



## **NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the EGM will be held at Conference Room, Renaissance Nanjing Olympic Centre Hotel, No. 139 Aoti Street, Jianye District, Nanjing, Jiangsu Province, the PRC on Friday, January 23, 2026 at 2:45 p.m. to consider the following matters (special resolution marked with \*):

### **RESOLUTIONS**

1. \* To consider and approve the resolution on the grant of general mandate to the Board to issue Shares
2. To consider and approve the resolution on the election of members (non-independent Directors) of the seventh session of the Board
  - 2.1 To consider and approve the resolution on the election of Mr. Wang Huiqing as an executive Director of the seventh session of the Board
  - 2.2 To consider and approve the resolution on the election of Mr. Zhou Yi as an executive Director of the seventh session of the Board
  - 2.3 To consider and approve the resolution on the election of Mr. Ding Feng as a non-executive Director of the seventh session of the Board
  - 2.4 To consider and approve the resolution on the election of Ms. Yu Lanying as a non-executive Director of the seventh session of the Board
  - 2.5 To consider and approve the resolution on the election of Mr. Ke Xiang as a non-executive Director of the seventh session of the Board
  - 2.6 To consider and approve the resolution on the election of Mr. Jin Yongfu as a non-executive Director of the seventh session of the Board
  - 2.7 To consider and approve the resolution on the election of Mr. Chen Jianwei as a non-executive Director of the seventh session of the Board

3. To consider and approve the resolution on the election of members (independent Directors) of the seventh session of the Board
  - 3.1 To consider and approve the resolution on the election of Mr. Wang Jianwen as an independent non-executive Director of the seventh session of the Board
  - 3.2 To consider and approve the resolution on the election of Mr. Wang Quansheng as an independent non-executive Director of the seventh session of the Board
  - 3.3 To consider and approve the resolution on the election of Mr. Peng Bing as an independent non-executive Director of the seventh session of the Board
  - 3.4 To consider and approve the resolution on the election of Mr. Wang Bing as an independent non-executive Director of the seventh session of the Board
  - 3.5 To consider and approve the resolution on the election of Mr. Lo Kin Wing Terry as an independent non-executive Director of the seventh session of the Board

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:*

“A Share(s)”	domestic share(s) of the Company, with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in Renminbi and are listed for trading on the Shanghai Stock Exchange
“Articles of Association”	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
“Board” or “Board of the Company”	the board of directors of the Company
“Company”	a joint stock company incorporated in the PRC with limited liability under the corporate name 华泰证券股份有限公司 (Huatai Securities Co., Ltd.), converted from its predecessor 华泰证券有限责任公司 (Huatai Securities Limited Liability Company) on December 7, 2007, carrying on business in Hong Kong as “HTSC”, and was registered as a registered non-Hong Kong company under Part 16 of the Companies Ordinance under the Chinese approved name of “華泰六八八六股份有限公司” and English name of “Huatai Securities Co., Ltd.”; the H Shares of which have been listed on the main board of the Hong Kong Stock Exchange since June 1, 2015 (Stock Code: 6886); the A Shares of which have been listed on the Shanghai Stock Exchange since February 26, 2010 (Stock Code: 601688); the global depository receipts of which have been listed on the London Stock Exchange plc since June 2019 (Symbol: HTSC), unless the context otherwise requires, including its predecessor
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of the Company
“EGM”	the 2026 first extraordinary general meeting to be held by the Company at Conference Room, Renaissance Nanjing Olympic Centre Hotel, No. 139 Aoti Street, Jianye District, Nanjing, Jiangsu Province, the PRC on Friday, January 23, 2026 at 2:45 p.m.
“GDR”	global depository receipt

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## DEFINITIONS

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“Group”	the Company and its subsidiaries, and their respective predecessors
“H Share(s)”	foreign share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in HK dollars and are listed on the Hong Kong Stock Exchange
“HK dollar(s)”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Latest Practicable Date”	December 31, 2025, being the latest practicable date for the purpose of ascertaining certain information contained in this circular prior to its publication
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“PRC” or “China”	the People’s Republic of China, excluding, for the purposes of this circular, Hong Kong, Macau Special Administrative Region and Taiwan
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	the ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, comprising A Shares and H Shares
“Shareholder(s)”	the holder(s) of the Share(s)
“%”	per cent

