

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

BOARD OF DIRECTORS

Our Board comprises 12 Directors, including four executive Directors, four non-executive Directors and four independent non-executive Directors. Pursuant to the Articles of Association, our Directors serve a term of three years and may be re-elected for successive reappointments. Our Board is responsible and has general powers for the management and conduct of our business. The table below sets forth certain information in respect of the members of the Board:

Name	Age	Position/Title	Date of appointment as a Director	Date of joining our Group	Roles and responsibilities
Executive Directors					
Mr. Zheng Yong (鄭勇)	45	Chairman of the Board, executive Director and chief executive officer	February 3, 2015	February 2015	Overall business and product strategies, overall product management, core management team recruiting, organizational management and financing activities of our Group
Mr. Li Hongbo (李洪波)	44	Executive Director, chief technology officer and vice president	December 14, 2015	February 2015	Overall R&D of our Group, management of product and technology initiatives and maintaining industry relations
Mr. Liu Kai (劉凱)	39	Executive Director and vice president	June 2, 2016	February 2015	Overall software R&D of our Group
Mr. Chen Xi (陳曦)	40	Executive Director and vice president	June 2, 2016	February 2015	Overall hardware R&D of our Group
Non-executive Directors					
Mr. Xia Zhijin (夏志進)	44	Non-executive Director	May 9, 2017	May 2017	Providing strategic advice to our Group
Mr. Bai Jin (白津)	45	Non-executive Director	December 22, 2020	December 2020	Providing strategic advice to our Group
Mr. Li Ke (李珂)	38	Non-executive Director	June 30, 2023	June 2023	Providing strategic advice to our Group
Mr. Chan Wo Kong (陳和江)	35	Non-executive Director	November 26, 2024	November 2024	Providing strategic advice to our Group
Independent non-executive Directors					
Ms. Chen Chen (陳晨)	38	Independent non-executive Director	November 26, 2024	November 2024	Providing independent opinion and judgment to the Board
Mr. Chen Shaohua (陳少華)	63	Independent non-executive Director	March 22, 2021	March 2021	Providing independent opinion and judgment to the Board

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Name	Age	Position/Title	Date of appointment as a Director	Date of joining our Group	Roles and responsibilities
Mr. Han Yu (韓愉)	66	Independent non-executive Director	March 22, 2021	March 2021	Providing independent opinion and judgment to the Board
Mr. Liu Dacheng (劉大成)	57	Independent non-executive Director	March 22, 2021	March 2021	Providing independent opinion and judgment to the Board

Executive Directors

Mr. Zheng Yong (鄭勇), aged 45, is the Chairman of our Board, an executive Director and the chief executive officer of the Company. Mr. Zheng founded our Company and has been serving as a Director since its inception in February 2015. Mr. Zheng was re-designated as an executive Director in November 2024. Mr. Zheng has also been concurrently serving as a director and/or general manager of various subsidiaries of our Company.

Mr. Zheng started his career in supply chain management at prominent global enterprises. After graduation, he was first with various subsidiaries of ABB Ltd, a globally recognized company in electrification and automation, offering solutions in robotics, machinery, and factory automation, from July 2004 to October 2009 as an operations manager, and then with a subsidiary of Compagnie de Saint-Gobain S.A. from April 2010 to April 2013 as a plant manager, overseeing comprehensive operations from engineering to quality control and logistics at major production sites in the PRC, ensuring seamless operations, which demonstrated his strategic capabilities and adept stewardship. Leveraging his industrial knowledge and expertise gained from both academy and prior working experience, Mr. Zheng joined New Horizon Capital as a senior manager in May 2013 and served until June 2015, where he was responsible for post-investment management of portfolio companies and new investments in the TMT and robotics sectors, gaining profound insights into both investments and robotics sector.

Mr. Zheng has been recognized for his business acumen as well as outstanding contributions to the industrial automation, digitalization, and smart logistics industries. Mr. Zheng was recognized as one of Fortune China’s 40 under 40 business elites in September 2018. Mr. Zheng has obtained 25 invention patents relevant to robotics. Mr. Zheng was also honored with the China Smart Logistics Industry Elite Award at the Global Intelligent Logistics Industry Development Conference organized by Logistics Technology and Application magazine in 2020, awarded with the 9th LT China Logistics Technology Award (Person of the Year) by Soo56, a leading logistics portal in China, in 2020, as well as recognized as “Pioneer of the Year” by OFweek, a comprehensive web portal in Chinese high-tech industry, in the OFweek China Industrial Automation and Digitalization Industry Annual Awards in 2021.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Mr. Zheng obtained his bachelor’s degree in management science and engineering from Tsinghua University (清華大學) in the PRC in July 2001. In July 2004, Mr. Zheng obtained a master’s degree in management science and engineering from Tsinghua University in the PRC, and a master’s degree in production engineering from RWTH Aachen University in Germany through its joint master’s program with Tsinghua University.

Mr. Li Hongbo (李洪波), aged 44, is an executive Director, the chief technology officer and a vice president of the Company. Mr. Li co-founded our Company in February 2015, and has been serving as a Director since December 2015. Mr. Li was re-designated as an executive Director in November 2024. Mr. Li has also been concurrently serving as a director, supervisor and/or general manager of various subsidiaries of our Company.

Mr. Li is a senior engineer at the professor level recognized by Beijing Senior Professional and Technical Qualification Review Committee (北京市高級專業技術資格評審委員會) in May 2019, and a recipient of a special government allowance from the State Council since June 2024. Recognized as a Prominent Figure in the Zhongguancun High-level Talent Project, a Leading Talent in Capital Science and Technology, an Outstanding Youth in Technology by the China Federation of Logistics & Purchasing Technology (中國物流與採購聯合會), a Youth Beijing Scholar, and an Excellent Engineer in Beijing, he has dedicated many years to research and product development in the areas of intelligent robotics and swarm intelligence.

Before co-founding the Company, Mr. Li was a leading researcher and expert in multi-agent robotic systems. He served as a postdoctoral researcher and as an associate researcher in the Department of Computer Science and Technology at Tsinghua University (清華大學). With over 15 years of experience in both theoretical and applied research in navigation, perception and scheduling of large-scale advanced robotics and algorithms, Mr. Li has published over 50 papers in top scientific journals and holds over 130 authorized patents (including over 50 international invention patents).

