

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

DIRECTORS

Our Board currently consists of nine Directors, comprising four executive Directors, two non-executive Directors and three independent non-executive Directors. The functions and duties of our Board include convening general meetings, implementing the resolutions passed at general meetings, determining business and investment plans, formulating our annual financial budget and financial accounts, and formulating our proposals for profit distributions as well as exercising other powers, functions and duties as conferred by the Articles of Association.

The following table sets forth certain information regarding our Directors:

Name	Age	Position(s)	Date of joining our Group	Date of appointment as Director	Roles and responsibilities	Relationship with other Directors, Supervisors or senior management members
Mr. Wang Bin	58	Chairman of our Board, executive Director and chief executive officer	January 2011	March 2012	Formulating the overall development strategies and overseeing the operation of our Group	Acting in concert with Mr. Chen
Mr. Chen Kunrong	46	Executive Director and president	April 2011	May 2015	Overseeing the overall management and operation of our Group	Acting in concert with Mr. Wang
Mr. Yu Lizhi	56	Executive Director and vice president	November 2017	October 2020	Overseeing the development of POS partners	None
Ms. Cui Yan	42	Executive Director, deputy general manager and a joint company secretary	January 2011	June 2017	Managing the operation of the Board	None
Mr. Zhu Chao	43	Non-executive Director	May 2021	May 2021	Providing advice and making recommendations to our Board	None

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Name	Age	Position(s)	Date of joining our Group	Date of appointment as Director	Roles and responsibilities	Relationship with other Directors, Supervisors or senior management members
Ms. An Yufang	51	Non-executive Director	October 2017	October 2017	Providing advice and making recommendations to our Board	None
Mr. Wang Xiaochuan	44	Independent non-executive Director	May 2021	May 2021	Providing independent advice and judgment to our Board	None
Ms. Guo Wei	50	Independent non-executive Director	May 2021	May 2021	Providing independent advice and judgment to our Board	None
Mr. Zhang Chen	39	Independent non-executive Director	May 2021	May 2021	Providing independent advice and judgment to our Board	None

Executive Directors

Mr. Wang Bin (王濱), aged 58, was appointed as our Director in March 2012 and was redesignated as our executive Director in May 2021. He is also currently the chairman of our Board and the chief executive officer of our Company. He is primarily responsible for formulating the overall development strategies and overseeing the operation of our Group. Mr. Wang is a member of the Single Largest Group of Shareholders and founded our Group in 2011. As at the Latest Practicable Date, by virtue of the Deed of AIC, Mr. Wang and Mr. Chen collectively held and controlled 166,522,406 Shares, representing approximately 21.99% of our total number of issued Shares.

Mr. Wang has over 20 years of experience in the research and development of software and retail platform. Prior to establishing our Group, from April 2002 to July 2004, Mr. Wang was the general manager of Shenzhen Wangxing Science and Technology Co., Ltd. (深圳市網興科技有限公司), a company primarily engaged in the research and development of software, where he was primarily responsible for the overall management of the company. From July 2004 to February 2010, he served as a senior vice president of SINA.com Technology (China) Co., Ltd., a wholly-owned subsidiary of Sina Corporation, a company whose shares were previously listed on the Nasdaq Stock Market (delisted in March 2021, previous ticker symbol: SINA), where he was primarily responsible for the overall operation of the wireless business department of the company.

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Mr. Wang graduated from Sichuan Police College (四川警察學院) in the PRC majoring in public security in July 1994.

Mr. Chen Kunrong (陳昆嶸), aged 46, was appointed as our Director in May 2015 and was redesignated as our executive Director in May 2021. He is primarily responsible for overseeing the overall management and operation of our Group. Mr. Chen is a member of the Single Largest Group of Shareholders. As at the Latest Practicable Date, by virtue of the Deed of AIC, Mr. Wang and Mr. Chen collectively held and controlled 166,522,406 Shares, representing approximately 21.99% of our total number of issued Shares.

Mr. Chen has over 23 years of experience in the telecommunication and retail services industry. Prior to joining our Group, from July 1999 to December 2010, Mr. Chen worked at China Mobile Communications Group Co., Ltd., a company whose shares are listed on the Stock Exchange (stock code: 0941.hk) and the Shanghai Stock Exchange (stock code: 600941), with his last position being the assistant to the general manager of the Fuzhou branch of the group, primarily responsible for the management of each of the marketing, customer relationship and data business departments. He joined our Company in April 2011 as the general manager of Eastern China district. He was then promoted to chief operating officer in October 2014 and has been the president of our Company since May 2019.

Mr. Chen obtained his bachelor’s degree in engineering from Shanghai Jiaotong University (上海交通大學) in the PRC in July 1998. He obtained his master’s degree in business administration from the University at Buffalo, the State University of New York in May 2005. Mr. Chen was awarded as the 2020 Shenzhen Industry Development and Innovative Talents (2020年度深圳市產業發展及創新人才獎).

Mr. Yu Lizhi (余立志), aged 56, was appointed as our Director in October 2020 and was redesignated as our executive Director in May 2021. He is primarily responsible for overseeing the development of POS partners.

Mr. Yu has over 23 years of experience in the information technology industry. Prior to joining our Group, from May 2000 to October 2017, Mr. Yu worked at Chengdu Santai Electronic Industry Co., Ltd. (成都三泰電子實業股份有限公司, now known as Sichuan Development Lomon Co., Ltd. (四川發展龍蟒股份有限公司)), a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 002312), where he had served as the general manager of Shenzhen and Guangzhou branches of the company, a supervisor and a director of the company and various management positions within the group, where he was primarily responsible for managing financial IT self-service terminal system and the outsourcing of non-core banking services. He joined our Company in November 2017 as the vice president and the general manager of community development business department.