## MATTERS TO BE RESOLVED AT THE EGM

### 1. Grant of General Mandate to Issue Shares

Given that the Company has revised the Articles of Association in accordance with the amendments to relevant laws, regulations and normative documents such as the Company Law of the People's Republic of China (the "**Company Law**"), the Securities Law of the People's Republic of China (the "**Securities Law**") and the Listing Rules, the Company proposes to simultaneously amend the general mandate to issue Shares, with the revised details as follows:

#### *I. Details of the mandate*

Details of the mandate include but are not limited to:

- (I) Granting of a general mandate to the Board to, subject to market conditions and the demands of the Company, separately or concurrently issue, allot and deal with Shares (including but not limited to ordinary shares and securities convertible into shares) not exceeding 20% of the total issued share capital (including A Shares and H Shares and excluding treasury shares as defined in the Company Law and the Listing Rules (if applicable)) of the Company as of the date of passing this resolution at the general meeting during the Relevant Period (as defined below), and to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers (including authorizing the Board during the Relevant Period to make or grant offers, agreements, options and rights of exchange or conversion of Shares which might require the exercise of such powers after the end of the Relevant Period).
- (II) The Board is authorized to formulate, determine and implement a detailed issuance plan, including but not limited to: 1. the class and number of Shares to be issued (including but not limited to ordinary shares and securities convertible into shares); 2. pricing methods and/or issuance/conversion/exercise price (including price range); 3. timing of issuance and period of issuance; 4. issuance targets; 5. the specific use of proceeds raised; 6. to make or grant offers, agreements, options and exchange or conversion of Shares which may require the exercise of such powers; 7. other contents the detailed issuance plan should contain as required by the relevant laws and regulations and other normative documents, the relevant regulatory authorities, and the stock exchange where the Company is listed.
- (III) The Board is authorized to engage intermediaries for Share issuance related matters, and to approve and sign all acts, deeds, documents and other matters necessary, appropriate, preferable or relevant to the issuance; to consider and approve, on behalf of the Company, and to sign agreements related to the issuance, including but not limited to placing underwriting agreements and intermediary engagement agreements.

- (IV) The Board is authorized to consider and approve, and on behalf of the Company to sign, statutory documents related to the issuance for submission to relevant regulatory authorities, to carry out relevant approval procedures as required by regulatory authorities and the place where the Company is listed, and to complete all necessary filings, registrations and record-filing.
- (V) The Board is authorized to amend, as required by regulatory authorities within or outside China, relevant agreements and statutory documents referred to in item (III) and item (IV) above.
- (VI) The Board is authorized to implement the issuance plan and register the increase in registered capital of the Company to reflect the Shares issued by the Company as authorized by this resolution, to make appropriate and necessary amendments to the terms related to issuance of Shares and registered capital in the Articles of Association as well as to take any other action and complete any formality required to implement the issuance plan and realize the increase in the registered capital of the Company.
- (VII) Upon obtaining the aforesaid mandate by the Board, to delegate the authority to the authorized persons of the Company (including chairman, chief executive officer, secretary of the Board, chief financial officer) to jointly or individually formulate a detailed issuance plan, sign, execute, amend, complete and submit all agreements, contracts and documents in relation to the recognition, allotment or issuance of Shares under the general mandate, unless otherwise required by laws and regulations.

## ***II. Term of authorization***

Except that the Board or the authorized persons may make or grant share sale proposal, offer, agreement, option and power to exchange for or convert into Shares or other powers during the Relevant Period in relation to the issuance of A Shares and/or H Shares (including but not limited to ordinary shares and securities convertible into shares), which might require further promotion or implementation after the end of the Relevant Period, the exercise of the powers referred to above shall be within the Relevant Period.