Mr. Li’s work has earned him numerous accolades, including the Natural Science Award (second prize) granted by the Ministry of Education of the PRC in January 2011, the Beijing Science and Technology Award (second prize) granted by the People’s Government of Beijing Municipality in December 2014, the Natural Science and Technology Award granted by the Chinese Association of Automation (中國自動化學會) in October 2015, “Inventor Entrepreneurship Award – Project Award” (gold and silver medals) at International Invention Exhibitions (國際發明展覽會) granted by China Association of Inventions (中國發明協會) in September 2018, an Excellent Patent Award granted by China National Intellectual Property Administration of the PRC in July 2023, the Science and Technology Award (first prize) granted by China Federation of Logistics & Purchasing (中國物流與採購聯合會) in August 2023, the Science and Technology Innovation Award-Innovative Individual Award granted by China Industry-University-Research Institute Collaboration Association (中國產學研合作促進會) in 2024 and the first prize of Science and Technology Progress Award granted by China Institute of Electronics (中國電子學會) in March 2025.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Concurrently, Mr. Li has also been the editor of the International Journal of Control Automation and Systems since September 2013, the secretary-general of the Intelligent Services Committee of the Chinese Association for Artificial Intelligence (中國人工智能學會智能服務專業委員會) since November 2015, a director of the Chinese Association for Artificial Intelligence (中國人工智能學會) since March 2025, the director of the Beijing Logistics Robotics Innovation Center (北京市物流機器人創新中心) since December 2022, the vice chairman of the Intelligent Automation Committee of the China Association of Automation (中國自動化學會智能自動化專業委員會) since October 2023, the vice president of the Beijing-Tianjin-Hebei Smart Logistics Industry-Education Integration Alliance (京津冀智慧物流產教融合聯盟) since September 2024, and the vice president of Intelligent Manufacturing Branch of China Machinery Industry Federation (中國機械工業聯合會智能製造分會) since December 2024.

Mr. Li obtained his bachelor’s degree in automation from Northeastern University (東北大學) in the PRC in July 2004, and his doctoral degree in computer science and technology from Tsinghua University (清華大學) in the PRC in July 2009.

Mr. Liu Kai (劉凱) (former name: Liu Yongqiang (劉永強)), aged 39, is an executive Director and a vice president of the Company. Mr. Zheng co-founded our Company in February 2015, and has been serving as a Director since June 2016. Mr. Liu was re-designated as an executive Director in November 2024. Mr. Liu has also been concurrently serving as a director and/or general manager of various subsidiaries of our Company.

Mr. Liu is an expert with over ten years of experience in the R&D of intelligent robots and multi-agent systems, focusing on mobile robots, vision services, control systems, multi-agent algorithms. Prior to co-founding the Company, Mr. Liu worked at the Beijing Institute of Control Engineering (北京控制工程研究所) from August 2011 to July 2015 as an engineer.

Mr. Liu holds 144 patents, and received the Science and Technology Progress Award (second prize) from the China Federation of Logistics & Purchasing (中國物流與採購聯合會) in September 2019. He was named an “X•36Under36” S-Class Entrepreneur by 36Kr in June 2022 and recognized as one of the Hurun Under 40s China Entrepreneurs by the Hurun Research Institute in November 2023.

Mr. Liu obtained his bachelor’s degree in electronic information engineering from the University of Science and Technology Beijing (北京科技大學) in the PRC in July 2008, and his master’s degree in computer science and technology from Tsinghua University (清華大學) in the PRC in June 2011.

Mr. Chen Xi (陳曦), aged 40, is an executive Director and a vice president of our Company. Mr. Chen co-founded our Company in February 2015, and has been serving as a Director since June 2016. Mr. Chen was re-designated as an executive Director in November 2024. Mr. Chen has also been concurrently serving as a director or supervisor of various subsidiaries of our Company.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Mr. Chen brings over a decade of applied robotics research experience, particularly in industrial automation and intelligent manufacturing. Furthering his expertise during his master’s program, Mr. Chen contributed to the National High Technology Research and Development Program project on “High-Precision Positioning Technology for Underground Unmanned Mining Equipment and the Model Technology Research of Intelligent Unmanned Loaders”, which allowed him to delve deeply into the industrial intelligent driving field, reinforcing his technical skills and understanding of cutting-edge technologies. These experiences collectively underscore Mr. Chen’s extensive knowledge and competence in the areas of robotics, intelligent systems, and automation.

Prior to co-founding the Company, Mr. Chen worked at Raisecome Technology Development Co., Ltd. (瑞斯康達科技發展股份有限公司) from January 2010 to July 2015, where he accumulated extensive technical experience in the fields of high-speed fiber optic communication and wireless communication. Mr. Chen has also been a committee member of the automation committee (自動化專業委員會) under the Chinese Association of Automation (中國自動化學會) since January 2024.

Mr. Chen obtained a bachelor’s degree in electronic information engineering and a master’s degree in automotive engineering from the University of Science and Technology Beijing (北京科技大學) in the PRC, in July 2007 and January 2010, respectively.

Non-executive Directors

Mr. Xia Zhijin (夏志進), aged 44, has been serving as a Director since May 2017 and was re-designated as a non-executive Director in November 2024.

Mr. Xia has been serving as an investment director, a partner, an executive partner and a managing partner successively at Singapore Vertex Investment Management Group Co., Ltd. Beijing Representative Office (新加坡祥峰投資管理集團有限公司北京代表處) (“**Vertex Beijing**”), Xiang’en Equity Investment Management (Shanghai) Co., Ltd. (祥恩股權投資管理(上海)有限公司) (“**Xiang’en Investment**”) and Vertex Jiazi (Xiamen) Private Equity Fund Management Co., Ltd. (祥峰甲子(廈門)私募基金管理有限公司) (“**Vertex Jiazi**”) since January 2011. Mr. Xia has been a limited partner of Chengdu Xiangfeng Rongyuan Enterprise Management Partnership Enterprise (Limited Partnership)(成都市祥峰融元企業管理合夥企業(有限合夥)) (“**Xiangfeng Chengdu**”) since December 2024. Vertex Beijing, Xiang’en Investment, Vertex Jiazi and Xiangfeng Chengdu are all related to Vertex Ventures China III, L.P., being one of our Shareholders. Mr. Xia also obtained a Fund Practitioner Qualification Certificate (基金從業資格證) from the Asset Management Association of China (中國證券投資基金業協會) in July 2018.

