

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

OVERVIEW

Our Board consists of ten Directors, comprising two executive Directors, four non-executive Directors and four independent non-executive Directors. Pursuant to the Articles of Association, our Directors are elected and appointed by our Shareholders at a Shareholders’ meeting for a term of three years, which is renewable upon re-election and re-appointment.

The following table sets forth certain information with respect to our Directors as at the Latest Practicable Date:

Members of our Board:

Name	Age	Position in our Group	Date of appointment as a Director	Date of joining our Group	Main roles and responsibilities in our Group	Relationships with other Directors or senior management
Mr. Tang Jinghua (湯敬華)	47	Chairman and executive Director	December 2005 (Note)	December 2005	Responsible for the overall strategy, planning and deployment, and technology research and development of our Company	None
Mr. Sun Qi (孫琪)	49	Executive Director and general manager	April 2015	October 2012	Responsible for the overall operation and business development of our Group	None
Mr. Yang Xiaoyuan (楊曉源)	47	Non-executive Director	May 2018	May 2018	Responsible for providing guidance and advice on the corporate and business strategies to the Board	None

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Name	Age	Position in our Group	Date of appointment as a Director	Date of joining our Group	Main roles and responsibilities in our Group	Relationships with other Directors or senior management
Mr. Tan Xiaobo (譚曉波)	46	Non-executive Director	April 2019	April 2019	Responsible for providing guidance and advice on the corporate and business strategies to the Board	None
Mr. Chen Yulei (陳宇雷)	41	Non-executive Director	May 2021	May 2021	Responsible for providing guidance and advice on the corporate and business strategies to the Board	None
Ms. Ma Tiantian (馬天添)	33	Non-executive Director	May 2021	May 2021	Responsible for providing guidance and advice on the corporate and business strategies to the Board	None
Mr. Liu Rong (劉榕)	74	Independent non-executive Director	April 2020	April 2020	Responsible for supervising and providing independent advice to the Board	None
Mr. Wu Haipeng (吳海鵬)	44	Independent non-executive Director	June 2021	June 2021	Responsible for supervising and providing independent advice to the Board	None
Mr. Mu Binrui (牟斌瑞)	67	Independent non-executive Director	November 2021	November 2021	Responsible for supervising and providing independent advice to the Board	None

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Name	Age	Position in our Group	Date of appointment as a Director	Date of joining our Group	Main roles and responsibilities in our Group	Relationships with other Directors or senior management
Mr. Sinn Wai Kin Derek (洗偉健)	65	Independent non-executive Director	June 2023	June 2023	Responsible for supervising and providing independent advice to the Board	None

Note: Mr. Tang served as our Director between December 2005 and June 2017, and was subsequently reappointed as our Director in December 2020. Since December 2005, Mr. Tang has also been serving as our technical director.

The following sets forth the biographies of our Directors:

Executive Directors

Mr. Tang Jinghua (湯敬華), aged 47, is our founder, chairman of the Board and executive Director. Mr. Tang served as the chairman and general manager of the Company between December 2005 and June 2017. He was subsequently re-appointed as our Director in December 2020 and as chairman of the Board in June 2021, and was re-designated as our executive Director in May 2023. In addition, Mr. Tang has been our technical director since December 2005 and is currently the director of several of our subsidiaries, including, Shandong Voicecomm Intelligent Technology, Shandong Voicecomm Information Technology and Hainan Voicecomm Intelligent Technology. He is primarily responsible for the overall strategy, planning and deployment, and technology research and development of our Company.

Mr. Tang has over 20 years of extensive research and development experience in the industry and has expertise in the field of conversational AI. Mr. Tang has led and completed the research and development of software products for National Natural Science Foundation of China (國家自然科學基金) and Shanghai Sci-Tech Innovation Center Capital (上海科創基金) for numerous times. The products which were developed under the leadership of Mr. Tang have received numerous renowned honours and awards, including the “Shanghai Sci-tech Achievements Award”.

Prior to establishing our Group, Mr. Tang served as product manager at the technical department of Shanghai Shengruan Message Technology Co., Ltd. (上海聲軟信息技術有限公司) between January 2002 and November 2005, where he was responsible for the development and application of computer telephony integration technology.

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Mr. Tang founded our Company in December 2005 and served as our director and general manager at the material time back then. Between September 2016 and October 2018, pursuant to the invitation by Xinhuanet, Mr. Tang joined Xinhuanet Yilian (Beijing) Technology Co., Ltd. (新華網億連(北京)科技有限責任公司) (“**Xinhuanet Yilian**”) as a deputy general manager, and was responsible for the industrial implementation of “Internet Plus” strategy. At the relevant time, Xinhuanet Yilian and our Company were strategic cooperation partners to develop and promote cloud-based communication platform for intelligent town projects through joint efforts. At the request of Xinhuanet Yilian that Mr. Tang shall not hold directorship outside the group of Xinhuanet after his relevant appointment, Mr. Tang resigned as a director of our Company in June 2017.