“Relevant Period” means the period from the passing of this resolution as a special resolution at the general meeting of the Company until whichever is the earliest of:

- (I) the conclusion of the next annual general meeting of the Company following the passing of this resolution;
- (II) the expiration date of a 12-month period following the passing of this resolution at the general meeting as a special resolution;

(III) the date of the revocation or variation of the authorization under this resolution by passing a special resolution at any general meeting of the Company.

Should the Board or the authorized persons, during the Relevant Period, sign the necessary documents, complete the necessary formalities or take relevant steps which might require to be performed, carried out upon or after the end of the aforesaid Relevant Period or continued until the end of the aforesaid Relevant Period, the Relevant Period will be extended accordingly.

Exercise of the above mandate by the Board is subject to the obtaining of all necessary approvals from the relevant government agencies and regulatory authorities within or outside China and in accordance with the Company Law, the Securities Law, the Listing Rules, the Articles of Association or all applicable laws, regulations and rules of any other governmental or regulatory authorities.

The resolution was considered and approved by the Board on December 31, 2025, and is now submitted to the EGM for its consideration and approval.

## **2. Resolution on the Election of Members of the Seventh Session of the Board**

Reference is made to the announcement of the Company dated December 31, 2025 in relation to, among other things, the Board's proposed election of members of the seventh session of the Board.

In view of the expiration of the sixth session of the Board of the Company, the Company shall complete the election of members of the Board in the near future. According to the Articles of Association, the Board of the Company shall comprise 13 Directors with at least one-third of them being independent Directors. Meanwhile, as the Company has issued overseas listed foreign shares (H Shares) and is listed on the Main Board of the Hong Kong Stock Exchange, in order to meet the relevant regulatory requirements, the Board must include at least one independent non-executive Director who is ordinarily resident in Hong Kong. Among the members of the sixth session of the Board, due to expiration of term of office, Mr. Zhang Wei will retire and will not be a candidate for executive Director of the seventh session of the Board, and Mr. Chen Zhongyang and Mr. Zhang Jinxin will retire and will not be candidates for non-executive Directors of the seventh session of the Board. The Board would like to express its sincere gratitude to Mr. Zhang Wei, Mr. Chen Zhongyang and Mr. Zhang Jinxin for their significant contributions to the Company during their respective tenures. To the best of the Board's knowledge and belief after making all reasonable enquiries, there is no disagreement between the retiring Directors and the Board, and they are not aware of any matters in relation to their retirement that need to be brought to the attention of the Shareholders.

In accordance with relevant provisions of the Code of Corporate Governance for Securities Companies (《證券公司治理準則》) and the Articles of Association, Shareholders holding, individually or collectively, 1% or more of the voting Shares in issue of the Company

may propose candidates for non-employee representative Directors to the Board. Shareholders holding, individually or collectively, 1% or more of the voting Shares in issue of the Company have proposed a total of four member candidates for the seventh session of the Board. In particular, Jiangsu Guoxin Investment Group Limited (江蘇省國信集團有限公司) nominated Mr. Ding Feng as a non-executive Director of the seventh session of the Board; Jiangsu Communications Holding Co., Ltd. (江蘇交通控股有限公司) nominated Ms. Yu Lanying as a non-executive Director of the seventh session of the Board; Jiangsu High-Tech Investment Group Co., Ltd. (江蘇高科技投資集團有限公司) nominated Mr. Ke Xiang as a non-executive Director of the seventh session of the Board; and Jiangsu Soho Holdings Group Company Limited (江蘇省蘇豪控股集團有限公司) nominated Mr. Jin Yongfu as a non-executive Director of the seventh session of the Board. In accordance with relevant laws and regulations and the Articles of Association, following internal deliberation, the chairman of the Board, based on the Company's recommendation, nominated Mr. Chen Jianwei, recommended by Jiangsu Guojin Investment Group Co., Ltd. (江蘇省國金投資集團有限公司), to serve as a non-executive Director of the seventh session of the Board, and nominated Mr. Wang Huiqing and Mr. Zhou Yi to serve as executive Directors of the seventh session of the Board. In addition, the Board nominated Mr. Wang Jianwen, Mr. Wang Quansheng, Mr. Peng Bing, Mr. Wang Bing and Mr. Lo Kin Wing Terry as candidates for independent non-executive Directors of the seventh session of the Board.

