

**Gotion High-tech Co., Ltd.**  
**First Extraordinary General Meeting of Shareholders**  
**in 2023**

**Meeting Materials**

**January 18, 2023**

## **Notice of First Extraordinary General Meeting of Shareholders in 2023**

In accordance with the *Corporate Law of the People's Republic of China*, the *Securities Law of the People's Republic of China* and the *Articles of Association of the Company* as well as other relevant provisions,

I. Shareholders and shareholders' representatives attending the meeting shall go through the registration formalities 10 minutes before the meeting with their ID cards or copies of business licenses, letters of proxy and securities account cards. Shareholders who fail to sign in for registration shall not participate in this meeting in principle. The Company has the right to refuse other persons to enter the meeting venue according to the laws, except for the shareholders (or authorized representatives), directors, supervisors, senior management, lawyers appointed by the Company and the personnel invited by the Board of Directors.

II. Shareholders attending the General Meeting shall, in accordance with the laws, enjoy such rights as voice, inquiry and voting. The meeting organization team shall have the right to take necessary measures to stop any action that interferes with the order of the General Meeting or infringes upon the legitimate rights and interests of other shareholders and promptly report it to the relevant authorities for investigation and punishment.

III. The General Meeting shall be voted by open ballot, and no statement shall be made at the voting.

IV. The witness lawyers of this General Meeting are from Shanghai Llinks Law Offices. After the results of the on-site voting are counted, the lawyers shall read out their legal opinions and announce the on-site voting results.

Gotion High-tech Co., Ltd.

January 18, 2023

## **Agenda of First Extraordinary General Meeting of Shareholders in 2023**

I. Meeting time: 2:30 PM, January 18, 2023 (Wednesday)

II. Meeting venue: Global Conference Hall, Gotion High-tech Co., Ltd., 566 Huayuan Avenue, Baohe District, Hefei City, Anhui Province

III. Convenor: The Board of Directors

IV. Participants:

1. Shareholders and shareholders' representatives of the Company;
2. Directors, supervisors and senior management of the Company;
3. Witness lawyers engaged by the Company, etc.

V. Presiding officer: Mr. Li Zhen, Chairman of the Board of Directors

VI. Agenda:

<b>No.</b>	<b>Matters to be Deliberated</b>
1	Proposal on General Election of the Ninth Board of Directors and Election of Non-Independent Directors
2	Proposal on General Election of the Ninth Board of Directors and Election of Independent Directors
3	Proposal on the Renewal of the Board of Supervisors and the Election of Non-employee Representative Supervisors of the Ninth Board of Supervisors

VII. Shareholders deliberate each matter and fill in the votes, the scrutineers and vote counters count the votes.

VIII. The lawyers read out the legal opinion and the voting results.

IX. Closing of the meeting, signing of the conference materials, etc.

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## Proposal 1

### **Proposal on General Election of the Ninth Board of Directors and Election of Non-Independent Directors**

Dear shareholders,

The term of office of the eighth Board of Directors of Gotion High-tech Co., Ltd. (the “Company”) has expired on December 20, 2022. Therefore, the Company conducted a general election of the Board of Directors in accordance with the provisions of the *Company Law of the People's Republic of China* (the “Company Law”), the *Rules Governing the Listing of Shares on Shenzhen Stock Exchange*, the *Guidelines of the Shenzhen Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation of Companies Listed on the Main Board Market*, the *Articles of Association* of the Company and other relevant laws and regulations.

According to the provisions of the *Articles of Association* and other relevant provisions, the ninth Board of Directors of the Company will be composed of nine members, including five Non-Independent Directors and four Independent Directors. After the nomination by the Company's shareholders and the review of qualification by the Nomination Committee of the Board of Directors, the Board of Directors of the Company agreed to nominate Mr. Li Zhen, Mr. Steven Cai, Mr. Zhang Hongli, Mr. Frank Engel and Ms. Andrea Nahmer as candidates for Non-Independent Directors of the ninth Board of Directors of the Company (see Appendix 1 for their profiles). The term of office of the directors of the ninth Board of Directors of the Company shall be three years from the date of deliberation and approval of the General Meeting.

The aforementioned 5 director candidates meet the qualifications for appointment as directors of the Company and are not found to be prohibited from acting as directors of the Company under the circumstances stipulated in the *Company Law* and the *Articles of Association* of the Company. After the 5 director candidates are elected, the total number of directors who are also senior management of the Company in the ninth Board of Directors of the Company shall not exceed one-half of the total

number of members of the Board of Directors. The number of directors is in compliance with the *Company Law*, the *Articles of Association* and other relevant provisions.