During his tenure as the deputy general manager of Xinhuanet Yilian, Mr. Tang further expanded the upstream and downstream industry chain partners, established business cooperation networks and ecosystems, and deepened the implementation of the “Internet Plus” strategy to accumulate first-hand project experiences. Through these experiences accumulated during his tenure in Xinhuanet Yilian, Mr. Tang could bring to our Group his deepened understanding of the needs of different stakeholders along the industry chain as well as his broadened business connections, which would enable our Group to further improve our solution offerings to more closely cater for our customers’ needs. Further, Mr. Tang’s first hand experience in the implementation of the “Internet Plus” strategy could be translated into and facilitate the execution of our intelligent town projects. All in all, Mr. Tang’s tenure in Xinhuanet Yilian is considered beneficial to the future development of our Group. In October 2018, Mr. Tang resigned from his position as deputy general manager in Xinhuanet Yilian to focus on the business operation and technology research and development of our Company.

Notwithstanding the above, Mr. Tang has been serving as our technical director since December 2005 and up to the Latest Practicable Date (including since Mr. Tang’s resignation as our Director in June 2017 and up to his re-appointment as Director in December 2020), whereby Mr. Tang continued to oversee the operation of our Group together with Mr. Sun, and was responsible for leading the research and development of our solution offerings and our technical management work, formulating our path in technology development in accordance with our overall strategic business development plan and market demands, and determining the direction of development of our solution offerings.

Mr. Tang obtained a master degree in software engineering from Shanghai Jiao Tong University (上海交通大學) in the PRC in March 2005, and is currently a PhD candidate in artificial intelligence at Shanghai Jiao Tong University (上海交通大學) in the PRC, with a research focus on distributed artificial intelligence and knowledge graph.

Mr. Tang was a director and a general manager of Hangzhou Bojue Network Technology Co., Ltd. (杭州舶珏網絡科技有限公司) (“**Hangzhou Bojue**”), a company established in the PRC engaged in the business of software application development and system integration. The business license of Hangzhou Bojue was revoked on June 25, 2019 as it was not engaging in any business activities for more than six months prior to the date of revocation. As confirmed by Mr. Tang, he had already resigned from his positions as the director and general manager

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of Hangzhou Bojue before 2019, which was confirmed by the board of Hangzhou Bojue in February 2019, and he had not been actively involved in the operation of Hangzhou Bojue since his resignation. As confirmed by Mr. Tang, Hangzhou Bojue was solvent at the time of his resignation, there was no fraudulent act or misfeasance on the part of Mr. Tang leading to the revocation and he was not aware of any actual or potential claim that has been or will be made against him as a result of the revocation of business license of Hangzhou Bojue.

Mr. Sun Qi (孫琪), aged 49, is our executive Director and general manager. Mr. Sun joined our Group in October 2012 as the sales director of our Company. He has been our Director since April 2015 and the general manager of our Company since January 2017, and he was re-designated as our executive Director in May 2023. He is currently the director of several of our subsidiaries, including Voicecomm Jiachen, Shandong Voicecomm Information Technology and Voicecomm Yilian. He is primarily responsible for the overall operation and business development of our Group.

Mr. Sun has 20 years of rich experience in sales and marketing. Prior to joining our Group, Mr. Sun served as (i) the deputy general manager of the Shanghai branch of Shenzhen Kingdom Sci-tech Co., Ltd. (a company listed on the Shanghai Stock Exchange (stock code: 600446)) from September 1998 to September 2002; (ii) the sales manager of Eastern China Region at Gaoyang Soft-tech Information Technology (Shanghai) Co., Ltd (高陽軟科信息技術(上海)有限公司)) from November 2003 to August 2005, where he was responsible for the sales and marketing activities of the company in the Eastern China Region; and (iii) the co-founder and the deputy general manager at Shanghai Lingteng Network Technology Co., Ltd (上海靈騰網絡科技有限公司) from October 2005 to September 2012, where he was responsible for the daily management and channel expansion of the company.

Mr. Sun graduated from Hefei University of Technology (合肥工業大學) in the PRC after completion of the undergraduate programme in engineering in July 1997.

Non-executive Directors

Mr. Yang Xiaoyuan (楊曉源), aged 47, is our non-executive Director. Mr. Yang joined our Group in May 2018 and has been our Director since then. He was subsequently re-designated as our non-executive Director in May 2023. Mr. Yang is primarily responsible for providing guidance and advice on the corporate and business strategies to the Board.

Mr. Yang worked at Shanghai Potevio Co., Ltd (上海普天郵通科技股份有限公司) from September 1999 to May 2006 where he last served as the marketing director. In October 2005, Mr. Yang founded Beijing Haizhide Technology Co., Ltd (北京海致得科技有限公司), a company in the scientific research and technical service industry. In January 2016, Mr. Yang founded Shanghai Jiangcheng Asset Management Co., Ltd (上海江程資產管理有限公司), a company primarily engaging in, among others, asset management, where his current position

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is general manager. He is also currently serving as the director or supervisor of various subsidiaries of Shanghai Jiangcheng Asset Management Co., Ltd, the operation of which include information technology, leasing of non-residential properties and corporate management, etc.

Mr. Yang graduated from Donghua University (東華大學) (formerly known as China Textile University (中國紡織大學) in the PRC with a bachelor’s degree in industrial automation in July 1999, and subsequently obtained a master degree in electronics and communication engineering from Shanghai Jiao Tong University (上海交通大學) in the PRC in March 2008.

Mr. Tan Xiaobo (譚曉波), aged 46, is our non-executive Director. Mr. Tan joined our Group in April 2019 and has been our Director since then. He was subsequently re-designated as our non-executive Director in May 2023. Mr. Tan is primarily responsible for providing guidance and advice on the corporate and business strategies to the Board.