In accordance with the Articles of Association, the Board shall include one employee representative. The employee representative on the Board shall be democratically elected by the Company's employees through an employee representatives' meeting, an employees' general meeting or other means, without being subject to consideration and approval at the general meeting. Following internal deliberation, Ms. Wang Ying was nominated as a candidate for employee representative Director of the seventh session of the Board. The employee representatives' meeting of the Company will complete the election of the employee representative Director before the election of non-employee representative Directors of the seventh session of the Board at the EGM. The Company will make further announcement in this regard.

The list of Director candidates for the seventh session of the Board approved by the Board is as follows:

- (1) 3 candidates for executive Directors: Mr. Wang Huiqing, Mr. Zhou Yi and 1 employee representative Director to be elected by the employee representatives' meeting of the Company;
- (2) 5 candidates for non-executive Directors: Mr. Ding Feng, Ms. Yu Lanying, Mr. Ke Xiang, Mr. Jin Yongfu and Mr. Chen Jianwei; and
- (3) 5 candidates for independent non-executive Directors: Mr. Wang Jianwen, Mr. Wang Quansheng, Mr. Peng Bing, Mr. Wang Bing and Mr. Lo Kin Wing Terry.



The qualifications of the aforesaid candidates for independent non-executive Directors have been reviewed and approved by the Shanghai Stock Exchange with no objection and can be submitted to the EGM for consideration. Subject to the election and approval of the non-employee representative Director candidates for the seventh session of the Board at the EGM, they will enter into their respective service contracts with the Company and officially assume their duties as Directors for the seventh session of the Board with a term of three years.

The executive Directors of the Company will receive remuneration from the Company, which will be determined in accordance with the relevant regulations and policies. The non-executive Directors of the Company will not receive any remuneration from the Company. Each independent non-executive Director of the Company will receive an allowance of RMB20,000 per month (inclusive of tax). For details of the remuneration of the above individuals, please refer to the Company's annual report to be published in due course.

The aforesaid candidates for independent non-executive Directors have respectively confirmed that: (i) they meet the independence requirements in relation to the factors as set out in Rules 3.13(1) to (8) of the Listing Rules; (ii) they have no past or present financial or other interests in the business of the Company or its subsidiaries, nor any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect their independence at the time of being nominated as independent non-executive Directors. The nomination committee under the Board is of the view that Mr. Wang Jianwen, Mr. Wang Quansheng, Mr. Peng Bing, Mr. Wang Bing and Mr. Lo Kin Wing Terry, with their years of professional experience in law, digital economy management, accounting and finance, can contribute to the diversity of the Board. The nomination of the aforesaid independent non-executive Directors was made after the Company's comprehensive consideration of Board diversity in multiple aspects, including but not limited to gender, age, cultural and educational background, professional experience, skills and knowledge. The selection was based on the candidates' merits and potential contributions to the Board, taking full account of the benefits of Board diversity against objective criteria, and was carried out in compliance with relevant laws, regulations and the rules of securities regulatory authorities.

As of the Latest Practicable Date, none of the aforesaid candidates for non-employee representative Directors of the seventh session of the Board have been subject to penalties imposed by the CSRC or other relevant authorities, or disciplinary actions by stock exchanges in the past three years. Save as disclosed in the Appendix to this circular, the aforesaid candidates for non-employee representative Directors of the seventh session of the Board have no other relationships with the Directors, senior management, substantial Shareholders or controlling Shareholders of the Company. They do not hold any other positions with any member of the Group, nor do they hold any interests in the Shares of the Company within the meaning of Part XV of the SFO. None of them have held any directorship in other listed companies in the past three years. There is no information required to be disclosed under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there are no other matters that need to be brought to the attention of the Shareholders.