Mr. Xia obtained a bachelor’s degree in electronic information engineering and a master’s degree in communications and information systems from Tsinghua University (清華大學) in the PRC in July 2003 and July 2006, respectively.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Mr. Bai Jin (白津), aged 45, has been serving as a Director since December 2020 and was re-designated as a non-executive Director in November 2024.

Mr. Bai worked as a staff in Honeywell (China) Co., Ltd. Tianjin Branch (霍尼韋爾(中國)有限公司天津分公司) from July 2006 to June 2010. Mr. Bai served as a senior investment manager at Shanghai Panxin Equity Investment Management Co., Ltd. (上海磐信股權投資管理有限公司) from July 2012 to December 2018. Mr. Bai then served as a director of technology and industrial research and investment department at Tianjin Panmao Enterprise Management Partnership (Limited Partnership) (天津磐茂企業管理合夥企業(有限合夥)) from January 2019 to September 2020. He has been serving as a director of technology and industrial research and investment department at Beijing Panmao Investment Management Co., Ltd. (北京磐茂投資管理有限公司) since October 2020, which controls Xiamen Yuanfeng Equity Investment Fund Partnership (Limited Partnership) (廈門源峰股權投資基金合夥企業(有限合夥)), being one of our Shareholders.

Mr. Bai obtained his bachelor’s degree in industrial analysis and master’s degree in control theory and control engineering from Beijing University of Chemical Technology (北京化工大學) in the PRC in July 2002 and June 2006, respectively. Mr. Bai then obtained his master’s degree in business administration from Tsinghua University (清華大學) in the PRC in June 2012. Mr. Bai later obtained his EMBA degree from China Europe International Business School (中歐國際工商學院) in the PRC in November 2024.

Mr. Li Ke (李珂), aged 38, has been serving as a Director since June 2023 and was re-designated as a non-executive Director in November 2024.

Mr. Li Ke served as a partner assistant and then an associate at Beijing Yida Law Firm (北京市億達律師事務所) from October 2012 to October 2016. From October 2016 to June 2021, Mr. Li Ke worked as an investment director and a deputy general manager of the first investment department at China Internet Investment Fund Management Co., Ltd. (中國互聯網投資基金管理有限公司), a general partner of China Internet Investment Fund (Limited Partnership) (中國互聯網投資基金(有限合夥)), being one of our Shareholders. Mr. Li Ke has been serving as an investment director and general manager at Zhongwan Private Equity Fund Management Co., Ltd. (中灣私募基金管理有限公司) since September 2021, a general partner of Zhongwan Hezhi (Hefei) Venture Capital Fund Partnership (Limited Partnership) (中灣合智(合肥)創業投資基金合夥企業(有限合夥)), being one of our Shareholders.

Mr. Li Ke obtained his bachelor’s degree in law from University of Science and Technology Beijing (北京科技大學) in the PRC in July 2009 and his master’s degree in law from University of International Relations (國際關係學院) in the PRC in July 2011.

Mr. Chan Wo Kong (陳和江) aged 35, has been serving as a non-executive Director since November 2024.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Mr. Chan worked at Morgan Stanley as an investment banking analyst in the UK from July 2011 to March 2013. Mr. Chan then worked at Goldman Sachs as a private equity associate from June 2013 to July 2017. Mr. Chan joined Beijing Warburg Pincus Investment Consulting Co., Ltd. (北京華平投資諮詢有限公司) in August 2017 as a vice president and later transferred to Shanghai Warburg Pincus Private Equity Management Co., Ltd. (上海華平私募基金管理有限公司) in January 2020. Mr. Chan has served as a principal at Shanghai Warburg Pincus Private Equity Management Co., Ltd. (上海華平私募基金管理有限公司) since January 2021.

Mr. Chan obtained his bachelor’s degree in mechanical engineering from Imperial College London in the United Kingdom in October 2011.

Independent non-executive Directors

Ms. Chen Chen (陳晨), aged 38, has been serving as an independent non-executive Director since November 2024.

Ms. Chen has held various positions in China Dongxiang (Group) Co., Ltd. (中國動向(集團)有限公司) (“**China Dongxiang**”), a company listed on the Stock Exchange (stock code: 3818.HK), where she started as a product planning representative in the apparel planning team from 2012 to 2013, and then promoted as the manager of the marketing department and the apparel design department and a vice president of the brand department in 2013. Subsequently, Ms. Chen has served in various capacities at China Dongxiang, including as an executive director and a member of the executive committee since December 2014, co-president since February 2018, co-chairman since March 2022, and as both the chief executive officer and president since September 2023.

Ms. Chen obtained her bachelor’s degree in Fashion Design Technology (Surface Textiles for Fashion) from University of the Arts — London College of Fashion in the United Kingdom in June 2010.

Mr. Chen Shaohua (陳少華), aged 63, has been serving as an independent Director of our Company since March 2021 and was re-designated as an independent non-executive Director in November 2024.

Mr. Chen Shaohua has been working in Xiamen University (廈門大學) for over four decades, where he successively served as a teaching assistant of accounting from August 1983 to August 1989, a lecturer of accounting from August 1992 to November 1993, an associate professor of accounting from December 1993 to November 1998, a professor of accounting from December 1998 to December 2021, and a deputy director of accounting development research center from June 2000 to December 2021. Mr. Chen Shaohua has been a return professor of accounting in Xiamen University since January 2022.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Mr. Chen Shaohua previously held directorship in various companies as follows:

Company name	Stock code	Position	Period
Tianma Microelectronics Co., Ltd. (天馬微電子股份有限公司)	000050.SZ	Independent director	July 2010 to August 2016
Fujian Septwolves Industry Co., Ltd. (福建七匹狼實業股份有限公司)	002029.SZ	Independent director and the chairman of the audit committee	July 2013 to April 2017
Sinoma International Engineering Co., Ltd. (中國中材國際工程股份有限公司)	600970.SH	Independent director and the chairman of the audit committee	September 2014 to December 2020
ZTE Corporation (中興通訊股份有限公司)	000063.SZ/ 763.HK	Independent non-executive director and the chairman of the audit committee	July 2015 to July 2018
Double Medical Technology Inc. (大博醫療科技股份有限公司)	002901.SZ	Independent director	November 2015 to June 2019
China United Property Insurance Co., Ltd. (中華聯合財產保險股份有限公司)	N/A	Independent director	October 2017 to September 2019
Rainbow Digital Commercial Co., Ltd. (天虹數科商業股份有限公司)	002419.SZ	Independent director and the chairman of the audit committee	April 2018 to September 2022
Shanghai Chemspec Corporation (上海康鵬科技股份有限公司)	688602.SH	Independent director	January 2019 to July 2022