Mr. Tan served as the general manager at Shanghai Softstone International Trading Co., Ltd (上海柔石國際貿易有限公司) from February 2002 to January 2017. Since January 2017, Mr. Tan has been working at Shanghai Zepure International Trading Co., Ltd (上海澤溥國際貿易有限公司) (a company principally engaged in the import and distribution of plastics and chemicals) and he is currently serving as its executive director and general manager.

Mr. Tan graduated from Shanghai Ocean University (上海海洋大學) (formerly known as Shanghai Fisheries University (上海水產大學) in the PRC upon completion of the undergraduate programme in mechanical design and manufacturing and automation in July 2000.

Mr. Chen Yulei (陳宇雷), aged 41, is our non-executive Director. Mr. Chen joined our Group in May 2021 and has been our Director since then. He was subsequently re-designated as our non-executive Director in May 2023. Mr. Chen is primarily responsible for providing guidance and advice on the corporate and business strategies to the Board.

Mr. Chen is experienced in the investment field, including in the technology, media and telecommunication (TMT) area. From April 2016 to April 2019, Mr. Chen worked at Shanghai Baoju Investment Management Group Co., Ltd. (上海寶聚昌投資管理集團有限公司), where his last held position was investment director. From November 2019 to September 2023, Mr. Chen worked at Yingke Innovation Asset Management Co., Ltd. (盈科創新資產管理有限公司), and is served as one of the partners and the chief investment officer, where he was primarily responsible for investment in the technology and innovation industry. In particular, Mr. Chen had handled several investment projects in the TMT field, including (i) a company listed on the Shanghai Stock Exchange that provides foundry services for analog chips and module packaging, (ii) a company established in the PRC which engaged in the research, production, sales, and recycling of sputtering targets and evaporative materials for vacuum coating, the products of which are primarily used in the fields of display, photovoltaics and data storage, etc., (iii) an enterprise engaged in the research, production, and sales of new energy intelligent connected vehicles, and (iv) a chip manufacturing company, whose products are applied in the

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fields of, among others, internet of things (IOT), automotive electronics, and 5G etc. Mr. Chen served as the vice president and regional manager of the Industrial Fund Department in the East China region at Shanghai Fudi Industrial Development Group Co., Ltd. (上海復地產業發展集團有限公司) from September 2023 to December 2023. Since April 2024, Mr. Chen has been working at Hangzhou Xingyu Enterprise Management Consulting Co., Ltd. (杭州星好企業管理諮詢有限公司) and he is currently serving as the head of the Investment Business Center.

Mr. Chen graduated from Ningbo University (寧波大學) in the PRC with a bachelor’s degree in computer science and technology in July 2005, and subsequently graduated from University of Keele in the United Kingdom with a master’s degree in financial management in November 2006.

Ms. Ma Tiantian (馬天添), aged 33, is our non-executive Director. Ms. Ma joined our Group in May 2021 and has been our Director since then. She was subsequently re-designated as our non-executive Director in May 2023. Ms. Ma is primarily responsible for providing guidance and advice on the corporate and business strategies to the Board.

Ms. Ma worked as an institutional sales at Tebon Fund Management Co., Ltd (德邦基金管理有限公司) from October 2015 to July 2016. She then served as a project manager at Dongyang Datang Entertainment TV and Film Production Co., Ltd (東陽大唐影視文化股份有限公司) from February 2017 to September 2018. From December 2018 to October 2020, she served as the executive director at Shanghai Yueran Culture Communication Co., Ltd (上海躍燃文化傳播有限公司). Since October 2020, Ms. Ma has been working at Gongqingcheng Softbank Zhongan Investment Co., Ltd (共青城軟銀中安投資有限公司) and her current position is supervisor and development manager.

Ms. Ma graduated from University of Sydney in Australia with a bachelor’s degree in economics in May 2013, and subsequently obtained a postgraduate in business management from University of Technology Sydney in Australia in March 2015.

Independent non-executive Directors

Mr. Liu Rong (劉榕), aged 74, is our independent non-executive Director. Mr. Liu has been appointed as our independent Director since April 2020, and was subsequently reconfirmed as our independent non-executive Director in May 2023. Mr. Liu is primarily responsible for supervising and providing independent advice to the Board.

Mr. Liu worked at SAIC Motor Industrial (Group) Co., Ltd. (上海汽車工業(集團)有限公司) between April 1990 and December 2004, during which he served various positions including manager assistant of the finance department (asset operation department), deputy manager, deputy chief accountant and manager of the asset operation department. Subsequently between December 2004 and May 2013, Mr. Liu served in various positions at SAIC Motor Corp., Ltd. (上海汽車集團股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 600104), and a company controlled by (上海汽車工業(集團)有限公司)), including deputy chief accountant and chief operation officer. Mr. Liu is currently an

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independent director of Shanghai Lianming Machine Share Co., Ltd (上海聯明機械股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 603006)), Shanghai Naen Automotive Technology Co., Ltd (上海納恩汽車技術股份公司), Kuangda Technology Co. Ltd. (曠達科技集團股份有限公司) (a company listed on the Shenzhen Stock Exchange (stock code: 002516)) and Hangzhou BOSOM New Materials Technology Co., Ltd (杭州本松新材料技術股份有限公司). He was an independent director of (i) Shanghai Jingzhi Enterprise Co., Ltd (上海精智實業股份有限公司) (a company quoted on National Equities Exchange and Quotations (stock code: 873842) from March 2020 to March 2023; and (ii) Flying Technology Co., Ltd. (展鵬科技股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 603488) between December 2020 to August 2022.