Members of the seventh session of the Board after being elected will take their respective positions in the special committees under the Board once being appointed by the seventh session of the Board. The biographical details of the aforesaid candidates for non-employee representative Directors of the seventh session of the Board and further details in relation to their appointment are set out in Appendix to this circular.

This resolution was considered and approved by the Board on December 31, 2025 and is hereby submitted to the EGM for consideration and approval.

**EXECUTIVE DIRECTORS**

**Mr. Wang Huiqing**, born in February 1970, holds a doctoral degree in law and finance and is a certified public accountant and company lawyer. He previously served as the general manager of Jiangsu International Trust Corporation Ltd. (江蘇省國際信託有限責任公司), the chairman of Lian Life Insurance Co., Ltd. (利安人壽保險股份有限公司), a deputy general manager and a member of the Party Committee of Jiangsu Guoxin Investment Group Limited (江蘇省國信集團有限公司), and the secretary of the Party Committee and the chairman of Jiangsu High-Tech Investment Group Co., Ltd. (江蘇高科技投資集團有限公司). He has been serving as the secretary of the Party Committee of the Company since November 2025. Currently, Mr. Wang Huiqing also holds concurrent positions including director of Jiangsu Addor Equity Investment Fund Management Co., Ltd. (江蘇毅達股權投資基金管理有限公司) and vice chairman of Jiangsu Zijin Culture Industry Development Fund (Limited Partnership) (江蘇紫金文化產業發展基金(有限合夥)).

**Mr. Zhou Yi**, born in March 1969, holds a bachelor's degree in computer communications. He joined the Company in August 2006 and previously held positions including deputy secretary of the Party Committee, president, secretary of the Party Committee, chairman and member of the Party Committee of the Company. He has been serving as a Director of the Company since December 2007, and as the chief executive officer and chairman of the executive committee of the Company since October 2019. Currently, Mr. Zhou Yi also holds concurrent positions including chairman of China Southern Asset Management Co., Ltd. (南方基金管理股份有限公司) and chairman of CSOP Asset Management Limited (南方東英資產管理有限公司).

As of the Latest Practicable Date, Mr. Zhou Yi holds 720,000 A Shares as a result of the grant of Shares to grantees under the A Share restricted share incentive scheme of the Company.

**NON-EXECUTIVE DIRECTORS**

**Mr. Ding Feng**, born in December 1968, holds an MBA degree and is a senior accountant. He previously served at China Songhai Industrial Corporation (中國嵩海實業總公司) and China North Industries Xiamen Company (中國北方工業廈門公司). From October 1995 to August 2002, he served as a deputy section chief of the finance department at Jiangsu International Trust and Investment Corporation (江蘇省國際信託投資公司). From August 2002 to September 2004, he served as a project manager in the finance department of Jiangsu Guoxin Investment Group Limited (江蘇省國信資產管理集團有限公司). From September 2004 to December 2009, he served successively as the head of the finance department (assistant to manager) and a deputy general manager of Jiangsu International Trust Corporation Ltd. From December 2009 to December 2010, he served as a deputy general manager of the finance department at Jiangsu Guoxin Investment Group Limited. From December 2010 to March 2018, he successively held positions including vice president (executive), president, and deputy secretary of the Party Committee at Jiangsu Guoxin Finance Co., Ltd. (江蘇省國信集團財務有限公司). From March 2018 to December 2024, he served as the general manager of

the finance department of Jiangsu Guoxin Investment Group Limited. From December 2024 to March 2025, he served as a deputy secretary of the Party Committee and a director of Jiangsu International Trust Corporation Ltd. Since March 2025, he has been serving as a deputy secretary of the Party Committee, a director and the general manager of Jiangsu International Trust Corporation Ltd. He has been serving as a Director of the Company since October 2018. Currently, Mr. Ding Feng also holds concurrent positions including director of Zijin Property Insurance Co., Ltd. (紫金財產保險股份有限公司) and director of Lian Life Insurance Co., Ltd. Jiangsu International Trust Corporation Ltd., where Mr. Ding Feng is employed, is controlled by the State-owned Assets Supervision and Administration Commission of Jiangsu Provincial Government, the de facto controller of the Company.