For this proposal, cumulative voting will be adopted to vote on the candidates for Non-Independent Directors one by one. The number of votes to be cast by a shareholder = the total number of voting shares held by a shareholder \* 5. The number of votes to be cast by a shareholder can be distributed among the five candidates for Non-Independent Directors at will, but the total number of votes shall not exceed the product of the number of shares held by him/her multiplied by 5.

This proposal has been deliberated and approved at the 21<sup>st</sup> meeting of the eighth Board of Directors of the Company. Sincere thanks are hereby extended to the Non-Independent Directors of the eighth Board of Directors for their contributions to the Company during their terms of office!

Now this proposal is presented to you for your deliberation.

Gotion High-tech Co., Ltd.

January 18, 2023

## Appendix 1:

### **Profile of the Candidates for Non-Independent Directors of the Ninth Board of Directors**

**Mr. Li Zhen**, born in January 1964, is a Chinese national, with an EMBA degree from Cheung Kong Graduate School of Business. He served successively as a researcher of Economic Research Center of Hefei Municipal Government, General Manager of Hefei Economic and Technological Development Company, Chairman of Hefei Gotion Group Co.Ltd., a delegate to the 13<sup>th</sup>, 14<sup>th</sup> and 15<sup>th</sup> Hefei Municipal People's Congress, and a member of the 9<sup>th</sup>, 10<sup>th</sup> and 11<sup>th</sup> Anhui Provincial Committee of Chinese People's Political Consultative Conference. Currently, he serves as Chairman and General Manager of the Company, Chairman of Hefei Gotion High-tech Power Energy Co., Ltd., Executive Director of Nanjing Gotion Holding Group Co., Ltd. and Executive Director of Gotion Holding Group Co., Ltd.

Mr. Li Zhen currently holds 103,276,150 shares of the Company directly and 80.69% of the shares of Nanjing Gotion Holding Group Co., Ltd., which currently holds 170,751,887 shares of the Company. Mr. Li Chen, the son of Mr. Li Zhen, holds 28,472,398 shares of the Company. Mr. Li Zhen, Mr. Li Chen and Nanjing Gotion Holding Group Co., Ltd. are parties acting in concert and the controlling shareholders of the company, collectively hold 302,500,435 shares of the Company. Mr. Li Zhen is not a related party to other shareholders holding no less than five percent of the Company's shares or other directors, supervisors and senior management of the Company; in the last three years, he has not been subject to administrative punishment by CSRC, and has not been subject to public reprimand, or circulation of notices of critics by the stock exchange for more than three times; he has not been filed for investigation by judicial authority due to suspected criminal offenses or filed for investigation by CSRC due to suspected violations of the laws and regulations; he is not among the list of judgement defaulters; he is not subject to any circumstance that prohibits him from serving as a director under the *Company Law*, the *Self-Regulatory Guidelines for Listed Companies on Shenzhen Stock Exchange No. 1 – Standardized*

*Operation of Listed Companies on the Main Board and the Articles of Association of the Company.*

**Mr. Steven Cai**, born in October 1962, is an American national with a master's degree from Wayne State University. He served successively as an invited project reviewer of the Society of Automotive Engineers, a member of the Global Patent Review Committee and a member of the Electric Vehicle Safety Strategy Review Committee of General Motors Company, an invited expert of Electric Vehicle Technology Seminar of the Ministry of Industry and Information Technology of the People's Republic of China, a consultant of China National Electric Vehicle Charging Standard, Engineering Technology Director of Contemporary Amperex Technology Co., Ltd. And a member of the China Intelligent Electric Vehicle Safety Protection Expert Committee. Currently, he serves as a director and Deputy General Manager of the Company, and President of the General Institute of Engineering Research.

Mr. Steven Cai currently does not hold any share of the Company. He is not a related party to shareholders holding no less than five percent of the Company's shares, the actual controller and other directors, supervisors and senior management of the Company; he has not been subject to punishment by CSRC and other relevant authorities and disciplinary punishment by the stock exchange; he has not been filed for investigation by judicial authority due to suspected criminal offenses or filed for investigation by CSRC due to suspected violations of the laws and regulations; he is not among the list of judgement defaulters; he is not subject to any circumstance that prohibits him from serving as a director under the *Company Law*, the *Self-Regulatory Guidelines for Listed Companies on Shenzhen Stock Exchange No. 1 – Standardized Operation of Listed Companies on the Main Board* and the *Articles of Association of the Company*.