Mr. Yu obtained his associate degree in enterprise management from the Hunan University of Technology and Business (湖南工商大學, previously known as Hunan College of Business (湖南商學院) in the PRC in June 1988. He obtained his master’s degree in business administration from the Hong Kong Baptist University in November 2009.

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Ms. Cui Yan (崔艷), aged 42, was appointed as our Director in June 2017 and was redesignated as our executive Director in May 2021. She is primarily responsible for managing the operation of the Board. As at the Latest Practicable Date, Ms. Cui held 3,000,000 Shares, representing approximately 0.40% of our total number of issued Shares.

Ms. Cui has over 17 years of experience in financial and accounting. Prior to joining our Group, from July 2006 to September 2011, Ms. Cui served as a certified public accountant and asset appraiser of Grant Thornton International Ltd., an accounting firm, where she was primarily responsible for auditing, capital verification and other related matters. She joined our Company in January 2011 as a financial director, and has been the secretary of our Board and one of our deputy general managers since February 2016.

Ms. Cui obtained her bachelor’s degree in accounting from the China University of Petroleum, Beijing (中國石油大學(北京), previously known as the University of Petroleum, Beijing (石油大學(北京))) in the PRC in June 2003. She obtained her master’s degree in enterprise management from the China University of Petroleum, Beijing in July 2006. Ms. Cui has been a member of the Beijing Institute of Certified Public Accountants since October 2006.

Non-executive Directors

Mr. Zhu Chao (朱超), aged 43, was appointed as our non-executive Director in May 2021. He is primarily responsible for providing advice and making recommendation to our Board.

Mr. Zhu has over 17 years of experience in investment and corporate development. From July 2006 to April 2014, he worked at the investment banking department of China International Capital Corporation Limited, a company whose shares are listed on the Stock Exchange (stock code: 3908.hk) and the Shanghai Stock Exchange (stock code: 601995), with his last position being an executive general manager. Since April 2014, he has been a senior director of Ant Group, where he was primarily responsible for managing the investment and corporate development department of the company.

Mr. Zhu has been a director of Youon Technology Co., Ltd., a company whose shares are listed on the Shanghai Stock Exchange (stock code: 603776), since October 2016, a director of Hundsun Technologies Inc., a company whose shares are listed on the Shanghai Stock Exchange (stock code: 600570), since April 2019, and a director of Meinian Onehealth Healthcare Holdings Co., Ltd. (美年大健康產業控股股份有限公司), a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 002044), since January 2022. From July 2018 to August 2021, he was a director of Jiangsu Hoperun Software Co., Ltd., a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 300339). From August 2019 to June 2020, he was a director of 36Kr Holdings Inc., a company whose shares are listed on NASDAQ (ticker symbol: KRKR).

Mr. Zhu obtained his master’s degree and bachelor’s degree in global economics from Fudan University (復旦大學) in the PRC in June 2006 and July 2002, respectively.

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Ms. An Yufang (安煜芳), aged 51, was appointed as our Director in October 2017 and was redesignated as our non-executive Director in May 2021. She is primarily responsible for providing advice and making recommendation to our Board.

Ms. An has over 13 years of experience in corporate management. From January 2008 to June 2013, she worked as a vice president of Beijing Taimei Activity Culture Communication Co., Ltd. (北京太美行動文化傳播有限公司), a company primarily engaged in organizing cultural exchange activities and corporate consulting. From August 2015 to June 2021, she worked as the vice chairman of the board of Shenzhen Congbi Qiushi Investment Management Co., Ltd. (深圳琮碧秋實投資管理有限公司), a company primarily engaged in investment management. Since July 2021, she has been the vice president of China Yintai Holding Co., Ltd. (中國銀泰投資有限公司), a company primarily engaged in asset management.

Ms. An obtained her bachelor’s degree in accounting from Inner Mongolia University of Finance and Economics (內蒙古財經學院) in the PRC in July 1993.

Independent Non-executive Directors

Mr. Wang Xiaochuan (王小川), aged 44, was appointed as our independent non-executive Director in May 2021. He is primarily responsible for providing independent advice and judgment to our Board.

Mr. Wang Xiaochuan has over 20 years of experience in the internet and related services industry. From July 2003 to October 2012, Mr. Wang Xiaochuan worked at Sohu.com Limited, a company whose shares are listed on the Nasdaq Stock Market (ticker symbol: SOHU), with his last position being the chief technology officer of the company. From October 2010 to October 2021, Mr. Wang Xiaochuan was a director and the chief executive officer of Sogou Inc. a company whose shares were previously listed on the New York Stock Exchange (delisted in September 2021, previous stock code: SOGO). Mr. Wang Xiaochuan has been an independent director of Jiangsu Yitong High-tech Co., Ltd., a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 300211) since February 2021, and an independent director of Navinfo Co., Ltd., a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 002405) since October 2021. Mr. Wang Xiaochuan served as an independent director of the Sunlands Technology Group, a company whose shares are listed on the New York Stock Exchange (stock code: STG), from March 2018 to March 2021. From December 2020 to May 2021, he was also a supervisor of Beijing Airdoc Technology Co., Ltd., a company whose shares are listed on the Stock Exchange (stock code: 2251.hk). In March 2023, he co-founded Beijing Baichuan Intelligent Technology Co., Ltd. (北京百川智能科技有限公司), a company engaged in the development of large language models, and has been its chief executive officer since its establishment.

Mr. Wang Xiaochuan obtained his bachelor’s degree in computer science and technology in July 2000, his master’s degree in computer science and technology in July 2003, and his master’s degree in business administration in July 2011, all from Tsinghua University (清華大學) in the PRC.