Mr Liu has been awarded the “Advanced Production Work (先進生產工作者)” by SAIC Motor Corporation Limited in March 2007 and the “Advanced Accountant in Shanghai (上海市先進會計工作者)” awarded by Shanghai Municipal Finance Bureau in August 2009.

Mr. Liu completed the training programme in accounting in Shanghai First Mechanical and Electrical Industry Bureau (上海市第一機電工業局) in the PRC in June 1981. Mr. Liu subsequently graduated from the international finance and commerce college class of Institute of Adult Education of East China Normal University (華東師範大學成人教育學院) in the PRC in July 1997 and completed the on-the-job postgraduate course majoring in global economy at the International Finance Department of East China Normal University (華東師範大學) in the PRC in April 1999.

Mr. Liu earned the qualification of senior accountant in Shanghai in April 2002. Mr. Liu was also certified as having 30 years’ experience in accounting by the Ministry of Finance of the People’s Republic of China (中華人民共和國財政部) in August 2008.

Mr. Wu Haipeng (吳海鵬), aged 44, is our independent non-executive Director. Mr. Wu has been appointed as our independent Director since June 2021, and was subsequently reconfirmed as our independent non-executive Director in May 2023. Mr. Wu is primarily responsible for supervising and providing independent advice to the Board.

Mr. Wu served at Fujian Mintian Law Firm (福建閩天律師事務所) from September 2001 to June 2010 and his last position was partner. Mr. Wu then served as a partner at Fujian Junli Law Firm (福建君立律師事務所) from July 2010 to December 2017. Mr. Wu is currently a partner at Grandall (Fuzhou) Law Firm (國浩律師(福州)事務所). He is also currently an independent director of Nanjing Aolian Automobile Electronics Co., Ltd (南京奧聯汽車電子電器股份有限公司) (a company listed on the Shenzhen Stock Exchange (stock code: 300585)).

Mr. Wu graduated from Jilin University (吉林大學) in the PRC with a bachelor’s degree in the law of International Economics in June 2001. He is a registered lawyer in the PRC.

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Mr. Mu Binrui (牟斌瑞), aged 67, is our independent non-executive Director. Mr. Mu has been appointed as our independent Director since November 2021, and was subsequently reconfirmed as our independent non-executive Director in May 2023. Mr. Mu is primarily responsible for supervising and providing independent advice to the Board.

Before his retirement in 2016, Mr. Mu worked at the Bank of Communications Co., Ltd. (交通銀行股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 601328)), during which he was appointed as general manager in the credit management department in October 2004 and as the vice chief credit executive officer in March 2013. He is currently an independent non-executive director of China Yongda Automobiles Services Holdings Limited (中國永達汽車服務控股有限公司) (a company listed on the Stock Exchange (Stock code: 3669) and China Bohai Bank Co., Ltd (渤海銀行股份有限公司) (a company listed on the Stock Exchange (Stock Code: 9668)).

Mr. Mu graduated from the School of Network Education of Renmin University of China (中國人民大學網絡教育學院) in the PRC after completion of the long distance course majoring in finance in March 2005.

Mr. Mu has earned the honour of Special Allowances of the State Council as a National Expert (國務院政府特殊津貼專家) awarded by The State Council (中華人民共和國國務院) in February 2013.

Mr. Sinn Wai Kin Derek (冼偉健), aged 65, is our independent non-executive Director. Mr. Sinn has been appointed as an independent non-executive Director since June 2023. He is primarily responsible for supervising and providing independent advice to the Board.

Mr. Sinn is a fellow member of the Hong Kong Institute of Certified Public Accountants since 1999, and has experience in audit, accounting, financial management and corporate finance, in particular, Mr. Sinn served as an executive director of New Spring Holdings Limited (新高準控股有限公司) (currently known as Uni-Bio Science Group Limited (聯康生物科技集團有限公司), a company listed on the Main Board of the Stock Exchange (stock code: 0690), between November 2001 and March 2003; Mr. Sinn served as the deputy financial controller of Lee & Man Paper Manufacturing Limited (理文造紙有限公司) (a company listed on the Main Board of the Stock Exchange (stock code: 2314)) between August 2006 and September 2008; Mr. Sinn served as the chief financial officer and company secretary of Huajun Holdings Limited (華君控股有限公司) (currently known as China Huajun Group Limited (中國華君集團有限公司), a company listed on the Main Board of the Stock Exchange (stock code: 0377)) between September 2008 and August 2015; Mr. Sinn served as the chief financial officer of Enviro Energy Management Services Limited (環能管理服務有限公司) between September 2015 and December 2015 and company secretary of Enviro Energy International Holdings Limited (環能國際控股有限公司) between October 2015 and December 2015; and Mr. Sinn served as the independent non-executive director of Han Tang International Holdings Limited (漢唐國際控股有限公司) (a company formerly listed on the Main Board of the Stock Exchange

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(stock code: 1187) between July 2016 and June 2018. Mr. Sinn is currently the financial consultant of a company primarily engaged in the field of hospital information systems and medical internet-of-things (IoT). Mr. Sinn completed secondary education in Hong Kong in 1981.