**Mr. Zhang Hongli**, born in September 1981, is a Chinese national with a doctor's degree from Chinese Academy of Sciences and a postdoctoral degree from the University of California, Santa Barbara. He was selected among the "Hundred Talents Program" in Hefei City and "Leading Talents in Strategic Emerging Industry



Technology” in Anhui Province. He had won the Science and Technology Progress Award of Anhui Province. He served successively as Chief Technical Advisor of LifeCell Battery Company, Project Scientist of the University of California, Santa Barbara, and President of Materials Research Institute, President of Battery Research Institute and Vice President of General Institute of Engineering Research of the Company. Currently, he serves as a director of the Company and Executive Vice President of General Institute of Engineering Research.

Mr. Zhang Hongli currently holds 140,600 shares of the Company. He is not a related party to shareholders holding no less than five percent of the Company’s shares, the actual controller and other directors, supervisors and senior management of the Company; he has not been subject to punishment by CSRC and other relevant authorities and disciplinary punishment by the stock exchange; he has not been filed for investigation by judicial authority due to suspected criminal offenses or filed for investigation by CSRC due to suspected violations of the laws and regulations; he is not among the list of judgement defaulters; he is not subject to any circumstances that prohibit him from serving as a director under the *Company Law*, the *Self-Regulatory Guidelines for Listed Companies on Shenzhen Stock Exchange No. 1 - Standardized Operation of Listed Companies on the Main Board* and the *Articles of Association* of the Company.

**Mr. Frank Engel**, born in April 1962, is a German national with a master’s degree in mechanical engineering from Wolfenbüttel. He served successively as Planning Supervisor of Chemnitz Plant of Volkswagen Group, Planning Supervisor of Volkswagen brand parts in Wolfsburg, Germany, General Manager of Shanghai Volkswagen Powertrain Co., Ltd., and Production Supervisor of Skoda auto parts in the Czech Republic. Currently, he serves as a director of the Company, and Executive Vice President of Volkswagen (China) Investment Co., Ltd. in charge of the parts, logistics and quality assurance departments.

Mr. Frank Engel currently does not hold any share of the Company. He is a related party to Volkswagen (China) Investment Co., Ltd., the largest shareholder of the

Company, and not a related party to other shareholders holding no less than five percent of the Company's shares, the actual controller and other directors, supervisors and senior management of the Company; he has not been subject to punishment by CSRC and other relevant authorities and disciplinary punishment by the stock exchange; he has not been filed for investigation by judicial authority due to suspected criminal offenses or by CSRC due to suspected violations of laws and regulations; he is not among the list of judgement defaulters; he is not subject to any circumstances that prohibit him from serving as a director under the *Company Law*, the *Self-Regulatory Guidelines for Listed Companies on Shenzhen Stock Exchange No. 1 - Standardized Operation of Listed Companies on the Main Board* and the *Articles of Association* of the Company.

**Ms. Andrea Nahmer**, born in January 1967, is a German national with a master's degree in business administration from the University of Political Science and Economics in Hamburg, Germany. She served successively as Business Manager at Neoplastik Co., Ltd. in Germany, the Executive Assistant at Ernst & Young in Hamburg, Germany. She worked in strategic planning at Siemens AG in Germany, and, at Volkswagen AG, Germany, she worked in factory cost benchmarking, parts business control, factory and product cost control and assumed the position as the head of the production, products and investment control business. Currently, she serves as a director of the Company and the head of customer insights & business steering of Volkswagen AG.

Ms. Andrea Nahmer currently does not hold any share of the Company. She is a related party to Volkswagen (China) Investment Co., Ltd., the largest shareholder of the Company, and not a related party to other shareholders holding no less than five percent of the Company's shares, the actual controller and other directors, supervisors and senior management of the Company; she has not been subject to punishment by CSRC and other relevant authorities and disciplinary punishment by the stock exchange; she has not been filed for investigation by judicial authority due to suspected criminal offenses or by CSRC due to suspected violations of the laws and

regulations; she is not among the list of judgement defaulters; she is not subject to any circumstance that prohibits her from serving as a director under the *Company Law*, the *Self-Regulatory Guidelines for Listed Companies on Shenzhen Stock Exchange No. 1 - Standardized Operation of Listed Companies on the Main Board* and the *Articles of Association* of the Company.