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In May 2019, Beijing Senior Professional Technology Review Committee (北京市高級專業技術評選委員會) recognized Mr. Wang Xiaochuan as a senior engineer (正高級工程師) in the specialty of computer science. Further, Mr. Wang Xiaochuan was awarded the First Prize of Qian Weichang Chinese Information Processing Science and Technology in 2020 (2020年度錢偉長中文信息處理科學技術一等獎), the First Prize of Science and Technology Progress Award of China Institute of Electronics in 2019 (2019年度中國電子學會科學技術獎科技進步獎一等獎), the Computer Entrepreneur Award of China Computer Society in 2017 (2017年度中國計算機學會計算機企業家獎) and the First Prize of Beijing Science and Technology Award in 2015 (2015年度北京市科學技術一等獎).

Ms. Guo Wei (郭茜), aged 50, was appointed as our independent non-executive Director in May 2021. She is primarily responsible for providing independent advice and judgment to our Board.

Ms. Guo has over 25 years of experience in accounting, auditing and finance management. From June 1996, to February 2001, she was an auditor of Beijing Huasong Accountant Firm Co., Ltd. (北京市華頌會計師事務所有限公司), where she was primarily responsible for accounting audit. From January 2001 to December 2010 and March 2012 to November 2015, she worked as an auditing manager and senior auditing manager, respectively, of Grant Thornton International Ltd. (致同會計師事務所(特殊普通合夥), formerly known as Jingdu Tianhua Accountant Firm (Special General Partnership) (京都天華會計師事務所(特殊普通合夥)), an accounting firm, where she was primarily responsible for auditing listed companies. She is currently the chief financial officer of Beijing Mygenostics Co., Ltd. (北京邁基諾基因科技股份有限公司), a company whose shares were formerly quoted on the NEEQ from December 2016 to July 2018 (stock code: 870103), which is engaged in research and development of capture DNA test, where she was primarily responsible for the accounting and finance management of the company.

Ms. Guo graduated from Central University of Finance and Economics (中央財經大學) in accounting in July 1996, and is currently a member of The Chinese Institute of Certified Public Accountants.

Mr. Zhang Chen (張辰), aged 39, was appointed as our independent non-executive Director in May 2021. He is primarily responsible for providing independent advice and judgment to our Board.

Mr. Zhang has over 9 years of experience in business management through the establishment and operation of his self-owned clinic, namely Zhang Chen Doctor Dental Clinic, since 2014. From June 2010 to 2014, he was a dental associate at Dental World Ltd.

Mr. Zhang obtained his master’s degree in dental surgery in periodontology from The University of Hong Kong in Hong Kong in November 2012. He has been a registered dentist in Hong Kong since August 2008. Mr. Zhang is also currently a chairman or member of various committees under the Hong Kong Dental Association.

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SUPERVISORY COMMITTEE

Our Supervisory Committee consists of three Supervisors. The following table sets forth certain information regarding our Supervisors:

Name	Age	Position(s)	Date of joining our Group	Date of appointment as Supervisor	Roles and responsibilities	Relationship with other Directors, Supervisors or senior management members
Ms. Qin Yi	52	Chairman of the Supervisory Committee	May 2021	May 2021	Supervising the performance of our Board and members of the senior management in performing their duties to the Company	None
Mr. Huang Ronghui	54	Supervisor	October 2011	September 2015	Supervising the performance of our Board and members of the senior management in performing their duties to the Company	None
Mr. Qi Rupeng	42	Employee representative Supervisor	May 2013	April 2020	Supervising the performance of our Board and members of the senior management in performing their duties to the Company	None

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Ms. Qin Yi (秦禕), aged 52, was appointed as the chairman of our Supervisory Committee in May 2021. She is primarily responsible for supervising the performance of our Board and members of the senior management in performing their duties to the Company.

Ms. Qin has over 29 years of experience in corporate management and enterprise investment. From July 1992 to February 1994, Ms. Qin worked as a reporter, editor and host of Wuxi Radio and TV Station (無錫廣播電視局). From March 1994 to November 1998, Ms. Qin worked at Shenzhen Yitong Industrial Co. Ltd. (深圳億通實業有限公司), a company primarily engaged in telecommunication value-added service, with her last position being the general manager of business department, primarily responsible for the telecommunication value-added services and product technical operation of the company. From December 1998 to September 2001, Ms. Qin worked as the general manager of business department of Guangdong 95arhome Information Tech. Co., Ltd (廣東鴻聯九五信息產業有限公司), a company primarily engaged in telecommunication value-added service, where she was primarily responsible for the development of product technology of internet business and market operation of the company. From October 2001 to December 2006, Ms. Qin worked as a director and the general manager of Shenzhen Xintong Bada Network Technology Co., Ltd (深圳信通八達網絡科技有限公司, previously known as Shenzhen Honglian High-tech Technology Co., Ltd (深圳鴻聯高科技有限公司)), a company primarily engaged in internet services, where she was primarily responsible for the business development and merger and acquisition of the company. From June 2007 to October 2014, Ms. Qin worked at Rock Mobile Group, a company primarily engaged in mobile internet service, with her last position being the executive president, primarily responsible for the overall business operation, investment, merger and acquisition and capital operation of the company. Since December 2015, Ms. Qin has been a partner of Guojin Capital, a company primarily engaged in private equity investment.

Ms. Qin obtained her master’s degree in business administration from the City University of Hong Kong in Hong Kong in November 2003.

Mr. Huang Ronghui (黃榮輝), aged 54, was appointed as our Supervisor in September 2015. He is primarily responsible for supervising the performance of our Board and members of the senior management in performing their duties to the Company.