**Ms. Yu Lanying**, born in May 1971, holds a master's degree in industrial economics, and is a professor-level senior accountant and certified public accountant. She previously served at Nanjing Runtai Industrial Trading Company (南京潤泰實業貿易公司), Jiangsu United Trust and Investment Company (江蘇聯合信託投資公司), Jiangsu Communications Industry Group Co., Ltd. (江蘇交通產業集團有限公司) and Jiangsu Communications Holding Co., Ltd. (江蘇交通控股有限公司). From June 2008 to March 2018, she served successively as a deputy manager of the financial accounting department (executive), the manager of the financial accounting department, a deputy financial controller (department head level), the financial controller, a member of the Party Committee, and a deputy general manager of Jiangsu Expressway Company Limited (江蘇寧滬高速公路股份有限公司), a company listed on the Hong Kong Stock Exchange (stock code: 00177) and on the Shanghai Stock Exchange (stock code: 600377). From March 2018 to August 2023, she served successively as the head of the audit and risk control department, the director of the audit center, the head of the financial management department, and an assistant to the general manager at Jiangsu Communications Holding Co., Ltd. Since August 2023, she has been serving as the chief accountant and a member of the Party Committee of Jiangsu Communications Holding Co., Ltd. From October 2018 to October 2025, she served as a supervisor of the Company. Currently, Ms. Yu Lanying also holds concurrent positions including director of Jiangsu Railway Group Co., Ltd. (江蘇省鐵路集團有限公司), director of Jiangsu Financial Leasing Co., Ltd. (江蘇金融租賃股份有限公司), director of Bank of Jiangsu Co., Ltd. (江蘇銀行股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 600919), and director of Jiangsu Jinsuzheng Investment and Development Co., Ltd. (江蘇金蘇證投資發展有限公司). Jiangsu Communications Holding Co., Ltd., where Ms. Yu Lanying is employed, is wholly owned by the State-owned Assets Supervision and Administration Commission of Jiangsu Provincial Government, the de facto controller of the Company.

**Mr. Ke Xiang**, born in June 1974, holds a doctoral degree in business management, and is a senior engineer. From August 1996 to October 2002, he served successively as a staff member in the Infrastructure Investment Division, a staff member in the Agriculture Division, and a deputy principal staff member at the Department of Finance of Jiangsu Province. From October 2002 to August 2020, he served successively at Jiangsu Communications Holding Co., Ltd. as an assistant to the director of the office, a deputy director of the office, a deputy head of the operation safety department, a deputy director of the Jiangsu Expressway Network Toll Management Center (江蘇省高速公路聯網收費管理中心), the director of the information

center and concurrently a deputy director of the office, the director of the development strategy and policy regulations research office, a deputy head of the investment development department, the director of the strategic research office, a deputy head of the enterprise management and legal affairs department, and the head of the strategic planning department. Since August 2020, he has been serving as a deputy general manager and a member of the Party Committee of Jiangsu High-tech Investment Group Co., Ltd. He has been serving as a Director of the Company since February 2021. Currently, Mr. Ke Xiang also holds concurrent positions including director and general manager of Jiangsu Gaotou Asset Management Co., Ltd. (江蘇高投資資產管理有限公司) and director of Jiangsu Fenghai New Energy Seawater Desalination Development Co., Ltd. (江蘇豐海新能源淡化海水發展有限公司). Jiangsu High-tech Investment Group Co., Ltd., where Mr. Ke Xiang is employed, is wholly owned by the State-owned Assets Supervision and Administration Commission of Jiangsu Provincial Government, the de facto controller of the Company.

