Beijing Saimo Technology Co., Ltd.
Terms of Reference of the Strategy Committee of the Board

CHAPTER I GENERAL RULES

Article 1 In order to meet the needs of the future long-term strategic development of Beijing Saimo Technology Co., Ltd. (the "Company"), to ensure the scientific nature of the Company's development planning and strategic decision-making, and to enhance the Company's sustainable development capability, the Company has set up the Strategy Committee of the Board (the "Strategy Committee") and these terms of reference are formulated in accordance with relevant laws, regulations, standardized documents of the Company Law of the People's Republic of China (the "Company Law"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules") and the requirements of the articles of association of Beijing Saimo Technology Co., Ltd. (the "Articles of Association"), as well as the actual situation of the Company.

Article 2 The Strategy Committee of the Board is a specialized working organization under the Board, primarily responsible for studying and making recommendations on the long-term development strategies and the decision-making on significant investments of the Company. The Strategic Committee is responsible to the Board for assisting the Board in carrying out its work independently within the scope of its duties.

CHAPTER II COMPOSITION OF THE STRATEGY COMMITTEE

Article 3 The Strategy Committee shall comprise at least three directors.

Article 4 The Strategy Committee shall have a chairman, who shall be the chairman of the Company or shall be nominated by the chairman of the Board within the scope of the members and elected by a majority of the Board, and shall be responsible for convening the meetings of the Strategy Committee and presiding over the work of the Committee.

Article 5 The other members of the Strategy Committee shall be nominated by the Nomination Committee of the Board and elected by a half of the Board. The members of the Strategy Committee shall have strong overall quality and practical experience.

Article 6 The term of office of the Strategy Committee shall be identical to that of the Board. Members of the Strategy Committee may be re-elected upon the expiration of the current term of office. Any member of the Strategy Committee who ceases to be a director of the Company during the term shall be automatically disqualified as a member of the committee, and the vacancy shall be filled by the Board in accordance with these terms of reference. The term of office of the replacing member shall expiry upon the expiry of such member's term of office as a Director.

Article 7 A working group is set up under the Strategy Committee as the daily office organization, which is led by the strategic management function department of the Company. The strategic management function department and other member units are responsible for the information collection and research of the Strategy Committee and the preparation of meeting materials. The Office of the Board is responsible for the liaison of daily work, meeting organization and arrangement and meeting records.

Article 8 The members of the Strategy Committee may be replaced upon discussion and agreement by the Board if any of the following circumstances apply:

(I) he/she who a member of the Strategy Committee tenders his/her resignation in writing;

(II) he/she is involved in gross misconduct or in violation of the requirements of the laws, regulations and the Articles of Association during his/her term of office;

(III) other circumstances in which he/she is considered by the Board not suitable to serve as a member.

CHAPTER III RESPONSIBILITIES AND AUTHORIZATIONS OF THE STRATEGY COMMITTEE

Article 9 The main responsibilities and authorizations of the Strategy Committee are as follows:

(I) to study and make suggestions on medium – and long-term development strategic plans, business objectives and development policies of the Company;

(II) to study and make suggestions on the business strategies of the Company including, but not limited to, product strategies, market strategies, marketing strategies, research and development strategies, and talent strategies;

(III) to study and make suggestions on major strategic investments and financing programs of the Company;

(IV) to study and make suggestions on other major issues that may affect the development of the Company;

(V) to check the implementation of the above matters;

(VI) with the authorization of the Board, the Strategy Committee may question the General Manager on issues related to authorized matters;

(VII) other matters authorized by the Board;

(VIII) other relevant requirements on the terms of reference of the Strategy Committee under relevant laws and regulations and the listing rules of the place where the securities of the Company are listed, such as the Hong Kong Listing Rules, as amended from time to time.

Article 10 The Strategy Committee shall organize relevant departments to conduct feasibility studies and scientific proofs on the development objectives and strategic planning; if necessary, with the approval of the Board, the Strategy Committee may engage intermediaries and external experts to provide professional opinions for its decision-making, with the expenses borne by the Company. When the Strategy Committee performs its duties, the relevant departments of the Company shall cooperate with it, and the required expenses shall be borne by the Company.

Article 11 The Strategy Committee shall report to the Board of the Company for deliberation after deliberating on the matters set forth in Article 9 of these terms of reference and forming minutes of the meetings.

Article 12 The exercise of authority by the Strategy Committee shall be in accordance with the relevant provisions of the Company Law, the Articles of Association and these terms of reference and shall not jeopardize the legitimate rights and interests of the Company and its shareholders.

CHAPTER IV RULES OF PROCEDURE OF THE STRATEGY COMMITTEE

Article 13 The meetings of the Strategy Committee are classified as regular meetings and extraordinary meetings. Regular meetings are convened at least once a year, and shall be notified to all members in writing five days prior to the meeting. Materials of the meeting together with agenda for the meeting shall be serviced to all members of the Strategy Committee for their review at least three days before the date appointed for the meeting; extraordinary meetings may be convened upon proposal of over one-third of the Board, over one-half of the members or the chairman of the Strategy Committee, and shall be notified to all members in writing three days prior to the meeting. Materials of the meeting together shall be serviced to all members for their review one day before the date appointed for the meeting.