Mr. Chen Shaohua has been serving as an independent director at China National Investment and Guaranty Corporation (中國投融資擔保股份有限公司) since May 2021, a company listed on the National Equities Exchange and Quotations (stock code: 834777), an independent director and the chairman of the audit committee at SDIC Intelligence Xiamen Information Co., Ltd. (國投智能(廈門)信息股份有限公司) since August 2021, a company listed on the Shenzhen Stock Exchange (stock code: 300188.SZ), and an independent director at Hengerda New Materials (Fujian) Co., Ltd. (福建恒而達新材料股份有限公司) since November 2024, a company listed on Shenzhen Stock Exchange (stock code: 300946.SZ). He has gained extensive financial management expertise from acting as the chairman/a member of the audit committees of the listed companies above, and had been involved in, among others, (i)

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

overseeing internal audit procedures, (ii) communications with auditors in relation to the auditing scope, measures, audited financials and material issues identified, (iii) reviewing of the auditors’ reports and (iv) evaluation of the independence and professionalism of the accounting firms. Additionally, Mr. Chen Shaohua has been teaching accounting and financial related courses at Xiamen University. Therefore, our Company believes that Mr. Chen Shaohua has appropriate accounting and related financial management expertise under Rule 3.10(2) of the Listing Rules.

Mr. Chen Shaohua obtained his bachelor’s degree in accounting from Xiamen University (廈門大學) in the PRC in July 1983, his master’s degree in business administration from Dalhousie University in Canada in October 1987, and his doctoral degree in accounting from Xiamen University in the PRC in July 1992.

Mr. Han Yu (韓愉), aged 66, has been serving as an independent Director of our Company since March 2021 and was re-designated as an independent non-executive Director in November 2024.

Before joining us, Mr. Han served as a staff at the National Archives Administration of the PRC (國家檔案局) from August 1982 to June 1986. From June 1986 to August 1993, he worked as an economic analyst at Beijing Everbright Industrial Company (北京光大實業公司). From September 1993 to September 2014, Mr. Han worked at ABB (China) Limited (ABB(中國)有限公司), where he successively served as ABB China head of human resources, ABB North Asia head of human resources, ABB South Asia head of human resources, and ABB North Asia manager of sustainability. Mr. Han also served as a general manager at Beijing New Moment of Growth Management Consulting Co., Ltd. (北京成長新時刻管理諮詢有限公司) from September 2015 to June 2022.

Mr. Han obtained his bachelor’s degree in history from Renmin University of China (中國人民大學) in the PRC in July 1982, and his master’s degree in business administration from China Europe Management Institute (中歐管理中心, currently known as China Europe International Business School (中歐國際工商學院)) in the PRC in July 1992.

Mr. Liu Dacheng (劉大成), aged 57, has been serving as an independent Director of our Company since March 2021 and was re-designated as an independent non-executive Director in November 2024.

Mr. Liu Dacheng has been with Tsinghua University since August 1997, serving various positions including, among others, associate professor, an executive director of the Engineering Management Master Education Center of Tsinghua University (清華大學工程管理碩士教育中心), as well as the vice president of the Internet Industry Research Institute of Tsinghua University (清華大學互聯網產業研究院).

Mr. Liu served as an independent director from January 2018 to July 2024 at Beih-property Co., Ltd. (京能置業股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 600791.SH), and an independent director from March 2018 to May 2024

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

at Guangdong Baolihua New Energy Stock Co., Ltd. (廣東寶麗華新能源股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 000690.SZ). Mr. Liu previously also served as an independent director at World Transmission Technology (Tianjin) Co., Ltd. (沃德傳動(天津)股份有限公司), a director at Jiangsu Pengxiang New Materials Technology Co., Ltd. (江蘇鵬翔新材料科技股份有限公司), a director at Jiuzhou Hengchang Supply Chain Management Co., Ltd. (九洲恒昌物流股份有限公司), a director at Beijing Huili Sidi Technology Development Co., Ltd. (北京匯力思迪科技發展有限責任公司), an independent director at China Railway Special Cargo Logistics Co., Ltd. (中鐵特貨物流股份有限公司) and a supervisor at Beijing Shuimu Qingda Management Consulting Co., Ltd. (北京水木清大管理諮詢有限公司).

Mr. Liu Dacheng has been serving as a director in Green Support Industry (Shanghai) Co., Ltd. (綠丞實業(上海)股份有限公司) since 2015, a director in Ma'anshan Jiangdong Lucheng Technology Co., Ltd. (馬鞍山江東綠丞科技有限公司) since April 2016, a director in Shenzhen Prince New Materials Co., Ltd. (深圳王子新材料股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 002735.SZ) since December 2018, a supervisor in Beijing Xingheng Zhongcheng Science and Trade Co., Ltd. (北京星恒眾誠科貿有限公司) since September 2019, a director in Qingdao Laf Technology Co., Ltd. (青島朗夫科技股份有限公司) since August 2020, and a supervisor in Tsinghua AI Industry Research Institute (Wuxi) Co., Ltd. (清大智能製造科技研究院無錫有限公司) from July 2021 to December 2024.

Mr. Liu obtained his bachelor's degree in mechatronics engineering from Shenyang University of Technology (瀋陽工業大學) in the PRC in July 1989, his master's degree in pattern recognition and intelligent control from Shenyang Institute of Automation, Chinese Academy of Sciences (中國科學院瀋陽自動化研究所) in the PRC in July 1994, and his doctoral degree in mechanical manufacturing and automation from Tsinghua University (清華大學) in April 1999.

SUPERVISORY COMMITTEE

Our Supervisory Committee consists of three Supervisors, including one employee representative Supervisor. The employee representative Supervisor is elected at the staff representative assembly for a term of three years, which is renewable upon re-election and re-appointment. The functions and duties of the Supervisory Committee include, among other things, reviewing periodic reports prepared by the Board, overseeing the financial conditions of our Group, and supervising the performance of our Directors and senior management members.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

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

Name	Age	Position/Title	Date of appointment as a Supervisor	Date of joining our Group	Roles and responsibilities
Mr. Huang Zheng (黃政)	50	Chairman of the Supervisory Committee	June 2016	December 2015	Management of the Supervisory Committee and supervising the daily operation of the Group
Mr. Duan Yongxin (段永欣)	49	Supervisor	December 2022	April 2016	Management of the Supervisory Committee and supervising the daily operation of the Group
Mr. Xie Yi (謝溢) . . .	35	Employee representative Supervisor	January 2024	April 2019	Management of the Supervisory Committee and supervising the daily operation of the Group

SUPERVISORS

Mr. Huang Zheng (黃政), aged 50, is the chairman of our supervisory committee and a Supervisor. Mr. Huang has also been serving as the senior officer of supply chain management department of our Company since December 2015.

