
The Rules of Procedure for the Board of supervisors of
Yangzhou Yangjie Electronic Technology Co., Ltd
(applicable after the listing of GDR)

Chapter I General Provisions

Article 1 The Rules are formulated in accordance with the Company Law of the PRC (the “Company Law”), the Rules Governing the Listing of Shares on the ChiNext Market of Shenzhen Stock Exchange (amended in December 2020) (“listing rules of the ChiNext Market”), the Special Regulations of the State Council for Overseas Shares Offerings and Listings of Joint Stock Limited Companies, the Mandatory Provisions of Articles of Association of Companies that Listed Overseas and Articles of Association of Yangzhou Yangjie Electronic Technology Co., Ltd (the “Articles of Association”) to clarify the duties and powers of the board of supervisors of Yangzhou Yangjie Electronic Technology Co., Ltd (the “Company”), regulate the organization and conduct of the board of supervisors and give full play to the supervisory and management role of the board of supervisors.

Chapter II Supervisors

Article 2 Supervisors shall be shareholder representatives and employee representatives of the Company. And the proportion of employee representatives shall be not less than one-third of the total number of supervisors.

Article 3 The term of office of supervisors is three years, and the supervisors who are shareholder representatives shall be elected or replaced at shareholders’ general meeting, and the supervisors who are employee representatives shall be democratically elected or replaced by the employees of the Company; the shareholder representatives shall be elected and dismissed by the shareholders' general meeting. Upon expiration of their term, supervisors may serve consecutive terms if re-elected.

The number of supervisors who have served as directors or senior management members of the Company within the last two years shall not exceed one-half of the total number of supervisors of the Company, and the number of supervisors nominated by a single shareholder shall not exceed one-half of the total number of supervisors of the Company.

Article 4 In any of the following circumstances, a person shall not serve as a supervisor

of the Company:

(I) without capacity or with limited capacity for civil acts;

(II) has been sentenced to criminal punishment due to corruption, bribery, embezzlement and misappropriation of property or disrupting the order of socialist market economy, and less than five years have elapsed since the punishment is fully executed; or has been deprived of political rights due to any criminal offences and less than five years have elapsed since the punishment is fully executed;

(III) has served as directors, factory managers or managers (presidents) of a company or an enterprise that is bankrupt and liquidated, and is personally liable for the bankruptcy of the company or enterprise, and less than three years have elapsed since the date of completion of the bankruptcy liquidation of the company or enterprise;

(IV) has served as the legal representative of a company or an enterprise whose Business License was revoked due to illegal activities or was ordered to be wound-up and was personally liable for such punishment, and less than three years has elapsed since the date of revocation of the business license of the company or enterprise;

(V) has large amount of overdue debts;

(VI) has been currently prohibited from participating in market by the CSRC and such barring period has not elapsed;

(VII) has been publicly identified by the stock exchange as not suitable to serve as directors, supervisors and senior management members of a company and such barring period has not elapsed;

(VIII) other circumstances stipulated by laws, administrative regulations or department rules. Elections of supervisors in violation of the preceding paragraphs of this Article shall be invalid. Where a circumstances prescribed in this article occurs during the term of office of a supervisor, the Company shall dismiss him. The directors, president and other senior management members shall not serve concurrently as supervisors.

Article 5 If the term of office of a supervisor expires but the supervisor is not re-elected in time, or the resignation of the supervisor during the term of office causes the number of members of the board of supervisors to be less than the quorum, or the resignation of employee representative supervisor causes the number of employee representative supervisors to be less than one-third of members of the board of supervisors, the former supervisor shall still perform the duties as a supervisor in accordance with the provisions of laws, administrative regulations and the Articles of Association or these Rules before the newly elected supervisor takes office.

Article 6 A supervisor participates in the meetings of the board of supervisors and exercise their voting rights in accordance with the provisions of the Company Law, the Articles of Association and these Rules.