## Proposal 2

### **Proposal on General Election of the Ninth Board of Directors and Election of Independent Directors**

Dear shareholders,

The term of office of the eighth Board of Directors of Gotion High-tech Co., Ltd. (the “Company”) has expired on December 20, 2022. Therefore, the Company conducted a general election of the Board of Directors in accordance with the provisions of the *Company Law of the People's Republic of China* (the "Company Law"), the *Rules Governing the Listing of Shares on Shenzhen Stock Exchange*, the *Guidelines of the Shenzhen Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation of Companies Listed on the Main Board Market*, the *Articles of Association* of the Company and other relevant laws and regulations.

According to the provisions of the *Articles of Association* and other relevant provisions, the ninth Board of Directors of the Company will be composed of nine members, including five Non-Independent Directors and four Independent Directors. After the review of qualification by the Nomination Committee of the Board of Directors, the Board of Directors of the Company agreed to nominate Mr. Sun Zhe, Mr. Qiao Yun, Mr. Qiu Xinping and Mr. Wang Feng as candidates for Independent Directors of the ninth Board of Directors of the Company (see Appendix 2 for their profiles). All of the four candidates for Independent Directors have obtained the qualification certificate of Independent Directors, among which Mr. Wang Feng is an accounting professional. The term of office of the directors of the ninth Board of Directors of the Company shall be three years from the date of deliberation and approval of the General Meeting.

The qualifications and independence of the said candidates for Independent Directors have been put on record and examined by Shenzhen Stock Exchange without demur. After the said candidates are elected, the number of Independent Directors of the ninth Board of Directors of the Company will be no less than one third of the total number

of directors. The number of directors complies with the *Company Law*, the *Articles of Association* and other relevant provisions.

For this proposal, cumulative voting will be adopted to vote on the candidates for Independent Directors one by one. The number of votes to be cast by a shareholder = the total number of voting shares held by a shareholder \* 4. The number of votes to be cast by a shareholder can be distributed among the four candidates for Independent Directors at will, but the total number of votes shall not exceed the product of the number of shares held by him/her multiplied by 4.

This proposal has been deliberated and approved at the 21<sup>st</sup> meeting of the eighth Board of Directors of the Company. Sincere thanks are hereby extended to the Independent Directors of the eighth Board of Directors for their contributions to the Company during their terms of office!

Now this proposal is presented to you for your deliberation.

Gotion High-tech Co., Ltd.

January 18, 2023

## Appendix 2:

### **Profiles of the Candidates for Independent Directors of the Ninth Board of Directors**

**Mr. Sun Zhe**, born in January 1966, is a Chinese national. He holds a Ph.D. degree in political science from Columbia University and an LL.M. and B.A. degree from Fudan University in Shanghai. He has served as Deputy Director of the Center for American Studies, Professor and Doctoral Supervisor at Fudan University, Director of the Center for China-US Relations and Professor at Tsinghua University, and has been an independent director of MGM China Holdings Limited (2282.HK) for 10 consecutive years. He is currently an independent director of the Company, the co-director of the China Program at Columbia University, a researcher of the Institute of Governance Innovation at Peking University, an independent non-executive director of China Resources Land Limited (1109.HK), and a non-executive director of JS Global Life Limited (1691.HK).

Mr. Sun Zhe currently does not hold any share of the Company. He is not a related party to shareholders holding no less than five percent of the Company's shares, the actual controller and other directors, supervisors and senior management of the Company; he has not been subject to punishment by CSRC and other relevant authorities and disciplinary punishment by the stock exchange; he has not been filed for investigation by judicial authority due to suspected criminal offenses or by CSRC due to suspected violations of the laws and regulations; he is not among the list of judgement defaulters; he is not subject to any circumstance that prohibits him from serving as a director under the *Company Law*, the *Rules Governing Independent Directors of Listed Companies*, the *Self-Regulatory Guidelines for Listed Companies on Shenzhen Stock Exchange No. 1 - Standardized Operation of Listed Companies on the Main Board* and the *Articles of Association* of the Company.