**Mr. Jin Yongfu**, born in October 1968, holds a bachelor's degree in economics and is an accountant and political engineer. From August 1992 to May 2005, he served successively as an accountant, an assistant to manager, and a deputy manager of the finance department at Jiangsu Textiles Import & Export Corporation (江蘇省紡織品進出口公司). From June 2005 to February 2007, he served as the general manager of Jiangsu Textiles Import & Export Group Jietai Co., Ltd. (江蘇省紡織品進出口集團捷泰有限公司). From March 2007 to December 2013, he served successively as the director of the general manager's office and an assistant to the general manager and the manager of the investment development department at Jiangsu Kaiyuan Co., Ltd. (江蘇開元股份有限公司). From December 2013 to April 2014, he served as an assistant to the general manager and the manager of the investment development department of Jiangsu High Hope Co., Ltd. (江蘇匯鴻股份有限公司), and the general manager of Jiangsu High Hope Huisheng Investment Management Co., Ltd. (江蘇匯鴻匯升投資管理有限公司). From May 2014 to August 2023, he served successively at Jiangsu High Hope International Group Corporation (江蘇匯鴻國際集團股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 600981) as a deputy director of the office, the director of the information center, the director of the office, the general manager of the investment management department, a vice president, and a member of the Party Committee. Since August 2023, he has been serving as a vice president and a member of the Party Committee of Jiangsu Soho Holdings Group Company Limited (江蘇省蘇豪控股集團有限公司). He has been serving as a Director of the Company since June 2025. Currently, Mr. Jin Yongfu is also a director of Jiangsu International Trust Corporation Ltd. Jiangsu Soho Holdings Group Company Limited, where Mr. Jin Yongfu is employed, is wholly owned by the State-owned Assets Supervision and Administration Commission of Jiangsu Provincial Government, the de facto controller of the Company.

**Mr. Chen Jianwei**, born in August 1976, holds a master's degree in public administration, and holds the title of senior auditor. From July 1999 to March 2004, he served successively as a probationer, a staff member, and a deputy principal staff member in the fixed assets investment audit division of the National Audit Office's Beijing-Tianjin-Hebei Resident Office. From March 2004 to June 2011, he served successively as a deputy principal staff member and a principal staff member in the administrative institutions audit division and

economic and trade audit division of the National Audit Office's Nanjing Resident Office. From June 2011 to June 2015, he served as a deputy director of the administrative institutions audit division and agricultural audit division of the National Audit Office's Nanjing Resident Office. From July 2015 to May 2017, he served as a deputy general manager of Jiangsu Yourun Technology and Culture Group Co., Ltd. (江蘇有潤科技文化集團有限公司). From May 2017 to February 2023, he served successively as the general manager of the asset operation department and the general manager of the investment development department at Nanjing Jinling Hotel Group Co., Ltd. (南京金陵飯店集團有限公司). From February 2023 to April 2024, he served as the secretary of the Party Committee and the chairman of Jiangsu Tianquan Lake Development and Construction Co., Ltd. (江蘇天泉湖開發建設有限公司), and the secretary of the Party Branch and the chairman of Jiangsu Tianquan Lake Industrial Co., Ltd. (江蘇天泉湖實業股份有限公司). From April 2024 to June 2024, he served as the chairman of Jiangsu Jincai Investment Co., Ltd. (江蘇金財投資有限公司). From June 2024 to October 2025, he served as the secretary of the General Party Branch and the chairman of Jiangsu Jincai Investment Co., Ltd. Since October 2025, he has been serving as the general manager of the investment development department of Jiangsu Guojin Investment Group Co., Ltd. (江蘇省國金投資集團有限公司), and the secretary of the General Party Branch and the chairman of Jiangsu Jincai Investment Co., Ltd. Currently, Mr. Chen Jianwei also holds concurrent positions including director of National Green Development Fund Co., Ltd. (國家綠色發展基金股份有限公司), vice president of Asset Management Association of Jiangsu (江蘇省投資基金業協會), council member and partner representative of Advanced Manufacturing Industry Investment Fund (Limited Partnership) (先進製造產業投資基金(有限合夥)), council member of Advanced Manufacturing Industry Investment Fund Phase II (Limited Partnership) (先進製造產業投資基金二期(有限合夥)), authorized representative of the executive partner of Jiangsu Government Investment Fund (Limited Partnership) (江蘇省政府投資基金(有限合夥)), and authorized representative of the executive partner of Jiangsu Jiequan Service Trade Industry Investment Fund (Limited Partnership) (江蘇隄泉服務貿易產業投資基金(有限合夥)).