Article 7 A supervisor shall perform the following obligations:

(I) to abide by the requirements of state laws, administrative regulations and the Articles of Association, be honest and diligent, protect the company's interests and perform the duty of supervision;

(II) to implement the resolutions of the board of supervisors, and protect the interests of shareholders and the Company and the rights and benefits of employees;

(III) to keep confidential the secrets of the Company and never leak out any of such secrets unless required by the law or with the prior consent of the shareholders' general meeting;

(IV) not to make use of his position to seek irregular benefit for himself, or receive bribes or other illegal income, or embezzle assets of the Company;

(V) a supervisor who violates laws, administrative regulations or the provisions of the Articles of Association while performing his/her duties and causes damage to the company shall be liable for compensation.

Chapter III Composition and Function and Powers of the Board of Supervisors

Article 8 The Company shall have a board of supervisors in accordance with the law. According to the provisions of the Article of Association, the board of supervisors shall comprise three supervisors. Two of them are shareholder representatives, who are elected or replaced at the shareholders' general meeting, and one is an employee representative of the Company, who is democratically elected or replaced by the employees of the Company.

Article 9 the board of supervisors shall have one chairman. The chairman of the board of supervisors shall be elected by more than half of all supervisors. The chairman of the board of supervisors shall convene and chair the meetings of board of supervisors; where the chairman of board of supervisors cannot or does not fulfill the duty thereof, more than half of the supervisors may elect a supervisor to convene and chair the meetings of board of supervisors.

Article 10 The board of supervisors shall exercise the following functions and powers in accordance with the Company Law, the Articles of Association and relevant regulations:

(I) to review the regular reports of the Company prepared by the board of directors and to submit written review opinions thereon;

(II) to check the finance of the Company;

(III) to supervise the directors and senior management members in the performance of their duties and to propose the dismissal of directors or senior management members who violate laws, administrative regulations or the Articles of Association or resolutions of the general meeting;

(IV) to require the director, president and senior management members to correct

his/her act that is detrimental to the Company's interests;

(V) to propose the holding of EGMs and, in the event that the board of directors fails to perform its duty of convening and presiding over a general meeting, to convene and preside over such a meeting in accordance with the Company Law or the Articles of Association;

(VI) to submit proposals to the general meeting;

(VII) to negotiate with directors, senior management members on behalf of the Company or sue the director or senior management members in accordance with article 151 of the Company Law;

(VIII) to conduct investigation if there are any unusual circumstances in the Company's operations; and if necessary, to engage a law firm, accounting firm, or other professional institutions to assist in their work;

(IX) to verify financial information such as financial reports, business reports, profit distribution plans, etc. that the board intends to submit to the shareholders' general meeting and, if in doubt, to appoint a registered accountant or practicing auditor in the name of the Company to assist in reviewing such information;

(X) other functions and powers as stipulated in relevant laws, administrative regulations, departmental rules, the Articles of Association or as granted by the shareholders' general meeting. The expenses necessary for the exercise of the board of supervisors' powers shall be borne by the Company.

Supervisors shall supervise the compliance of directors and senior management members with relevant laws, administrative regulations, departmental rules, regulatory documents, listing rules of the ChiNext Market, other relevant provisions of the Shenzhen Stock Exchange and the Articles of Association, as well as the execution of their duties for the Company.

Directors and senior management members shall provide the status reports and information to the supervisors honestly, and not to hinder the supervisors from exercising their powers. Supervisors shall supervise the compliance of directors and senior management members with relevant laws, administrative regulations, departmental rules, regulatory documents, listing rules of the ChiNext Market, other relevant provisions of the Shenzhen Stock Exchange and the Articles of Association, as well as the execution of their duties for the Company.

The supervisors shall promptly report to the board of directors, the board of supervisors and request the board of directors and the senior management members to rectify any violations of laws, administrative regulations, department rules, regulatory document, listing rules of the ChiNext Market, other relevant regulations of the Shenzhen Stock Exchange, the Articles of Association or resolutions of the shareholders' general meeting, which have caused or may cause significant losses to the Company, and report to the CSRC, the Shenzhen Stock Exchange or other relevant authorities.

Supervisors shall supervise the performance of duties by independent directors and

pay due attention to whether independent directors continue to have due independence, whether they have sufficient time and energy to perform their duties effectively, and whether they are subject to undue influence by principal shareholders, actual controllers or non-independent directors, supervisors or senior management members in performing their duties.