Mr. Huang has over 19 years of experience in machinery rental and operation. Prior to joining our Group, from August 1995 to May 1998, Mr. Huang worked at the office of academic affairs of Liaoning University of Traditional Chinese Medicine (遼寧中醫藥大學, previously known as Liaoning College of Traditional Chinese Medicine, (遼寧中醫學院). From March 2004 to June 2009, Mr. Huang served as the general manager at Shanghai Miyuan Beverage Co. Ltd. (上海米源飲料有限公司), a company primarily engaged in operating vending machine, where he was primarily responsible for formulating business strategy and overseeing the overall operation of the company. From June 2009 to June 2010, Mr. Huang worked as the general manager at Shanghai Jinheyuan Equipment Rental Co., Ltd (上海金和源設備租賃有限公司), a company primarily engaged in construction machinery rental, where he was primarily responsible for formulating business strategy and overseeing the overall operation of the company. From July 2010 to September 2011, Mr. Huang worked as the

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general manager of the operation management department of Dingding Technology Development Co., Ltd (頂頂科技發展有限公司), a company primarily engaged in operating vending machine, where he was primarily responsible for formulating business strategy and overseeing the overall operation of the company. He joined our Group in October 2011 and has successfully served as the general manager of operation management department, the director of product department and is currently the principal of our management office.

Mr. Huang obtained his master’s degree in acupuncture from Liaoning University of Traditional Chinese Medicine (遼寧中醫藥大學, previously known as Liaoning College of Traditional Chinese Medicine (遼寧中醫學院)) in the PRC in July 1995.

Mr. Qi Rupeng (戚汝鵬), aged 42, was appointed as our employee representative Supervisor in April 2020. He is primarily responsible for supervising the performance of our Board and members of the senior management in performing their duties to the Company.

Mr. Qi has over 17 years of experience in software development. Prior to joining our Group, from July 2004 to September 2005, he was a java software engineer of AISINO CO. LTD. (航天信息股份有限公司), a company whose shares are listed on the Shanghai Stock Exchange (stock code: 600271), where he was responsible for the research and development of the MES system module. He became a senior software engineer of Access (Beijing) Co., Ltd. (愛可信(北京)技術有限公司), a company primarily engaged in the design, development and production of internet and telecommunication software, where he was responsible for the research and development of mobile music playing platform, from January 2007 to January 2009. Mr. Qi then worked as the director of technology of Link Motion (Beijing) Technology Co., Ltd. (凌動智行(北京)科技有限公司, formerly known as Wangqin (Beijing) Technology Co., Ltd. (網秦(北京)科技有限公司)), a company primarily engaged in research and development of computer software, where he was responsible for research and development of the cloud platform of the company, from January 2009 to April 2013. Mr. Qi joined our Group in May 2013 as the director of research and development, responsible for research and development and the technological support of our retail platforms.

Mr. Qi obtained his bachelor’s degree in computer software engineering from Tsinghua University (清華大學) in the PRC in July 2004.

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Other disclosure pursuant to Rule 13.51(2) of the Listing Rules

Mr. Wang, our executive Director, the chairman of our Board and chief executive officer, was a director or general manager of the following companies which were either incorporated in Hong Kong or established in the PRC prior to their deregistration:

Name of the relevant company	Principal business activity	Status of company	Reason for dissolution	Date of dissolution
Shenzhen Lingxiu Clothing Co., Ltd. (深圳市領秀服飾有限公司)	Design and sales of clothes	Voluntarily deregistered	Termination of business operation	November 22, 2010
Shenzhen Xunlian Jingwei Network Technology Co., Ltd. (深圳市訊聯經緯網絡技術有限公司)	Software development	Voluntarily deregistered	Termination of business operation	November 13, 2015
Box Lease Limited (友邦利市有限公司)	Investment holding	Dissolved by deregistration	Not in operation	May 6, 2016
Tianjin Lianxianbao Technology Co., Ltd. (天津聯線寶科技有限公司)	Technology consulting	Voluntarily deregistered	Not in operation	December 16, 2016
Beijing Caibao Century Technology Co, Ltd. (北京彩寶世紀科技有限公司)	Technology promotional services	Voluntarily deregistered	Termination of business operation	August 23, 2017
OnlineBox Technology Company Limited (在線寶科技有限公司)	Investment holding	Dissolved by deregistration	Dissolved after the unwinding of our Group's offshore structure	October 6, 2017
Ubox (Hong Kong) Company Limited (友寶香港有限公司)	Investment holding	Dissolved by deregistration	Dissolved after the unwinding of our Group's offshore structure	December 29, 2017

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Name of the relevant company	Principal business activity	Status of company	Reason for dissolution	Date of dissolution
Hangzhou Youbaili City Trading Co., Ltd. (杭州友柏利市貿易有限公司)	Internet technology services	Voluntarily deregistered	Not in operation	January 11, 2018
Beijing Gaole Online Information Technology Co., Ltd. (北京高樂在線信息技術有限公司)	Technology promotional services	Voluntarily deregistered	Termination of business operation	April 9, 2019
Shenzhen Xunlian Weiye Network (深圳市訊聯偉業網絡有限公司)	Internet technology development	Voluntarily deregistered	Termination of business operation	April 30, 2019
Hangzhou Lianxianbao Technology Co., Ltd. (杭州聯線寶科技有限公司)	Internet technology development	Voluntarily deregistered	Termination of business operation	September 22, 2020

Mr. Wang confirmed that, to the best of his knowledge, (i) each of the deregistered companies above was solvent immediately prior to its deregistration and had no outstanding claim or liabilities arising from any material non-compliance incidents; (ii) he has not received any notification in respect of penalty, action or proceeding from the PRC authorities as a result of the deregistration; and (iii) he is not aware of any actual or potential claim which has been or will be made against him as a result of the deregistration.