Mr. Sinn was a director of Kam Pang Engineering Limited (錦鵬工程有限公司), a company incorporated in Hong Kong engaged in the business of engineering consultation. The said company was struck off by the Registrar of Companies in Hong Kong and was dissolved on December 30, 2016 pursuant to Section 746(2) of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong). As confirmed by Mr. Sinn, the said company did not have substantial business and was solvent at the time of struck off and dissolution, no claims had been made against him and he was not aware of any threatened and/or potential claims made against him as a result of the dissolution of the said company.

SUPERVISORY COMMITTEE

Our Supervisory Committee consists of three members, including two Supervisors appointed by shareholders’ general meetings and one employee representative Supervisor, elected at employee representative meetings. Our Supervisory Committee is responsible for supervising the performance of duty of the Board and the senior management of our Company and overseeing the financial, internal control and risk conditions of our Company. The Supervisors serve a term of three years and may be re-elected for successive reappointments. The following table sets out certain information with respect to members of our Supervisory Committee as at the Latest Practicable Date:

<u>Name</u>	<u>Age</u>	<u>Title</u>	<u>Date of joining our Group</u>	<u>Date of appointment as Supervisor</u>	<u>Main roles and responsibilities in our Group</u>	<u>Relationships with other Directors or senior management</u>
Ms. Wu Yongzheng (伍永政)	47	Chairman of Supervisory Committee	June 2011	April 2015	Supervising the Board and management	None
Ms. Xu Xiaodi (徐曉迪)	30	Supervisor	April 2015	April 2015	Supervising the Board and management	None
Mr. Xiao Dong (肖東)	36	Employee representative supervisor	October 2012	February 2016	Supervising the Board and management	None

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Ms. Wu Yongzheng (伍永政), aged 47, is our chairman of the Supervisory Committee. Ms. Wu joined our Company in June 2011 and has been the chairman of the Supervisory Committee since May 7, 2015. She is also the supervisor of the Shandong Voicecomm Intelligent Technology.

Prior to joining our Group, Ms. Wu worked (i) as a technical engineer at Shanghai Camelot Information System Co., Ltd. (上海柯萊特信息系統有限公司) between July 2004 and April 2006, where her clientele included a multinational technology corporation; and (ii) at China HP Co., Ltd. (中國惠普有限公司) (formerly known as China Hewlett-Packard Co., Ltd. (惠普科技(北京)有限公司)), where her last held position was systems administrator before her resignation in November 2010.

Ms. Wu graduated from Chinese People’s Liberation Army Guilin Military Academy (桂林陸軍學院) in the PRC majoring in computer application in June 1999. Ms. Wu subsequently graduated from Shanghai Polytechnic University (上海第二工業大學) in the PRC majoring in computer science (adult higher education) through part-time study in January 2009. Ms. Wu obtained a master degree of software engineering from Tongji University (同濟大學) in the PRC in March 2017.

Ms. Wu received the First prize for scientific progress awarded by Beihai People’s Government Science and Technology Progress Award Review Committee (科學技術進步獎評審委員會) in January 2001.

Ms. Xu Xiaodi (徐曉迪), aged 30, is our supervisor. Ms. Xu joined our Company in April 2015 and has been our supervisor since then. She is also the general manager of the Voicecomm Jiachen and the supervisor of the Hainan Voicecomm Intelligent Technology.

In addition to her role as supervisor of our Company, Ms. Xu served as an administrator and sales assistant at our Company from April 2015 to September 2018, and later as assistant general manager of our Company since February 2021.

Ms. Xu obtained online college degree of economic management from Huazhong University of Science and Technology (華中科技大學) in the PRC in January 2015, and completed her undergraduate studies in Huazhong Normal University (華中師範大學) in the PRC majoring in business administration in January 2021 through an online program.

Mr. Xiao Dong (肖東), aged 36, is our employee representative supervisor. Mr. Xiao has been our employee representative supervisor since February 2016.

Mr. Xiao joined our Group in October 2012 and has been serving as the system integration engineer of the technical department of our Company since August 2017, where he was responsible for the project research and development of the technical department.

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Mr. Xiao graduated from Southwest University of Science and Technology (西南科技大學) in the PRC upon completion of an online education undergraduate program on computer science and technology in January 2017.

SENIOR MANAGEMENT

Members of our senior management

Our senior management, together with our executive Directors, is responsible for the day-to-day management of our business. The following table sets out certain information with respect to members of our senior management as at the Latest Practicable Date:

Name	Age	Position(s)	Date of appointment as senior management	Date of joining our Group	Main roles and responsibilities in our Group	Relationships with other Directors or senior management
Mr. Zheng Bo (鄭波)	47	Deputy general manager and deputy director of technical department	March 2023	February 2021	Responsible for assisting in overseeing the day-to-day operation of the technical department	None
Mr. Ouyang Yiqing (歐陽一青)	45	Deputy general manager	November 2023	June 2023	Responsible for formulating and implementing marketing strategies and client success	None
Mr. Zhang Wenzhao (張文釗)	46	Chief financial officer	November 2022	November 2022	Responsible for overseeing the finance and accounting matters and financial reporting of our Group	None
Ms. Liu Yihan (劉藝涵)	39	Secretary of the Board and joint company secretary	June 2021	June 2021	Responsible for the equity financing and [REDACTED] preparation works of our Company	None

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Mr. Zheng Bo (鄭波), aged 47, is our deputy general manager and technical deputy director. Mr. Zheng has been our technical deputy director since February 2021. Mr. Zheng Bo was further appointed as our deputy general manager since March 2023. He is primarily responsible for assisting in supervising the day-to-day operation of the technical department.