Supervisors shall supervise the implementation of the special committees of the board and check whether the members of the special committees of the board perform their duties in accordance with the rules of procedure for the special committees of the board.

Article 11 The board of supervisors may propose an extraordinary meeting of the board of directors, and question or make suggestions on the resolutions of the board of directors.

Chapter IV Composition and Function and Powers of the Board of Supervisors

Article 12 The board of supervisors shall have one chairman, who is the convener of the board of supervisors.

Article 13 Composition and Function and Powers of the Board of Supervisors

(I) to convene and preside over meetings of the board of supervisors, and to inspect compliance of resolutions of the board of supervisors;

(II) to report to the shareholders' general meeting on behalf of the board of supervisors;

(III) in the event of litigation between a director or the president and the company, the chairman of the board of supervisors shall represent the company in the litigation with the director or the president.

Chapter V Composition and Function and Powers of the Board of Supervisors

Article 14 The board of supervisors may designate a person as the recorder of the meeting of the board of supervisors through the office of the board of supervisors of the Company, or may designate a person to take minutes on an ad hoc basis as needed.

Chapter VI The Rules of Procedure and Working Procedures of the Board of Supervisors

Article 15 The meetings of the board of supervisors are in the form of regular and extraordinary meeting. Regular meetings shall be held at least once every six months. In any of the following circumstances, the board of supervisors shall convene an interim

meeting within ten days:

(I) any supervisor proposing to convene such meeting;

(II) the shareholders' general meeting or the board meeting adopts any resolution that violates any laws, regulations, various regulations and requirements of regulatory authorities, the Articles of Association, resolutions of shareholders' general meetings of the Company and other relevant provisions;

(III) the misconduct of any director or senior management members may cause any material harm to the Company;

(IV) any shareholder brings a legal action against the Company or any of its directors, supervisors or senior management members;

(V) other circumstances specified in the Articles of Association.

Article 16 Before sending the notice of regular meeting of the board of supervisors, the office of the board of supervisors shall collect proposals from all the supervisors and shall spend at least two days seeking opinions from all the staff of the Company. In collecting proposals and seeking opinions, the office of the board of supervisors shall state that the board of supervisors focuses on supervising the operations of the Company and the conduct of the directors and senior executives, not on making decisions on the operations and management of the Company.

Any proposal of any supervisor for convening a provisional meeting of the board of supervisors shall be made in written form, affixed with the signature of the said supervisor and submitted via the office of the board of supervisors or directly to the chairman of the board of supervisors. A written proposal shall specify:

(I) the name of the proposing supervisor;

(II) reason or objective circumstance for the proposal;

(III) time or time limit, venue and form of the meeting proposed;

(IV) well-defined and specific motions;

(V) means to contact the proposing supervisor, date of proposal, etc. The office of the board of supervisors shall issue a notice to convene an extraordinary meeting of the board of supervisors within 3 days after receipt by the office or the chairman of the board of supervisors of the written proposal submitted by supervisors.

Article 17 In convening the regular or extraordinary meetings of the board of supervisors, the office of the board of supervisors shall give a written notice of the meeting with the seal of the board of supervisors to all supervisors by personal delivery, fax, e-mail, mail or other means ten days and five days in advance, respectively. If a notice is not given by hand, a subsequent telephone call shall be made for confirmation and corresponding records shall be made.

Where an extraordinary meeting of the board of supervisors needs to be convened in emergency, the notice of meeting may be sent verbally or by telephone or other means, but the convener shall make explanations at the meeting.

Article 18 The written notice of the supervisors meeting shall contain the following contents:

- (I) the date and venue of the meeting;
- (II) the matters for consideration (meeting proposals);
- (III) the convener and moderator of the meeting, the proposer of the extraordinary meeting and other written proposals;
- (IV) Meeting materials required for voting by the supervisors;
- (V) contact and contact information.

The oral notice of the meeting shall at least include the contents of Items (I) and (II) in the preceding paragraph, as well as the explanation as to the reason for holding an extraordinary meeting of the board of supervisors as soon as possible in case of emergency.