Mr. Chen, our executive Director, was a director of the following company which was established in the PRC prior to its deregistration:

Name of the relevant company	Principal business activity	Status of company	Reason for dissolution	Date of dissolution
Hainan Green Coconut Food Co., Ltd. (海南青椰食品有限公司)	Food production	Voluntarily deregistered	Not in operation	July 11, 2019

Mr. Chen confirmed that, to the best of his knowledge, (i) the deregistered company above was solvent immediately prior to its deregistration and had no outstanding claim or liabilities arising from any material non-compliance incidents; (ii) he has not received any notification in respect of penalty, action or proceeding from the PRC authorities as a result of the deregistration; and (iii) he is not aware of any actual or potential claim which has been or will be made against him as a result of the deregistration.

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Ms. Cui Yan, our executive Director, was a director or supervisor of the following companies which were established in the PRC prior to their deregistration:

Name of the relevant company	Principal business activity	Status of company	Reason for dissolution	Date of dissolution
Shanghai Youshi Marketing Planning Co., Ltd. (上海友試市場營銷策劃有限公司)	Marketing services	Voluntarily deregistered	Not in operation	March 13, 2017
Beijing Caibao Century Technology Co., Ltd. (北京彩寶世紀科技有限公司)	Technology promotional services	Voluntarily deregistered	Termination of business operation	August 23, 2017
Shenzhen Shrimp Keqing Catering Management Co., Ltd. (深圳蝦客情餐飲管理有限公司)	Restaurant management services	Voluntarily deregistered	Termination of business operation	August 22, 2019

Ms. Cui Yan confirmed that, to the best of her knowledge, (i) each of the deregistered companies above was solvent immediately prior to its deregistration and had no outstanding claim or liabilities arising from any material non-compliance incidents; (ii) she has not received any notification in respect of penalty, action or proceeding from the PRC authorities as a result of the deregistration; and (iii) she is not aware of any actual or potential claim which has been or will be made against her as a result of the deregistration.

Ms. An Yufang, our non-executive Director, was a director or general manager of the following companies which were established in the PRC prior to their deregistration or revocation of business license:

Name of the relevant company	Principal business activity	Status of company	Reason for dissolution or revocation	Date of dissolution or revocation
Nanchang Chinatown Catering and Entertainment Co., Ltd. (南昌唐人街餐飲娛樂有限公司)	Food and beverage	Business license revoked	The company was inactive with no substantial business operation	June 25, 2017
Beijing Zhengdao Tianhe Investment Consulting Co., Ltd. (北京正道天和投資諮詢有限責任公司)	Investment holding	Voluntarily deregistered	<i>Note</i>	March 4, 2019
Beijing Times Mingjia Culture Communication Co., Ltd. (北京時代茗家文化傳播有限公司)	Tea services	Voluntarily deregistered	<i>Note</i>	June 16, 2020

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Note: The companies were deregistered as they were inactive with no substantial business operations. Prior to their respective deregistration, the business license of each company had been revoked as the companies had no substantial business operations and had omitted the requirement of annual inspection.

Ms. An Yufang confirmed that, to the best of her knowledge, (i) there was no wrongful act on her part leading to the revocation of business licenses; (ii) each of the above companies was solvent immediately prior to its revocation of business license or deregistration and had no outstanding claim or liabilities arising from any material non-compliance incidents; (iii) she has not received any notification in respect of penalty, action or proceeding from the PRC authorities as a result of the revocation of business license or deregistration; and (iv) she is not aware of any actual or potential claim which has been or will be made against her as a result of the revocation of business license or deregistration.

Mr. Zhu Chao, our non-executive Director, was a director of the following company which was established in the PRC prior to its deregistration:

Name of the relevant company	Principal business activity	Status of company	Reason for dissolution	Date of dissolution
Ganzhou Quxiaoyuan Technology Development Co., Ltd. (贛州趣校園科技發展有限公司)	Operates computer services, advisory and online merchandise services	Voluntary deregistered	Termination of business operation	August 24, 2021

Mr. Zhu Chao confirmed that, to the best of his knowledge, (i) the deregistered company above was solvent immediately prior to its deregistration and had no outstanding claim or liabilities arising from any material non-compliance incidents; (ii) he has not received notification in respect of penalty, action or proceeding from the PRC authorities as a result of the deregistration; and (iii) he is not aware of actual or potential claim which has been or will be made against him as a result of the deregistration.

Mr. Wang Xiaochuan, our independent non-executive Director, was a director and general manager of the following companies which were established in the PRC prior to their deregistration or revocation of business license:

Name of the relevant company	Principal business activity	Status of company	Reason for dissolution or revocation	Date of dissolution or revocation
Beijing Qingtian Huayuan Information Technology Co., Ltd. (北京清田華源信息技術有限公司)	Investment holding	Business license revoked	The company was inactive with no substantial business operation	January 10, 2007

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Name of the relevant company	Principal business activity	Status of company	Reason for dissolution or revocation	Date of dissolution or revocation
Xintuxingtianxia Software (Beijing) Co., Ltd. (新圖行天下軟件(北京)有限公司)	Development of computer software and hardware	Voluntarily deregistered	Termination of business operation	May 21, 2015
Beijing Multiworld Technology Co., Ltd. (北京多世界科技有限公司)	Software and information technology services	Voluntarily deregistered	Termination of business operation	February 13, 2019

Mr. Wang Xiaochuan confirmed that, to the best of his knowledge, (i) there was no wrongful act on his part leading to the revocation of business license; (ii) each of the above companies was solvent immediately prior to its revocation of business license or deregistration and had no outstanding claim or liabilities arising from any material non-compliance incidents; (iii) he has not received any notification in respect of penalty, action or proceeding from the PRC authorities as a result of the revocation of business license or deregistration; and (iv) he is not aware of any actual or potential claim which has been or will be made against him as a result of the revocation of business license or deregistration.