Prior to joining our Group in 2021, Mr. Zheng served (i) at Shanghai Lingteng Network Technology Co., Ltd. (上海靈騰網絡科技有限公司) as the chief technology officer between May 2007 and September 2010, where he was responsible for leading the daily operation of the technical department; (ii) at Jiangxi Nanchang High-tech District Talent Center between October 2010 and January 2014, where he was responsible for the establishment of network and information system; (iii) at our Company as our chief technology officer between February 2014 and May 2017; and (iv) as the vice president at Hefei Yipin Science and Trade Co., Ltd. (合肥逸品科貿有限公司) between February 2020 and January 2021.

Mr. Zheng graduated from Nanchang University (南昌大學) in the PRC upon completion of the undergraduate programme of computer and application in July 1998.

Mr. Ouyang Yiqing (歐陽一青), aged 45, is our deputy general manager. Mr. Ouyang joined our Group in June 2023 and has been our deputy general manager since November 2023. He is primarily responsible for formulating and implementing marketing strategies and client success.

Mr. Ouyang possesses extensive experience in serving B2B enterprises and government-enterprises, and had helped several leading Chinese companies and government institutions in industries such as healthcare, education, publishing, and government achieve digital transformation. Prior to joining our Group, Mr. Ouyang served in various software and technology companies from 2005 to 2014, where he was principally responsible for sales and business development. From September 2014 to November 2020, Mr. Ouyang served as general manager of public services industry group at SAP (China) Co. Ltd (思愛普(中國)有限公司), where he was responsible for the formulation and implementation of marketing strategies and client success. Subsequently between November 2020 and June 2023, Mr. Ouyang served as senior sales director at Fourth Paradigm (Beijing) Data & Technology Co., Ltd. (第四範式(北京)技術有限公司) (a subsidiary of Beijing Fourth Paradigm Technology Co., Ltd. (北京第四範式智能技術股份有限公司), a company listed on the Stock Exchange (Stock Code: 6682)), where he was responsible for business development of the company’s innovative business and client success. Mr. Ouyang also served as an executive director of Shanghai Paradigm Digital Software Technology Co. Ltd. (上海範式數科軟件技術有限公司) (a subsidiary of Fourth Paradigm (Beijing) Data & Technology Co., Ltd.) from July 2022 to August 2023.

Mr. Ouyang graduated from the Dundalk Institute of Technology in Ireland in June 2005 with a bachelor’s degree in business.

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Mr. Zhang Wenzhao (張文釗), aged 46, is our chief financial officer. Mr. Zhang joined our Group in November 2022 and has been our chief financial officer since then. He is primarily responsible for overseeing the finance and accounting matters and financial reporting of our Group.

Prior to joining our Group, Mr. Zhang had worked at the accounting and financial field, for instance he had (i) worked in accounting at Hulunbeier Branch of China Netcom (Group) Co., Ltd. (中國網通(集團)有限公司呼倫貝爾市分公司) between July 2003 and August 2005; (ii) served as a finance officer at Shanghai Metersbonwe Fashion & Accessories Co., Ltd. (上海美特斯邦威服飾股份有限公司) (a company listed on the Shenzhen Exchange (stock code: 002269)) between March 2006 and December 2008; (iii) served as a finance manager of Shanghai Metersbonwe Fashion & Accessories Sales Co., Ltd. (上海美特斯邦威服飾銷售有限公司) between December 2008 and September 2010; (iv) served as a financial manager at Xijiewei (Shanghai) Enterprise Management Co., Ltd. (希傑希界維(上海)企業管理有限公司) between October 2012 and June 2018; and (v) served as the financial controller at Shanghai Zhitong Construction Development Co., Ltd. (上海智通建設發展股份有限公司) (a company quoted on the National Equities Exchange and Quotations (stock code: 831395)) from October 2020 to November 2022.

Mr. Zhang graduated from Inner Mongolia Finance and Economics College (內蒙古財經學院, currently known as Inner Mongolia University of Finance and Economics (內蒙古財經大學)) in the PRC in July 2003 with a bachelor’s degree in business administration.

Mr. Zhang obtained (i) the tax advisor qualification issued by The China Certified Tax Agents Association (中國註冊稅務師協會) in November 2019 and (ii) the Certificate for Passing All the Required Subjects of the National Uniform CPA Examination (註冊會計師全國統一考試全科合格證) in December 2020 from The Certified Public Accountant Examination Committee of The Ministry of Finance of the PRC (中國財政部註冊會計師考試委員會).

Ms. Liu Yihan (劉藝涵), aged 39, is our secretary of the Board and one of our joint company secretaries. Ms. Liu joined our Group in June 2021 and has been our secretary of the Board since then. She is subsequently appointed as one of the joint company secretaries of the Company in May 2023 with effect upon the [REDACTED]. After joining our Group, Ms Liu is primarily responsible for the equity financing and [REDACTED] preparation works of the Company, including the Series B, Series B+ and Series C Financing (the [REDACTED] Investments in our Company). Ms. Liu has years of experience as IPO projects consultant, full-time stock trader in secondary market, and corporate senior management.