**Mr. Qiao Yun**, born in October 1974, is a Chinese national with a master's degree. He served successively as a staff member in IT Division of Shanghai Municipal Science and Technology Commission General Manager of Shanghai Yahuan

Information Technology Co., Ltd., Deputy General Manager of CETC Digital Technology Co., Ltd., Executive Director and President of Shanghai Huadong Automobile Information Technology Co., Ltd., Independent Director of Dima Holdings Co., Ltd., General Manager of Nanjing Tianqing Automobile Electronics Co., Ltd., CEO of Shanghai O-Film Tech. Co., Ltd., Vice Chairman of Shanghai Sansheng Hongye Investment (Group) Co., Ltd. and Independent Director of the Company. Currently, he serves as the chairman of Shanghai Qingjian Automobile Technology Co., Ltd.

Mr. Qiao Yun currently does not hold any share of the Company. He is not a related party to shareholders holding no less than five percent of the Company's shares, the actual controller and other directors, supervisors and senior management of the Company; he has not been subject to punishment by CSRC and other relevant authorities and disciplinary punishment by the stock exchange; he has not been filed for investigation by judicial authority due to suspected criminal offenses or by CSRC due to suspected violations of the laws and regulations; he is not among the list of judgement defaulters; he is not subject to any circumstance that prohibits him from serving as an independent director under the *Company Law*, the *Rules Governing Independent Directors of Listed Companies*, the *Self-Regulatory Guidelines for Listed Companies on Shenzhen Stock Exchange No. 1 - Standardized Operation of Listed Companies on the Main Board* and the *Articles of Association* of the Company.

**Mr. Qiu Xinping**, born in July 1966, is a Chinese national with a Ph.D. degree in metallurgical physical chemistry from University of Science and Technology Beijing. Since May 1996, he has served in the Department of Chemistry, Tsinghua University, and mainly engaged in the research of advanced chemical power sources such as lithium-ion batteries, fuel cells, and flow batteries. He has published more than 200 scientific papers, applied for more than 30 patents, and has won 1 Natural Science Award from the Ministry of Education and 2 Science and Technology Awards from Beijing Municipal Government. He has served as an independent director of the Company since December 15, 2021.

Mr. Qiu Xinping currently does not hold any share of the Company. He is not a related party to shareholders holding no less than five percent of the Company's shares, the actual controller and other directors, supervisors and senior management of the Company; he has not been subject to punishment by CSRC and other relevant authorities and disciplinary punishment by the stock exchange; he has not been filed for investigation by judicial authority due to suspected criminal offenses or filed for investigation by CSRC due to suspected violations of the laws and regulations; he is not among the list of judgement defaulters; he is not subject to any circumstance that prohibits him from serving as an independent director under the *Company Law*, the *Rules Governing Independent Directors of Listed Companies*, the *Self-Regulatory Guidelines for Listed Companies on Shenzhen Stock Exchange No. 1 - Standardized Operation of Listed Companies on the Main Board* and the *Articles of Association* of the Company.

**Mr. Wang Feng**, born in February 1975, is a Chinese national with a bachelor's degree from Beijing University of Technology, MBA from China Europe International Business School, and a certified public accountant. He served successively as chief financial officer of Henan Zhongpin Food Co., Ltd., Beijing Deepzero Technology Co., Ltd., Tujia Network Technology (Beijing) Co., Ltd., RISE Education Cayman Co., Ltd. (NASDAQ: REDU) and other companies. Currently, he serves as an independent director of the Company and chief financial officer of Flash Express (Beijing) Co., Ltd.

Mr. Wang Feng currently does not hold any share of the Company. He is not a related party to shareholders holding no less than five percent of the Company's shares, the actual controller and other directors, supervisors and senior management of the Company; he has not been subject to punishment by CSRC and other relevant authorities and disciplinary punishment by the stock exchange; he has not been filed for investigation by judicial authority due to suspected criminal offenses or filed for investigation by CSRC due to suspected violations of laws and regulations; he is not among the list of judgement defaulters; he is not subject to any circumstance that



prohibits him from serving as an independent director under the *Company Law*, the *Rules Governing Independent Directors of Listed Companies*, the *Self-Regulatory Guidelines for Listed Companies on Shenzhen Stock Exchange No. 1 - Standardized Operation of Listed Companies on the Main Board* and the *Articles of Association* of the Company.

### Proposal 3

#### **Proposal on the Renewal of the Board of Supervisors and the Election of Non-Employee Representative Supervisors of the Ninth Board of Supervisors**

Dear shareholders,

The term of office of the eighth Board of Supervisors of the Company has expired on December 20, 2022. Therefore, the Company conducted a general election of the Board of Supervisors in accordance with the provisions of the *Company Law of the People's Republic of China* (the "Company Law"), the *Rules Governing the Listing of Shares on Shenzhen Stock Exchange*, the *Guidelines of the Shenzhen Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation of Companies Listed on the Main Board Market*, the *Articles of Association* of the Company and other relevant laws and regulations.