#### INDEPENDENT NON-EXECUTIVE DIRECTORS

**Mr. Wang Jianwen**, born in July 1974, holds a doctoral degree in civil and commercial law. From August 1998 to May 2006, he taught at the School of Law of Nanjing Tech University. From May 2006 to May 2016, he served as an associate professor, professor, doctoral supervisor and the deputy dean at Hohai University School of Law. From May 2016 to April 2021, he was a professor, doctoral supervisor and dean at the College of Humanities and Social Sciences of Nanjing University of Aeronautics and Astronautics. Since May 2021, he has been a professor and doctoral supervisor of the Law School of Nanjing University. He has been an independent non-executive Director of the Company since June 2020. At present, Mr. Wang Jianwen concurrently serves as the director of the Competing Policy and Corporate Compliance Research Center of Nanjing University, independent director of Tongfu Microelectronics Co., Ltd. (a company listed on the Shenzhen Stock Exchange, stock code: 002156), independent director of Nanjing Xinjiekou Department Store Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 600682) and independent director of Changshu Feifan New Material Company Limited (an unlisted company).



**Mr. Wang Quansheng**, born in October 1968, holds a doctoral degree in business management. He successively served as a teaching assistant and lecturer of the Information Center, an associate professor, a deputy dean, a professor and the dean of the Department of E-commerce and a professor and the dean of the Department of Marketing and E-commerce, at the Business School of Nanjing University from September 1993 to September 2016; a professor and the deputy dean of the Management School of Nanjing University from September 2016 to November 2020. He has been a professor and the deputy dean of the Business School of Nanjing University since November 2020. He has been an independent non-executive Director of the Company since June 2022. At present, Mr. Wang Quansheng concurrently serves as independent director of Nanjing Iron & Steel Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 600282).

**Mr. Peng Bing**, born in January 1972, holds a doctoral degree in international law. From April 2000 to July 2005, he served as lecturer at the Law School of Peking University; from July 2005 to July 2017, he served as associate professor at the Law School of Peking University; since July 2017, he has been serving as professor at the Law School of Peking University. He has been an independent non-executive Director of the Company since December 2022. At present, Mr. Peng Bing concurrently serves as an independent director of Bank of Tianjin Co., Ltd. (a company listed on the Hong Kong Stock Exchange, stock code: 01578).

**Mr. Wang Bing**, born in March 1978, holds a doctoral degree in accounting. From July 2007 to December 2022, he served as lecturer, associate professor and deputy director of the Department of Accounting of Nanjing University Business School; since December 2022, he has been serving as professor and deputy director of the Department of Accounting of Nanjing University Business School. He has been an independent non-executive Director of the Company since December 2022. At present, Mr. Wang Bing concurrently serves as an independent director of Kuangda Technology Group Co., Ltd. (a company listed on the Shenzhen Stock Exchange, stock code: 002516) and Jiangsu Jiuwu High-Tech Co., Ltd. (a company listed on the Shenzhen Stock Exchange, stock code: 300631).

**Mr. Lo Kin Wing Terry**, born in September 1959, holds a bachelor's degree in sociology. He has worked for American International Assurance Company, Limited and East Asia Aetna Insurance Company Limited. From August 1994 to December 2007, he served as the financial controller and the CEO of HSBC Life Insurance Company Limited (Hong Kong); from December 1995 to February 2006, he concurrently served as the CEO of Hang Seng Life Limited; from December 2007 to November 2012, he served as the person in charge and the CEO of HSBC Life Insurance Company Limited (China); from July 2013 to March 2020, he served as the vice president, executive president and consultant of BOC Group Life Assurance Company Limited (Hong Kong); He has been a non-executive director of the Hong Kong Insurance Authority since December 2021. He has been an independent non-executive Director of the Company since June 2024.