Ms. Liu graduated from Jilin University (吉林大學) in the PRC in July 2007 with two bachelor’s degrees in engineering, and received a master of Laws degree from Peking University in the PRC and a degree of Juris Doctor conferred by Peking University School of Transnational Law in July 2018.

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None of our Directors and senior management members are related to other Directors or members of our senior management. Save as disclosed above, none of our Directors and senior management members held any directorship in public companies, whose securities were listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this Document. Save as disclosed above, to the best knowledge, information and belief of our Directors having made all reasonable enquiries, there are no other matters in respect of our Directors that are required to be disclosed pursuant to Rule 13.51(2)(a) to (v) of the Listing Rules, and there is no other material matter relating to our Directors that needs to be brought to the attention of our Shareholders.

JOINT COMPANY SECRETARIES

Ms. Liu Yihan (劉藝涵) is one of our joint company secretaries. For biographical details of Ms. Liu, see “– Senior Management” in this section.

Mr. Cheung Kai Cheong Willie (張啟昌), aged 49, is one of our joint company secretaries. Mr. Cheung was appointed as the other joint company secretary of our Company in May 2023 with his appointment taking effect upon the [REDACTED]. Mr. Cheung is a senior manager of SWCS Corporate Services Group (Hong Kong) Limited mainly responsible for assisting listed companies in professional company secretarial work. Prior to joining SWCS Corporate Services Group (Hong Kong) Limited, Mr. Cheung served as the company secretary of certain companies, each of which is listed on the Stock Exchange.

Mr. Cheung is a fellow member of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants in the United Kingdom.

Mr. Cheung obtained a bachelor’s degree of Arts (Honors) in Accounting and Finance at the University of Glamorgan in the United Kingdom in June 1996.

BOARD COMMITTEES

Our Board delegates certain responsibilities to various committees. In accordance with the relevant PRC laws and regulations and the Corporate Governance Code, Appendix C1 to the Listing Rules, our Company has established four Board committees, namely the audit committee, the remuneration committee, the nomination committee and the strategy committee.

Audit Committee

We have established an Audit Committee with written terms of reference in accordance with Rule 3.21 of the Listing Rules and the Corporate Governance Code as set out in Appendix C1 to the Listing Rules. The Audit Committee comprises two independent non-executive Directors and one non-executive Director, namely Mr. Sinn Wai Kin Derek, Mr. Wu Haipeng and Mr. Yang Xiaoyuan, and is chaired by Mr. Sinn Wai Kin Derek. The primary duties of the audit committee are to assist our Board by providing an independent view of the effectiveness

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of the financial reporting process, risk management and internal control systems of our Group, to oversee the audit process, to develop and review our policies, to make recommendations to our Board on the appointment and dismissal of the external auditors, and to perform other duties and responsibilities as assigned by our Board.

Remuneration Committee

We have established a Remuneration Committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and the Corporate Governance Code as set out in Appendix C1 to the Listing Rules. The Remuneration Committee comprises one executive Director and two independent non-executive Directors, namely Mr. Tang Jinghua, Mr. Liu Rong, and Mr. Sinn Wai Kin Derek, and is chaired by Mr. Liu Rong. The primary duties of the remuneration committee are to establish and review the policy and structure of the remuneration for our Directors, Supervisors and senior management, review and approve our management’s remuneration proposals with reference to our Board’s corporate goals and objectives, ensure none of our Directors determine their own remuneration, and make recommendations on employee benefit arrangement.

Nomination Committee

We have established a Nomination Committee with written terms of reference in compliance with the Corporate Governance Code as set out in Appendix C1 to the Listing Rules. The Nomination Committee comprises one executive Director and two independent non-executive Directors, namely Mr. Tang Jinghua, Mr. Mu Binrui and Mr. Liu Rong and is chaired by Mr. Mu Binrui. The primary duties of the nomination committee are to review the structure, size and composition (including the skills, knowledge and experience) of our Board at least annually and make recommendation to our Board on any proposed changes to our Board to complement our Company’s corporate strategy; identify individuals suitably qualified as potential board members and select or make recommendations to our Board on the selection of individuals nominated for directorships; assess the independence of independent non-executive Directors; and make recommendations to our Board on the appointment or reappointment of Directors and succession planning of Directors, in particular that of our chairman.

Strategy Committee

We have established a Strategy Committee comprising three Directors, namely Mr. Tang Jinghua, Mr. Sun Qi and Mr. Chen Yulei and is chaired by Mr. Tang Jinghua. The primary duties of the Strategy Committee are to, among others, study and advise on the long-term development strategy planning of our Company.

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BOARD DIVERSITY POLICY

With a view to achieving sustainable and balanced development, we have adopted a board diversity policy (the “**Board Diversity Policy**”) to achieve diversity in our Board. The Board Diversity Policy sets out the objective of and approach by our Board to achieve and maintain diversity in our Board in order to enhance the effectiveness of our Board and recognises and embraces the benefits of diversity in our Board. We endeavour to ensure that our Board members have the appropriate balance of skills, experience and diversity of perspectives that are required to support the implementation of our business strategy. 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, cultural and educational background, professional experience, skills, knowledge and length of service and any other factors that our Board may consider relevant and applicable from time to time. The ultimate decision of the appointment will be based on merit and the contribution which the selected candidates will bring to our Board. Our Board believes that such merit-based appointments will enable our Company to best serve our Shareholders and other stakeholders going forward.