Prior to joining our Company, Mr. Huang served as a product engineer of the product department at Beijing Jeep Automobile Co., Ltd. (北京吉普汽車有限公司) from August 1997 to July 2001. Mr. Huang then worked in Beijing Aiketai International Electronics Co., Ltd. (北京艾科泰國際電子有限公司) from August 2001 to March 2011 and served as its product line product specialist, product manager and product line manager. Mr. Huang later served as a global project manager at Beijing Lite-On Mobile Electronics and Telecommunications Components Co., Ltd. (北京光寶移動電子電信部件有限公司) from April 2011 to April 2014, a project manager for the senior supply chain at the research and development center at Nokia China Investment Co., Ltd. (諾基亞中國投資有限公司) from April 2014 to April 2015, and a project manager for the senior supply chain of the mobile division of Microsoft (China) Co., Ltd. (微軟(中國)有限公司) from April 2015 to September 2015.

Mr. Huang obtained his bachelor’s degree in mechanical design and manufacturing from Beijing Union University (北京聯合大學) in the PRC in July 1997.

Mr. Duan Yongxin (段永欣), aged 49, is a Supervisor. Mr. Duan joined our Company in April 2016, and successively served as the responsible officer of onsite services, of administration, environment, health and safety, and of cost and procurement review since April 2016.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Prior to joining our Company, Mr. Duan worked at Xingtai Fangyuan Textile Printing and Dyeing Group (邢台方圓紡織印染集團) from July 2000 to December 2002. Mr. Duan then worked at Handan Third Cotton Textile Co., Ltd. (邯鄲第三棉紡織有限公司) from December 2002 to July 2010 and worked as a senior equipment supervisor at Saint-Gobain Abrasives Handan Co., Ltd. (聖戈班磨料磨具邯鄲有限公司) from August 2010 to April 2016.

Mr. Duan obtained his bachelor’s degree in textile engineering from Hebei University of Science and Technology (河北科技大學) in the PRC in July 1999.

Mr. Xie Yi (謝溢), aged 35, is an employee representative Supervisor. Mr. Xie joined our Company in April 2019, and has served various positions including manager and senior manager of service operation and system services, officer of strategic operations, officer of digital operations and IT management, and officer of service management.

Prior to joining our Company, Mr. Xie worked at ABB (China) Co., Ltd. (ABB(中國)有限公司) and ABB Engineering (Shanghai) Ltd. (上海ABB工程有限公司) (collectively, the “**ABB Group**”) and served as a management trainee and subsequently a market analysis specialist at the power grid division from July 2016 to April 2019.

Mr. Xie obtained his bachelor’s degree in mechanical engineering and automation from Tsinghua University (清華大學) in the PRC in July 2012. Mr. Xie then obtained his master’s degree in mechanical engineering from Tsinghua University (清華大學) and his master’s degree in production systems engineering from RWTH Aachen University in Germany through its joint master’s program with Tsinghua University (清華大學) in June 2016.

SENIOR MANAGEMENT

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

Name	Age	Position/Title	Date of appointment as senior management	Date of joining our Group	Roles and responsibilities
Mr. Zheng Yong (鄭勇)	45	Chairman of the Board, executive Director and chief executive officer	February 2015	February 2015	Overall business and product strategies, overall product management, core management team recruiting, organizational management and financing activities our Group

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Name	Age	Position/Title	Date of appointment as senior management	Date of joining our Group	Roles and responsibilities
Mr. Li Hongbo (李洪波)	44	Executive Director, chief technology officer and vice president	July 2017	February 2015	Overall R&D of our Group, management of product and technology initiatives and maintaining industry relations
Mr. Liu Kai (劉凱)	39	Executive Director and vice president	July 2015	February 2015	Overall software R&D of our Group
Mr. Chen Xi (陳曦)	40	Executive Director and vice president	July 2015	February 2015	Overall hardware R&D of our Group
Ms. Liu Hongyan (劉紅岩)	43	Chief financial officer and secretary to the Board	January 2018	January 2018	Overall management of finance, investments and capital market activities of our Group

Mr. Zheng Yong (鄭勇), aged 45, is the Chairman of our Board, an executive Director and the chief executive officer of the Company. For details of his biography, see “— Board of Directors — Executive Director” above.

Mr. Li Hongbo (李洪波), aged 44, is an executive Director, the chief technology officer and a vice president of the Company. For details of his biography, see “— Board of Directors — Executive Director” above.

Mr. Liu Kai (劉凱) (former name: Liu Yongqiang (劉永強)), aged 39, is an executive Director and a vice president of the Company. For details of his biography, see “— Board of Directors — Executive Director” above.

Mr. Chen Xi (陳曦), aged 40, is an executive Director and a vice president of our Company. For details of his biography, see “— Board of Directors — Executive Director” above.

Ms. Liu Hongyan (劉紅岩), aged 43, is the chief financial officer and secretary to our Board. She has also been appointed as a joint company secretary of our Company effective from the [REDACTED]. Ms. Liu previously served as our Director from January 2018 to March 2021. Ms. Liu is also in charge of finance for some of our subsidiaries.

Prior to joining our Company, Ms. Liu served as a deputy financial director and a financial director successively at Zhejiang Yasha Decoration Co., Ltd. (浙江亞廈裝飾股份有限公司) from October 2008 to December 2014. Subsequently, Ms. Liu served as a risk control director in Xiamen Deep Century Investment Management Partnership (Limited Partnership) (廈門市深度世紀投資管理合夥企業(有限合夥)) from March 2016 to July 2017 and a fund operations manager at the financial department of Cathay Capital Investment Consulting

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

(Shanghai) Co., Ltd. (凱輝投資諮詢(上海)有限公司) from July 2017 to November 2017. Currently, Ms. Liu is also the supervisor of Tianjin Shuzhi Jiachuang, Tianjin Yunzhi Jiachuang, Tianjin Huizhi Jiachuang and Tianjin Yuanzhi Jiachuang, being our Controlling Shareholders.