According to the provisions of the *Articles of Association* and other relevant provisions, the ninth Board of Supervisors of the Company will be composed of three members, including one Employee Representative Supervisor and two Non-Employee Representative Supervisors. After nomination by the shareholders of the Company, the Board of Supervisors agreed to nominate Mr. Yang Dafa and Ms. Li Yan as candidates for Non-Employee Representative Supervisors of the ninth Board of Supervisors (see Appendix 3 for their profile). After being deliberated and approved by the General Meeting of Shareholders, the nominated candidates for Non-Employee Representative Supervisors, together with the Employee Representative Supervisor elected by the employee representative meeting of the Company, will form the ninth Board of Supervisors of the Company. The term of office of the supervisors of the Ninth Board of Supervisors shall be three years from the date of deliberation and approval of the General Meeting.

The said candidates for supervisors meet the company's conditions for taking the position as supervisors, and have not been found to be subject to any circumstance which prohibits them from acting as the supervisors of the Company as stipulated in

the *Company Law*, the *Articles of Association* and other provisions. The number of supervisors who have served as directors or senior officers of the Company in recent two years does not exceed half of the total number of supervisors of the Company.

For this proposal, cumulative voting will be adopted to vote on the candidates for Non-Employee Representative Supervisors one by one. The number of votes to be cast by a shareholder = the total number of voting shares held by the shareholder \* 2. The number of votes to be cast by a shareholder can be distributed among the two candidates for Non-Employee Representative Supervisors at will, but the total number of votes shall not exceed the product of the number of shares held by them multiplied by 2.

This proposal has been deliberated and approved at the 22<sup>nd</sup> meeting of the eighth Board of Directors of the Company. Sincere thanks are hereby extended to all members of the eighth Board of Supervisors for their contributions to the Company during their terms of office!

Now this proposal is presented to you for your deliberation.

Gotion High-tech Co., Ltd.

January 18, 2023

### **Appendix 3:**

#### **Profile of the Candidates for Non-Employee Representative Supervisors of the 9<sup>th</sup> Board of Supervisors**

**Mr. Yang Dafa**, born in December 1988, is a Chinese national with a doctor's degree of engineering. He has successively served as the engineer of the General Engineering Research Institute, the director of investor relations of the Securities Affairs Department, the secretary of the chairman, the deputy superintendent of the Chairman's Office, the deputy director of the Chairman's Office, and a team member of the Strategic Capital Sector, of the Company. He is now the chairman of the Board of Supervisors, and the general manager of the eighth business unit of the Market Center of the Company.

At present, Mr. Yang Dafa does not hold any shares of the Company and is not a related party to shareholders who hold more than 5% shares of the Company, actual controllers or other directors, supervisors and senior officers of the Company. He has not been punished by the CSRC and other relevant authorities or subject to disciplinary punishment by the stock exchange, or been filed for investigation by judicial authorities due to suspected crimes or by the CSRC due to suspected violations of the laws and regulations. He is not a listed judgement defaulter subject to enforcement; and he is subject to no circumstance which prohibits him from serving as a supervisor of the Company as stipulated in the *Company Law*, the *Guidelines of the Shenzhen Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation of Companies Listed on the Main Board Market* and the *Articles of Association*.

**Ms. Li Yan**, born in October 1978, is a Chinese national with bachelor's degree and a senior accountant. She has successively served as the financial manager and chief financial officer of the Company. Now she is a supervisor of the Company and the general manager of the Financial Audit Business Department of Gotion Holding Group Co., Ltd.

At present, Ms. Li Yan does not hold any share of the Company and is not a related party to shareholders who hold more than 5% shares of the Company, actual controllers and other directors, supervisors and senior officers of the Company. She has not been punished by the CSRC and other relevant authorities or subject to disciplinary punishment by the stock exchange, or been filed for investigation by judicial authorities due to suspected crimes or by the CSRC due to suspected violations of the laws and regulations. She is not a listed judgement defaulter subject to enforcement and is subject to no circumstance which prohibits her from serving as a supervisor of the Company as stipulated in the *Company Law*, the *Guidelines of the Shenzhen Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation of Companies Listed on the Main Board Market* and the *Articles of Association*.