Ms. Qin Yi, one of our Supervisors, was a director or a general manager of the following companies which were established in the PRC prior to their deregistration:

Name of the relevant company	Principal business activity	Status of company	Reason for dissolution	Date of dissolution
Guangzhou Junzhi Computer Technology Co., Ltd. (廣州市君智計算機科技有限公司)	Provision of software and information technology services	Voluntarily deregistered	Termination of business operation	October 30, 2009
Guangzhou Majestic Qingcheng Network Technology Co., Ltd. (廣州磅礴青成網絡科技有限公司)	Software development	Voluntarily deregistered	Termination of business operation	August 2, 2018

Ms. Qin Yi confirmed that, to the best of her knowledge, (i) each of deregistered companies above was solvent immediately prior to its deregistration and had no outstanding claim or liabilities arising from any material non-compliance incidents; (ii) she has not received any notification in respect of penalty, action or proceeding from the PRC authorities as a result of the deregistration; and (iii) she is not aware of any actual or potential claim which has been or will be made against him as a result of the deregistration.

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Mr. Huang Ronghui, one of our Supervisors, was a supervisor of the following company which was established in the PRC prior to its deregistration:

Name of the relevant company	Principal business activity	Status of company	Reason for dissolution	Date of dissolution
Shenzhen Youjiubao Technology Co., Ltd. (深圳友九寶科技有限公司)	Software development and technical services	Voluntarily deregistered	Not in operation	June 6, 2022

Mr. Huang Ronghui confirmed that, to the best of his knowledge, (i) the deregistered company above was solvent immediately prior to its deregistration and had no outstanding claim or liabilities arising from any material non-compliance incidents; (ii) he has not received any notification in respect of penalty, action or proceeding from the PRC authorities as a result of the deregistration; and (iii) he is not aware of any actual or potential claim which has been or will be made against him as a result of the deregistration.

Save as disclosed above and in the section headed “Substantial Shareholders” in this document and “Statutory and General Information — C. Further Information about Our Directors, Supervisors and Substantial Shareholders — 1. Disclosure of Interests” in Appendix VI, each of our Directors and Supervisors confirms with respect to himself or herself that he or she (1) did not hold other long positions or short positions in the Shares, underlying Shares, debentures of our Company or any associated corporation (within the meaning of Part XV of the SFO) as of the Latest Practicable Date; (2) had no other relationship with any Directors, Supervisors, senior management or substantial shareholders of our Company as of the Latest Practicable Date; (3) did not hold any other directorships in the three years prior to the Latest Practicable Date in any public companies of which the securities are listed on any securities market in Hong Kong and/or overseas; and (4) there are no other matters concerning our Director’s appointment that need to be brought to the attention of our Shareholders and the Stock Exchange or shall be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

SENIOR MANAGEMENT

Our executive Directors and senior management are responsible for the day-to-day management and operation of our business. For information concerning our executive Directors see “— Directors — Executive Directors.” The table below sets out certain information regarding our senior management:

Name	Age	Position(s)	Date of joining our Group	Date of appointment as Director/ senior management	Roles and responsibilities	Relationship with other Directors, Supervisors or senior management members
Mr. Wang Bin	58	Chairman of our Board, executive Director and chief executive officer	January 2011	March 2012	Formulating the overall development strategies and overseeing the operation of our Group	Acting in concert with Mr. Chen
Mr. Chen Kunrong	46	Executive Director and president	April 2011	May 2015	Overseeing the overall management and operation of our Group	Acting in concert with Mr. Wang
Ms. Cui Yan	42	Executive Director, deputy general manager and a joint company secretary	January 2011	June 2017	Managing the operation of the Board	None
Mr. Wang Ge	45	Chief financial officer	December 2016	December 2016	Managing the financial functions of the Company	None
Mr. Chao Hua	45	Deputy general manager	May 2017	October 2021	Formulating and implementing the information technology development strategy of the Company	None

Mr. Wang Bin (王濱), aged 58, is the chief executive officer of our Company. For further details, see “Directors — Executive Directors.”

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Mr. Chen Kunrong (陳昆嶸), aged 46, is the president of our Company. For further details, see “Directors — Executive Directors.”

Ms. Cui Yan (崔艷), aged 42, is the deputy general manager of our Company. For further details, see “Directors — Executive Directors.”

Mr. Wang Ge (王歌), aged 45, was appointed as our chief financial officer in September 2016. He is primarily responsible for managing the financial functions of the company. As at the Latest Practicable Date, Mr. Wang held 3,000,000 Shares, representing approximately 0.40% of our total number of issued Shares.

Mr. Wang Ge has over 11 years of experience in finance and corporate management. He joined our Company in December 2016 as the chief financial officer. Prior to joining our Group, from June 2011 to March 2013, Mr. Wang Ge worked at Maoye International Holdings Limited, a company whose shares are listed on the Stock Exchange (stock code: 0848.hk), with his last position being the chief financial officer and a deputy general manager of the southern China district of the company, where he was primarily responsible for project development and managing the financial functions of the company. From March 2013 to June 2016, Mr. Wang Ge worked as the chief financial officer of ZJBC Information Technology Co. Ltd. (中嘉博創信息技術股份有限公司, previously known as Qinhuangdao Bohai Logistics Holdings Co. Ltd. (秦皇島渤海物流控股股份有限公司), a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 000889), where he was primarily responsible for managing the financial functions of the company. Since September 2016, Mr. Wang Ge has been the chief financial officer of our Company and is primarily responsible for the financial management, budget planning and banking and tax related matters of our Company.

