any regulatory announcement, circular or financial report;
- (ii) where a transaction, which might be a notifiable or connected transaction, is contemplated including share issues and share repurchases;
- (iii) where our Company proposes 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 of this Document; and
- (iv) where the Stock Exchange makes an inquiry of our Company under Rule 13.10 of the Listing Rules.

The term of appointment of our compliance advisor will commence on the [REDACTED] Date and is expected to end on the date on which we comply with Rule 13.46 of the Listing Rules on the distribution of our annual report in respect of the financial results of the first full financial year commencing after the [REDACTED] Date.