Ms. Liu graduated from Xiamen University (廈門大學) in the PRC and obtained her bachelor’s degree and master’s degree in accounting in July 2004 and December 2014, respectively.

GENERAL

Save as disclosed above, to the best of the knowledge, information and belief of our Directors having made all reasonable enquiries, as of the Latest Practicable Date, none of our Directors, Supervisors and senior management had been a director of any public company the securities of which were listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this Document.

Mr. Zheng was a director of Beijing Kutuo Technology Co., Ltd. (北京酷拓科技有限公司) (“**Beijing Kutuo**”), a limited liability company established in the PRC held as to 15% indirectly by the Company and principally engaged in intelligent supply chain management solutions, since December 2019. Mr. Zheng tendered his resignation to Beijing Kutuo in February 2021. A petition for bankruptcy was filed against Beijing Kutuo in September 2023 and an administrator was appointed in October 2023. The bankruptcy of Beijing Kutuo was primarily attributable to its inability to repay financial liabilities arising from labor disputes, which occurred during the tenure of Mr. Zheng in Beijing Kutuo. Mr. Zheng confirmed that (i) his responsibilities were largely non-executive and limited to providing strategic oversight and guidance without participating in the daily operations of Beijing Kutuo and he did not have any direct involvement in the circumstances leading to the bankruptcy of Beijing Kutuo, (ii) he tendered his resignation in February 2021, over two years prior to the filing of the bankruptcy petition and his resignation predated the bankruptcy filing by a significant period, indicating that he was not a participant in the decisions or actions contributing to the bankruptcy, (iii) there was no wrongful act on his part leading to the bankruptcy of Beijing Kutuo, and (iv) he is not aware of any outstanding or potential claim that has been or will be made against him as a result of the bankruptcy of Beijing Kutuo. Having taking into account (i) Mr. Zheng’s confirmation above, (ii) no search results have been found in public domain that Mr. Zheng is subject to any sanction, public reprimand or any limitation which would affect his suitability to act as a director, and (iii) the rapid and constant development of our Group under Mr. Zheng’s leadership since our inception, our Directors are of the view that the bankruptcy of Beijing Kutuo (i) should not negatively affect Mr. Zheng’s suitability to act as our chairman, executive Director and the chief executive officer and an ultimate Controlling Shareholder of our Company and (ii) had no adverse impact on the business and financial operations of the Group.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Save as disclosed above, there were no other matters with respect to the appointment of our Directors and Supervisors that need to be brought to the attention of the Shareholders, nor was there any information relating to our Directors and Supervisors that was required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules as at the Latest Practicable Date.

As of the Latest Practicable Date, none of our Directors, Supervisors or senior management were related to other Directors, Supervisors or senior management of our Company.

INTERESTS OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Save as disclosed in the sections headed “Relationship with Controlling Shareholders,” “Substantial Shareholders” and “Statutory and General Information — Further Information about Our Directors, Supervisors, Chief Executive and Substantial Shareholders — Interests and short positions of our Directors, Supervisors and chief executive of our Company in the Shares, underlying Shares and debentures of our Company and our associated corporations,” as of the Latest Practicable Date, none of our Directors and Supervisors held any interest in the securities within the meaning of Part XV of the SFO.

JOINT COMPANY SECRETARIES

Ms. Liu Hongyan (劉紅岩) is the chief financial officer and secretary to our Board, and a joint company secretary of our Company with effect from the [REDACTED]. For details of her biography, see “— Senior Management” above.

Mr. Ng Tung Ching Raphael (吳東澄) is a joint company secretary of our Company with effect from the [REDACTED].

Mr. Ng is a seasoned professional with over 14 years of extensive experience in the legal and company secretarial domains, specializing in corporate governance and compliance. He currently serves as the Assistant Vice President of Entity Solutions of Computershare Hong Kong Investor Services Limited. Mr. Ng is an Associate Member of both The Hong Kong Chartered Governance Institute (the “HKCGI”, formerly known as the Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute in the United Kingdom. He also possesses the practitioner’s endorsement from HKCGI.

Mr. Ng earned his bachelor’s degree in Law from Manchester Metropolitan University. He holds a master’s degree in Chinese Business Law from The Chinese University of Hong Kong and a master’s degree in Professional Accounting and Corporate Governance from The City University of Hong Kong.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

BOARD COMMITTEES

Our Board delegates certain responsibilities to various committees. In accordance with the relevant PRC laws and regulations and Chapter 8A and the Corporate Governance Code as set out in the Appendix C1 to the Listing Rules, our Company has formed five Board committees, namely the Strategy Committee, the Audit Committee, the Remuneration and Appraisal Committee, the Nomination Committee and the Corporate Governance Committee.

Strategy Committee

We have established a Strategy Committee. The Strategy Committee consists of three Directors, namely Mr. Zheng, Mr. Li and Mr. Liu Dacheng. Mr. Zheng serves as the chairperson of the Strategy Committee. The primary duties of the Strategy Committee include, but not limited to, the following:

- researching and providing suggestions on the Company’s long-term development strategy planning and the direction of technology and product development;
- researching and providing suggestions on major investment and financing plans that require approval by the Board as stipulated in the Articles of Association;
- researching and providing suggestions on major capital operations and asset management projects that require approval by the Board as stipulated in the Articles of Association;
- researching and providing suggestions on other major matters affecting the development of the Company;
- inspecting the implementation of the above matters; and
- other matters authorized by the Board.

Audit Committee

We have established an Audit Committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph D.3 of Part 2 of the Corporate Governance Code. The Audit Committee consists of three Directors, namely Mr. Chen Shaohua, Mr. Han Yu and Mr. Xia Zhijin. Mr. Chen Shaohua has the accounting and related financial management expertise as required under Rules 3.10(2) and 3.21 of the Listing Rules, and serves as the chairperson of the Audit Committee. The primary duties of the Audit Committee include, but not limited to, the following:

- proposing the appointment or change of external auditors to our Board, and monitoring the independence of external auditors and evaluating their performance;
- guiding internal audit work;

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

- examining the financial information of our Company, reviewing financial reports and statements of our Company and giving comments on relevant matters;
- assessing the effectiveness of internal control;
- coordinating the communication among management, internal audit department, related departments and external audit agency; and
- dealing with other matters that are authorized by the Board or involved in relevant laws and regulations.