Our Board currently comprises ten Directors, including two executive Directors, four non-executive Directors and four independent non-executive Directors. Our Directors have a balanced mix of experiences, including overall management and strategic development, marketing and business development, and finance and accounting experiences in addition to experience in the full-stack enterprise-level conversational AI solution market. For instance, our executive Directors, Mr. Tang (the chairman of the Board and an executive Director) and Mr. Sun (the general manager and an executive Director), both of whom being the steersmen of our Group, possessed substantial relevant industry experience in the conversational AI market and in the field of sales and marketing. We have four non-executive Directors and four independent non-executive Directors with different industry backgrounds, including in the equity investment, corporate management, accounting, finance and legal fields, and our independent non-executive Directors represent more than one-third of the members of our Board. Our Board believes that the female representation in our Board, a mix of different background and experiences of our Directors and the age diversity, would enable our Directors to bring in valuable views and opinions of different perspectives, which could enhance the quality of decision making of our Board and benefit our Group as a whole. Based on the foregoing, we consider our current Board composition satisfies the principles set out in the Board Diversity Policy.

Our nomination committee will review the composition of our Board and identify and recommend suitable candidates to our Board from time to time and make recommendations as to the appointment of members of our Board in accordance with our Board Diversity Policy. Our Company will also take into consideration factors based on our Group’s business model and specific needs from time to time in determining the optimum composition of our Board.

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CORPORATE GOVERNANCE

We are committed to high standards of corporate governance with a view to safeguarding the interests of our Shareholders. To accomplish this, we will comply with the corporate governance requirements under the Corporate Governance Code and Corporate Governance Report set out in Appendix C1 to the Listing Rules after the [REDACTED].

REMUNERATION POLICY

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

Our Board will review and determine the remuneration and compensation packages of our Directors, Supervisors 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 our Directors and performance of our Group.

REMUNERATION OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

For the years 2021, 2022 and 2023, the aggregate amount of directors’ fees, salaries, allowances and benefits in kind, discretionary bonuses, retirement scheme contributions, and termination benefits of our Directors and Supervisors were RMB3.9 million, RMB5.2 million and RMB5.7 million, respectively. It is estimated that under the arrangements currently in force, the aggregate emolument payable to the Directors and Supervisors (excluding discretionary bonus) for the year ending December 31, 2024, will be RMB5.0 million.

Our Company’s five highest paid individuals includes two, two and two Directors for each of the years 2021, 2022 and 2023, respectively. The aggregate amount of directors’ fees, salaries, allowances and benefits in kind, discretionary bonuses, retirement scheme contributions, and termination benefits of five highest individuals (including Directors) for each of the years 2021, 2022 and 2023, were RMB5.8 million, RMB7.6 million and RMB8.3 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 a compensation for loss of office in connection with the management of the affairs of our Company or any subsidiary during the Track Record Period.

During the Track Record Period, none of our Directors and Supervisors waived or agreed to waive any emolument.

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For details of Directors' and Supervisors' remunerations in each year of the Track Record Period as well as details of the five highest paid individuals, see notes 8 and 9 in the Accountants' Report as set out in Appendix I to this document.

COMPLIANCE ADVISOR

In accordance with Rule 3A.19 of the Listing Rules, our Company has appointed Maxa Capital Limited as our compliance advisor. Pursuant to Rule 3A.23 of the Listing Rules, our Company will consult with and seek advice from the compliance advisor on a timely basis in the following circumstances:

- (a) before the publication of any regulatory announcement, circular or financial report required by regulatory authorities or applicable laws;
- (b) where a transaction, which might be a notifiable or connected transaction under Chapter 14 or 14A of the Listing Rules, is contemplated including share issues and share repurchases;
- (c) where our Company proposes to use the [REDACTED] of the [REDACTED] in a manner different from that detailed in this document or where the business activities, developments or results of our Group deviate from any forecast, estimate, or other information in this document; and
- (d) where the Stock Exchange makes an inquiry of the listed issuer under Rule 13.10 of the Listing Rules.

Pursuant to Rule 3A.24 of the Listing Rules, the Compliance Advisor will, in a timely manner, inform us of any amendment or supplement to the Listing Rules that are announced by the Stock Exchange as well as any amendment or supplement to applicable laws and guidelines.

The Compliance Advisor's term of appointment shall commence on the [REDACTED] and end on the date which we distribute our annual report of financial results for the first full financial year commencing after the [REDACTED], or until the agreement is terminated, whichever is earlier.

CONFIRMATION FROM OUR DIRECTORS

Rule 8.10 of the Listing Rules

As at the Latest Practicable Date, none of our Directors, or their respective close associates, was engaged in or had any interest in a business, apart from business of our Group, which competes or is likely to compete with our business, whether directly or indirectly, or would otherwise require disclosure under Rule 8.10 of the Listing Rules.

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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 June 2023, and (ii) understands his or her obligations as a director of a listed issuer under the Listing Rules.

Rule 3.13 of the Listing Rules

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