With the consensus of all members, the above requirements for notice period can be exempted.

Article 14 A notice of meeting of the Strategy Committee shall include the following contents:

(I) the date and venue of the meeting;

(II) the duration of the meeting;

(III) the reasons for and agenda of the meeting;

(IV) the date of dispatch of the notice;

(V) contact person and contact information of the meeting.

Article 15 A meeting of the Strategy Committee shall be presided over by the chairman. When the chairman is unable to attend the meeting, he/she may appoint another member to preside over the meeting on his/her behalf.

In the event that the chairman of the Strategy Committee neither performs his/her duties nor designates another member to act in his/her place, any one of the members may report the situation to the Board of the Company, which shall designate a member to perform the duties of the chairman of the Strategy Committee.

Article 16 The chairman, general manager and two or more members of the Strategy Committee may propose proposals to the Strategy Committee.

Article 17 A meeting of the Strategy Committee shall be held by two thirds or more of the members attending the meeting. The members of the Strategy Committee can attend the meeting in person, or can appoint another member to attend the meeting and express his/her opinion on his/her behalf.

Article 18 Any member of the Strategy Committee who fails to attend a meeting in person and fails to appoint another member to attend the meeting on his/her behalf shall be deemed absent from the meeting. Any member who fails to attend meetings for two consecutive times shall be deemed unable to fulfill his/her duties properly. The Board may dismiss his/her role as the member.

Article 19 The meeting of the Audit Committee shall be convened in the form of on-site meeting and communication meetings. Each member shall have one vote, and the decisions made in the meeting shall be voted and approved by over one-half of all members.

Article 20 Other Directors, supervisors, general manager and other senior management members of the Company may be invited to attend the meeting of the Strategy Committee when a meeting is convened.

Article 21 The Strategy Committee shall keep minute for its meeting. Draft and final versions of minutes of meetings of Strategy Committee shall be sent to all Strategy Committee members for their comment and records respectively within a reasonable time after the meeting. All members present at the meeting shall sign on the minutes. If a member present at the meeting has expressly objected to the discussed matter, it shall be recorded in minutes of the meeting. The minutes shall be kept by the Board office. The minutes shall include the following contents:

(I) the date, venue and the name of convener of the meeting;

(II) the number of members who should be present and the number of members who are actually present;

(III) an explanation of the relevant procedures of the meeting and the validity of the resolutions of the meeting;

(IV) an explanation of the proposals examined and voted at the meeting and the results of the voting;

(V) other matters that should be explained and recorded in the minutes of meeting.

A meeting of the Strategy Committee may be held by way of written resolutions. Written resolutions shall be dispatched by facsimile, courier or by hand or other methods to all members, and shall be returned in original copies to the Company for filing after deliberation by the members. A proposal signed by consenting members satisfying the threshold hereunder shall become an effective resolution of the Committee.

Article 22 In the event that a member of the Strategy Committee has a direct or indirect interest in a topic under discussion at a meeting, the member shall recuse himself/herself from voting on the relevant resolution.

After the interested members recuse themselves, if the number of members present at the meeting is less than the number required under these Terms of Reference, all members (including the interested members) shall resolve on procedural issues relating to submission of the proposal to the Board for consideration, and the Board shall consider the proposal.

Article 23 The results considered and discussed in the meeting of the Strategy Committee shall be reported to the Board in writing.

Members who attend the meeting of the Strategy Committee shall undertake confidentiality obligations for all items discussed at the meeting and shall not disclose relevant information without authorization.

Article 24 The convening procedure, discussion methods and the resolutions approved in the meetings of the Strategy Committee shall comply with the relevant laws and regulations, the relevant regulatory rules of the listing place such as the Hong Kong Listing Rules and the requirements of the Articles of Association.

CHAPTER V SUPPLEMENTAL PROVISIONS

Article 25 Unless otherwise defined, the expression of "more than" shall not include the figure mentioned.

Article 26 These terms of reference have Chinese and English versions and the Chinese version shall prevail.

Article 27 Unless otherwise stated, technical terms used in these terms of reference shall have the same meaning as they appear in the Articles of Association.

Article 28 These rules are approved by the Board and shall become effective upon the date of listing and trading of the overseas listed foreign shares (H Shares) under the initial public offering of the Company on the Stock Exchange of Hong Kong Limited. Any amendments to these rules shall be proposed by the Strategy Committee, and shall become effective upon the approval by the Board.

Article 29 For those matters which have not been covered in these terms of reference, it shall be implemented in accordance with the applicable and the relevant laws and regulations, the relevant regulatory rules of the listing place such as the Hong Kong Listing Rules and the requirements of the Articles of Association; if there are conflicts between these terms of reference and the applicable laws and regulations promulgated by the State in the future, the relevant regulatory rules of the listing place such as the Hong Kong Listing Rules or the requirements of the Articles of Association amended by legal procedure, it shall be implemented in accordance with the relevant laws and regulations of the State, the relevant regulatory rules of the listing place such as the Hong Kong Listing Rules and the requirements of the Articles of Association, and it shall be amended in a timely fashion.

Article 30 These terms of reference shall be interpreted and revised by the Board.