Remuneration and Appraisal Committee

We have established a Remuneration and Appraisal Committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and paragraph E.1 of Part 2 of the Corporate Governance Code. The Remuneration and Appraisal Committee consists of three Directors, namely Mr. Liu Dacheng, Mr. Chen Shaohua and Mr. Zheng. Mr. Liu Dacheng serves as the chairperson of the Remuneration and Appraisal Committee. The primary duties of the Remuneration and Appraisal Committee include, but not limited to, the following:

- formulating individual remuneration plans for Directors and members of the senior management in accordance with the terms of reference of the job responsibilities, the importance of their positions as well as the remuneration benchmarks for the relevant positions in other comparable companies;
- examining the criteria of performance evaluation of Directors and the senior management of our Company, and conducting annual performance evaluation;
- supervising the implementation of the remuneration plan of the Company;
- reviewing and/or approving matters relating to share schemes under Chapter 17 of the Listing Rules; and
- dealing with other matters that are authorized by the Board.

Nomination Committee

We have established a Nomination Committee with written terms of reference in compliance with Rule 3.27A of the Listing Rules and paragraph B.3 of Part 2 of the Corporate Governance Code. The Nomination Committee consists of three Directors, namely Mr. Han Yu, Ms. Chen Chen and Mr. Zheng. Mr. Han Yu serves as the chairperson of the Nomination Committee. The primary duties of the Nomination Committee include, but not limited to, the following:

- making recommendations to our Board with regards to the size and composition of our Board based on our Company’s business operation, asset scale and equity structure;

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

- researching and developing standards and procedures for the election of our Board members, general managers and members of the senior management, and making recommendations to our Board;
- conducting extensive search and providing to our Board suitable candidates for Directors, general managers and other members of the senior management;
- examining our Board candidates, general manager and members of the senior management and making recommendations to our Board;
- assessing and reviewing the independence of independent non-executive Directors; and
- dealing with other matters that are authorized by our Board.

Corporate Governance Committee

We have established a Corporate Governance Committee in compliance with Chapter 8A of the Listing Rules. The Corporate Governance Committee comprises three independent non-executive Directors, namely Ms. Chen Chen, Mr. Han Yu and Mr. Liu Dacheng. Ms. Chen Chen is the chairperson of the Corporate Governance Committee. The primary duties of the corporate governance committee are, among other things, to ensure that the Company is operated and managed for the benefit of all Shareholders and to ensure the Company’s compliance with the Listing Rules and safeguards relating to the weighted voting right structures of the Company. For details of their experience in corporate governance related matters, see the biographies of the independent non-executive Directors in the section headed “— Independent non-executive Directors” above.

In accordance with Rule 8A.30 of the Listing Rules and the Corporate Governance Code, the work of our corporate governance committee as set out in its terms of reference includes:

- (a) to develop and review the Company’s policies and practices on corporate governance and make recommendations to the Board;
- (b) to review and monitor the training and continuous professional development of Directors and senior management;
- (c) to review and monitor the Company’s policies and practices on compliance with legal and regulatory requirements;
- (d) to develop, review and monitor the code of conduct and compliance manual (if any) applicable to employees and directors;
- (e) to review the Company’s compliance with the Corporate Governance Code and disclosure in the Corporate Governance Report;

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

- (f) to review and monitor whether the Company is operated and managed for the benefit of all its Shareholders;
- (g) to confirm, on an annual basis, that the beneficiaries of weighted voting rights have been members of the Board throughout the year and that no matters under Rule 8A.17 of the Listing Rules have occurred during the relevant financial year;
- (h) to confirm, on an annual basis, whether or not the beneficiaries of weighted voting rights have complied with Rules 8A.14, 8A.15, 8A.18 and 8A.24 of the Listing Rules throughout the year;
- (i) to review and monitor the management of conflicts of interests and make a recommendation to the Board on any matter where there is a potential conflict of interest between the Company, a subsidiary of the Company and/or Shareholders of the Company (considered as a group) on one hand and any beneficiary of weighted voting rights on the other;
- (j) to review and monitor all risks related to the Company’s weighted voting rights structure, including connected transactions between the Company and/or a subsidiary of the Company on one hand and any beneficiary of weighted voting rights on the other and make a recommendation to the Board on any such transaction;
- (k) to make a recommendation to the Board as to the appointment or removal of the Compliance Adviser;
- (l) to seek to ensure effective and on-going communication between the Company and its Shareholders, particularly with regards to the requirements of Rule 8A.35 of the Listing Rules;
- (m) to report on the work of the corporate governance committee on at least a half-yearly and annual basis covering all areas of its terms of reference; and
- (n) to disclose, on a comply or explain basis, its recommendations to the Board in respect of the matters in sub-paragraphs (i) to (l) above in the report referred to in sub-paragraph (m) above.

Pursuant to Rule 8A.32 of the Listing Rules, the Corporate Governance Report prepared by the Company for inclusion in our interim and annual reports after [REDACTED] will include a summary of the work of the corporate governance committee for the relevant period.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

ROLE OF OUR INDEPENDENT NON-EXECUTIVE DIRECTORS

Pursuant to Rule 8A.26 of the Listing Rules, the role of the independent non-executive directors of a listed company with WVR structure must include, but is not limited to, the functions described in Code Provisions C.1.2, C.1.6 and C.1.7 of part 2 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules. The functions of the independent non-executive Directors include:

- participating in Board meetings to bring an independent judgment to bear on issues of strategy, policy, performance, accountability, resources, key appointments and standards of conduct;
- taking the lead where potential conflicts of interests arise;
- serving on the audit, remuneration and appraisal, nomination and corporate governance committees, if invited;
- scrutinizing the Company’s performance in achieving agreed corporate goals and objectives, and monitoring performance reporting;
- giving the Board and any committees on which they serve the benefit of their skills, expertise and varied backgrounds and qualifications through regular attendance and active participation;
- making a positive contribution to the development of the Company’s strategy and policies through independent, constructive and informed comments; and
- attending general meetings and developing a balanced understanding of the views of our Shareholders.

COMPENSATION OF DIRECTORS AND SUPERVISORS

Our Directors and Supervisors received their remuneration in the form of fees, salaries, allowances and benefits in kind, performance related bonuses, share-based payment expenses and pension scheme contributions.

For the three years ended December 31, 2022, 2023 and 2024, the total remuneration accrued to our then Directors amounted to RMB4.62 million, RMB4.64 million and RMB6.58 million, respectively.