He obtained his master’s degree in business administration from Shanxi University of Finance and Economics (山西財經大學) in the PRC in June 2016.

Mr. Chao Hua (晁華), aged 45, was appointed as our deputy general manager in October 2021. He is primarily responsible for formulating and implementing the information technology development strategy of the Company.

Mr. Chao has over 21 years of experience in information technology development. From July 2000 to August 2001, he worked as a CAM supervisor at Broad Technology (Guangzhou) Inc. (廣大(廣州)科技有限公司), a company engaged in software development, where he was primarily responsible for managing the computer aided manufacturing function of the company. From August 2001 to September 2015, he worked at Maoye International Holdings Limited, a company whose shares are listed on the Stock Exchange (stock code: 0848.hk), and its subsidiaries, where he was primarily responsible for the management and development of information technology system, with his last position as the general manager of information management center. From September 2015 to March 2016, he was the director of the information department of Heilongjiang Grand Shopping Center Co., Ltd. (黑龍江遠大購物中心有限公司), a company engaged in sales of daily necessities, where he was primarily responsible for the management and development of information technology system. From

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

March 2016 to May 2017, he was the general manager of Shenzhen Lianhe Zhiyun Technology Co., Ltd. (深圳市聯合智雲科技有限公司), a company engaged in computer technology development, where he was primarily responsible for the daily management of the company. Mr. Chao joined our Group in May 2017 as the general manager of internet product development center at Shenzhen Youbaokesi and is currently the chief technology officer of Shenzhen Youbaokesi.

Mr. Chao obtained his bachelor’s degree in machinery production and equipment from Tiangong University (天津工業大學) in the PRC in July 2000.

JOINT COMPANY SECRETARIES

Ms. Cui Yan (崔艷) has been appointed as one of our joint company secretaries with effect from March 17, 2022. See “— Directors — Executive Directors” above for her information.

Ms. Yiu Suk Han (姚淑嫻) has been appointed as one of our joint company secretaries with effect from March 17, 2022. Ms. Yiu is now a manager of corporate services of Tricor Services Limited and has been providing corporate secretarial and compliance services to Hong Kong listed companies as well as multinational, private and offshore companies.

Ms. Yiu was the company secretary of China ZhongDi Dairy Holdings Company Limited, a company whose shares were previously listed on the Stock Exchange (previous stock code: 1492.hk). Ms. Yiu is currently the company secretary of MTT Group Holdings Limited (stock code: 2350).

Ms. Yiu obtained a bachelor’s degree in social sciences from The University of Hong Kong and a postgraduate diploma in corporate administration from the City University of Hong Kong. She has been an associate member of The Hong Kong Chartered Governance Institute (formerly known as the Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute since February 2001.

BOARD COMMITTEES

In accordance with the relevant PRC Law, the Articles and the corporate governance practice prescribed in the Listing Rules, we have formed three board committees, namely, the audit committee of the Board (the “**Audit Committee**”), the remuneration committee of the Board (the “**Remuneration Committee**”), and the nomination committee of the Board (the “**Nomination Committee**”).

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Audit Committee

Our Company established an Audit Committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and the Corporate Governance Code as set out in Appendix 14 to the Listing Rules (the “**CG Code**”). The Audit Committee consists of three members, namely Ms. Guo Wei, Mr. Wang Xiaochuan and Mr. Zhang Chen, our independent non-executive Directors. Ms. Guo Wei has been appointed as the chairman of the Audit Committee, and is our independent non-executive Director possessing the appropriate professional qualifications. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control system of our Group, oversee the audit process, review and oversee the existing and potential risks of our Group and perform other duties and responsibilities as assigned by our Board.

Remuneration Committee

Our Company established a Remuneration Committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and the CG Code. The Remuneration Committee consists of two independent non-executive Directors, namely Mr. Wang Xiaochuan and Ms. Guo Wei, and one executive Director, namely Mr. Yu Lizhi. Mr. Wang Xiaochuan, our independent non-executive Director, has been appointed as the chairman of the Remuneration Committee. The primary duties of the Remuneration Committee are to establish and review the policy and structure of the remuneration for our Directors and senior management and make recommendations on employee benefit arrangement.

Nomination Committee

Our Company established a Nomination Committee with written terms of reference in compliance with Rule 3.27A of the Listing Rules and the CG Code. The Nomination Committee consists of two independent non-executive Directors, namely Ms. Guo Wei and Mr. Wang Xiaochuan, and one executive Director, namely Mr. Wang, who is the chairman of the Nomination Committee. The primary duties of the Nomination Committee are to make recommendations to our Board on the appointment and removal of Directors of our Company.

BOARD DIVERSITY

We have adopted our Board diversity policy (the “**Board Diversity Policy**”) which sets out the objective and approach to achieve and maintain diversity on our Board in order to enhance the effectiveness of our Board. Our Board Diversity Policy provides that our Company should endeavour to ensure that our Board members have the appropriate balance of skills, experience and diversity of perspectives that are required to support the execution of its business strategy.

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Pursuant to our Board Diversity Policy, we seek to achieve Board diversity through the consideration of a number of factors, including but not limited to professional experience, skills, knowledge, gender, age, cultural and education background, ethnicity and length of service. Our Nomination Committee is delegated by our Board to be responsible for compliance with relevant code governing board diversity under the Corporate Governance Code. After [REDACTED], our Nomination Committee will review our Board Diversity Policy from time to time to ensure its continued effectiveness and we will disclose in our corporate governance report about the implementation of our Board Diversity Policy on annual basis.