For the three years ended December 31, 2022, 2023 and 2024, the total remuneration accrued to our then Supervisors was RMB1.95 million, RMB1.64 million and RMB3.04 million, respectively.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

For the three years ended December 31, 2022, 2023 and 2024, the total emoluments accrued to the five highest paid individuals (including Directors and Supervisors) by our Group amounted to RMB13.61 million, RMB16.62 million and RMB16.66 million, respectively.

During the Track Record Period, no remuneration was paid by our Company to, or receivable by, our Directors, Supervisors or the five highest paid individuals as an inducement to join or upon joining our Company or as compensation for loss of office in connection with the management positions of any subsidiary of our Company.

Save as disclosed above, none of our Directors or Supervisors waived any remuneration during the relevant period. The remuneration of Directors, Supervisors and senior management is determined with reference to factors including operating results of our Company, market comparable and the achievement of major operating indicators of our Company.

CONFIRMATIONS FROM OUR DIRECTORS

Rule 8.10 of the Listing Rules

Each of our Directors confirms that as of the Latest Practicable Date, he or she did not have any interest in a business which competes or is likely to compete, either directly or indirectly, with our Company’s business which would require disclosure under Rule 8.10 of the Listing Rules.

Rule 3.09D of the Listing Rules

Each of our Directors confirms that he or she (i) has obtained the legal advice referred to under Rule 3.09D of the Listing Rules in November 2024, and (ii) understands his or her obligations as a director of a [REDACTED] under the Listing Rules.

Rule 3.13 of the Listing Rules

Each of the independent non-executive Directors has confirmed (i) his/her independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules, (ii) he/she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person of the Company under the Listing Rules as of the Latest Practicable Date, and (iii) that there are no other factors that may affect his/her independence at the time of his/her appointments.

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

CORPORATE GOVERNANCE CODE

Our Company is committed to achieving high standards of corporate governance with a view to safeguarding the interests of our Shareholders. To accomplish this, our Company intends to comply with Corporate Governance Code set out in Appendix C1 to the Listing Rules and the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules after the [REDACTED].

Pursuant to paragraph C.2.1 of Part 2 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 chairman and chief executive should be segregated and should not be performed by the same individual. We do not have a separate chairman and chief executive and Mr. Zheng currently performs the roles of the chairman of our Board and an executive Director of our Company. Mr. Zheng has assumed the role of chief executive officer of our Company since our establishment. He has extensive experience in the business operations and management of our Group. Our Board believes that, in view of his experience, personal profile and his roles in our Company as mentioned above, Mr. Zheng is the Director best suited to identify strategic opportunities and focus of the Board due to his extensive understanding of our business as our general manager. The Board also believes that vesting the roles of both chairman and chief executive officer in the same person has the benefit of (i) ensuring consistent leadership within the Group, (ii) enabling more effective and efficient overall strategic planning and execution of strategic initiatives of the Board, and (iii) facilitating the flow of information between the management and the Board for the Group. The Board considers that the balance of power and authority for the present arrangement will not be impaired, and this arrangement will enable the Company to make and implement decisions promptly and effectively. The Board will continue to review and consider splitting the roles of chairman of the Board and chief executive officer of the Company at a time when it is appropriate by taking into account the circumstances of the Group as a whole.

Save as disclosed above, our Directors consider that upon [REDACTED], we will comply with all applicable code provisions of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules.

BOARD DIVERSITY POLICY

We are committed to promoting the culture of diversity in the Company. We have strived to promote diversity to the extent practicable by taking into consideration a number of factors in our corporate governance structure.

We have adopted the board diversity policy (the “**Board Diversity Policy**”) which sets out the objective and approach to achieve and maintain diversity of our Board in order to enhance the effectiveness of our Board. Pursuant to the Board Diversity Policy, we seek to achieve Board diversity through the consideration of a number of factors, including but not limited to gender, age, race, cultural background, educational background, industry experience and professional experience. Our Directors have a balanced mix of knowledge and skills,

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

including knowledge and experience in the areas of business administration, mechanics, accounting, engineering, etc. Our four independent non-executive Directors have different industry backgrounds, with solid experiences in the fields of finance and accounting, investment and corporate governance, law and engineering, representing one-third of the members of our Board. Our Board Diversity Policy is well implemented as evidenced by the fact that there are Directors ranging from 34 years old to 66 years old and comprises one female Director and eleven male Directors. Pursuant to the Board Diversity Policy, we aim to maintain at least one female representation in the Board and the current composition of the Board satisfies this target gender ratio. We will implement policies to ensure gender diversity when recruiting staff to develop a pipeline of female senior management and potential successors to the Board. We will strive to enhance our female representation and achieve appropriate balance of gender diversity with reference to the stakeholders’ expectation and international and local recommended best practices. Furthermore, we will implement comprehensive programs aimed at identifying and training our female staff who display leadership and potential, with the goal of promoting them to the senior management or the Board.

Our Nomination Committee is responsible for ensuring the diversity of our Board members. After the [REDACTED], our Nomination Committee will review the Board Diversity Policy from time to time, develop and review measurable objectives for implementing the policy, and monitor the progress on achieving these measurable objectives to ensure its continued effectiveness. We will disclose in our corporate governance report about the implementation of the board diversity policy on an annual basis.

COMPLIANCE ADVISER

We have appointed Guotai Junan Capital Limited as our Compliance Adviser pursuant to Rule 8A.33 of the Listing Rules. Our Compliance Adviser will provide us with guidance and advice as to compliance with the Listing Rules and applicable Hong Kong laws.

Pursuant to Rules 3A.23 and 8A.34 of the Listing Rules, our Compliance Adviser will advise our Company, among others, in the following circumstances:

- (a) before the publication of any regulatory announcement, circular or financial report;
- (b) where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues, sales or transfers of treasury shares and share repurchases;
- (c) where we propose to use the [REDACTED] from 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;
- (d) where the Stock Exchange makes an inquiry to our Company regarding unusual movements in the price or [REDACTED] of its [REDACTED] securities or any other matters in accordance with Rule 13.10 of the Listing Rules;

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

- (e) the WVR Structure;
- (f) transactions in which any beneficiary of weighted voting rights in the Company has an interest; and
- (g) where there is a potential conflict of interest between the Company, its subsidiary and/or Shareholders (considered as a group) on one hand and any beneficiary of weighted voting rights in the Company on the other.

The term of appointment of the Compliance Adviser shall commence on the [REDACTED]. Pursuant to Rule 8A.33 of the Listing Rules, the Company is required to engage a compliance adviser on a permanent basis.