Our Board comprises nine members, including four executive Directors, two non-executive Directors and three independent non-executive Directors. Our Directors have a balanced mix of experiences, including overall management and strategic development, business and risk management, and finance and accounting experiences. Our Directors, with three females and six males, range from 39 years old to 58 years old and are able to bring a balance of diversity perspectives to our Board. We will take steps to promote gender diversity at all levels of our Company, including but without limitation at the Board and senior management levels. After due consideration, our Board believes that based on the meritocracy of our Directors, the composition of our Board satisfies our Board Diversity Policy.

WAIVER GRANTED BY THE STOCK EXCHANGE

We have applied to the Stock Exchange for[, and the Stock Exchange has granted,] a waiver from strict compliance with the requirement of Rules 8.12 and 19A.15 of the Listing Rules in relation to the requirement of management presence in Hong Kong. For details of the waiver, see “Waivers from Strict Compliance with the Hong Kong Listing Rules and Exemption from Strict Compliance with the Companies (Winding Up and Miscellaneous Provisions) Ordinance — Waiver in Relation to Management Presence in Hong Kong.”

We have applied to the Stock Exchange for[, and the Stock Exchange has granted,] a waiver from strict compliance with the requirement of Rules 3.28 and 8.17 of the Listing Rules in relation to the academic or professional qualifications of our Company’s joint company secretaries. For details of the waiver, see “Waivers from Strict Compliance with the Hong Kong Listing Rules and Exemption from Strict Compliance with the Companies (Winding Up and Miscellaneous Provisions) Ordinance — Waiver in Relation to Joint Company Secretaries.”

CORPORATE GOVERNANCE

Our Directors recognise the importance of good corporate governance in management and internal procedures so as to achieve effective accountability. Our Group will comply with the CG Code, except for the deviation from the code provision C.2.1 of the CG Code. Mr. Wang is the chairman of our Board and the chief executive officer of our Company and he has been managing our Group’s business and supervising the overall operations of our Group since its foundation in 2011. Our Directors consider that vesting the roles of the chairman of our Board and the chief executive officer of our Company in Mr. Wang is beneficial to the management and business development of our Group and will provide a strong and consistent leadership to our Group. Our Board will continue to review and consider splitting the roles of the chairman of our Board and the chief executive officer at a time when it is appropriate and suitable by taking into account the circumstances of our Group as a whole.

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Save as disclosed in this section, our Group is in compliance with all the code provisions of the CG Code.

COMPENSATION OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Our Directors, Supervisors and members of our senior management receive compensation from our Company in the form of fees, salaries, contributions to pension schemes, discretionary bonuses, allowances and other benefits in kind.

The aggregate amount of remuneration our Directors and Supervisors have received (including fees, salaries, contributions to pension schemes, discretionary bonuses, share based compensation, allowances and other benefits in kind) for the four years ended December 31, 2022 and the six months ended June 30, 2023 was approximately RMB5.5 million, RMB162.9 million, RMB4.6 million, RMB4.2 million and RMB36.2 million, respectively.

The aggregate amount of fees, salaries, contributions to pension schemes, discretionary bonuses, share based compensation, allowances and other benefits in kind paid to our five highest paid individuals of our Company, including Directors, Supervisors and senior management, during the four years ended December 31, 2022 and the six months ended June 30, 2023 was approximately RMB5.3 million, RMB189.5 million, RMB4.9 million, RMB4.5 million and RMB43.0 million, respectively.

Under the arrangements currently in force, save as the options in relation to not more than 37,862,946 Domestic Shares our Company expects to grant under the Pre-[REDACTED] Incentive Scheme, it is estimated that the aggregate remuneration, excluding discretionary bonus, of our Directors and Supervisors for the year ending December 31, 2023 to be approximately RMB4.5 million.

No remuneration was paid by us to our Directors, Supervisors or the five highest paid individuals as an inducement to join or upon joining us or as a compensation for loss of office in respect of the four years ended December 31, 2022 and the six months ended June 30, 2023. Further, none of our Directors had waived any remuneration during the same period.

Save as disclosed above, no other payments have been made or are payable in respect of the four years ended December 31, 2022 and the six months ended June 30, 2023 by our Group to the Directors or Supervisors.

Our Board will review and determine the remuneration and compensation packages of our Directors and senior management which, following the [REDACTED], will receive recommendation from the Remuneration Committee which will take into account salaries paid by comparable companies, time commitment and responsibilities of the Directors and Supervisors and performance of our Group.

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COMPLIANCE ADVISER

We have appointed China Securities (International) Corporate Finance Company Limited as our compliance adviser (“**Compliance Adviser**”) upon [REDACTED] of our Shares on the Stock Exchange in compliance with Rule 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, the Compliance Adviser will provide advice to us when consulted by us in the following circumstances:

- the publication of any regulatory announcement, circular or financial report;
- where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues and share repurchases;
- 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
- where the Stock Exchange makes an inquiry of our Company regarding unusual movements in the price or trading volume of the [REDACTED] of our Company.

The term of the appointment shall commence on the [REDACTED] and end on the date on which our Company distributes its annual report in respect of its financial results for the first full financial year commencing after the [REDACTED] and this appointment may be subject to extension by mutual agreement.

SHARE INCENTIVE SCHEME

We have adopted the 2020 Incentive Scheme and Pre-[REDACTED] Incentive Scheme. The principal terms of the Pre-[REDACTED] Incentive Scheme are summarized in “Statutory and General Information – D. Share Incentive Scheme” in Appendix VI.