Article 19 The meeting of the board of supervisors shall be held on site in principle. An interim meeting of the board of supervisors may be held through communication voting, promising that supervisors may fully express their opinions. Communication voting refers that supervisors perform their right of vote on the matters for consideration submitted to meetings by the board of supervisors via communication, fax, E-mail and other specified information transfer means, but not at an on-site meeting.

The enforcement details of communication voting is as follows: In case convening meetings of the board of supervisors in the form of communication, the conference notification shall state clearly:

- (I) informing the supervisors that the meeting of the board of supervisors will be held through communication voting;
- (II) fully disclose details about the matters for consideration;
- (III) sending standard format of the votes to supervisors and requiring them to use by copying;
- (IV) the means of service, address and deadline of the votes filled in by supervisors;
- (V) other matters that supervisors need be informed of. The format of votes may be made by the secretary of the board of directors.

When voting in the form of communication, supervisors may not entrust other supervisors to attend the meeting for them. Supervisors shall choose one of the voting opinions as consent, opposition or waiver, and sign on the final conference resolution summarized after the meeting for confirmation. Votes signed by supervisors and their

deliberations shall be sent to the chairman of the board of supervisors of the Company, other supervisors convening the meeting of the board of supervisors or the secretary of the board of directors and other designated personnel, through mails, fax or specially-assigned person etc. before the deadline specified in the conference notification. If the files above are non-original, the original shall be as soon as possible sent to the Company to be archived. If supervisors did not send the votes in accordance with the manner, deadline and address specified in the conference notification, they may be considered as absent from the meeting for reasons.

The chairman of the board of supervisors, other supervisors convening the meeting of the board of supervisors or the secretary of the board of directors and other designated personnel shall, in accordance with provisions of the Articles of Association and this Rules, based on the voting result completely keep the meeting minutes and form the resolutions of the meeting after summarizing.

The resolutions and minutes of the meeting shall first be signed by the chairman of the board of supervisors or other supervisors convening the meeting of the board of supervisors for confirmation, and then be sent to the supervisors present at the meeting in time to be confirmed and signed.

Article 20 In emergency, if a meeting of the board of supervisors shall be held as soon as possible, the board of supervisors may form resolutions through transferring and signing on the resolutions of the board of supervisors. Implementing rules are as follows: When meetings of the board of supervisors are held through transferring and signing on written resolutions, draft resolution and related proposals, descriptive documents and other relevant documents shall be sent by a specially-assigned person, mail, or fax to every supervisor in sequence. If the number of supervisors who signed on the draft resolution of the board of supervisors has reached the quorum for working out resolutions, and the draft resolution is delivered in the manner above in this article to the chairman of the board of supervisors or other supervisors responsible for convening meetings of the board of supervisors, the draft resolution will become the resolution of the board of supervisors, thus it is unnecessary to convene a meeting of the board of supervisors again. After working out the resolutions through voting by transferring and signing on written resolutions, the chairman of the board of supervisors or other supervisors responsible for convening meetings of the board of supervisors shall inform all supervisors of the resolutions in written form in time. The chairman of the board of supervisors, other supervisors convening the meetings of the board of supervisors or the secretary of the board of directors and other designated personnel shall, in accordance with the resolutions signed by supervisors, keep meeting minutes which shall first be signed by the chairman of the board of supervisors or other supervisors convening the meetings of the board of supervisors for confirmation, and then be sent to sign by each supervisor.

Article 21 Meetings of the board of supervisors shall be held in accordance with the agenda listed in the written notification of convening a meeting. As for the issues outside the agenda, may be listed in the agenda after being agreed by more than half members of the supervisors present.

Article 22 Supervisors shall attend meetings of the board of supervisors in person, whereas, supervisors may entrust in written form other supervisors to attend the meeting and vote, if there are some reasons for their absence.

A power of attorney of a supervisor who entrusts another supervisor to attend a meeting shall specify the name of the proxy, proxy matters, permissions, and valid period, and shall be signed by the principal. The supervisor entrusted shall perform his/her right of supervision within the scope of authority. If a supervisor neither attended a meeting of the board of supervisors nor entrusted another supervisor to attend, he/she may be deemed to give up his/her voting rights at this meeting.

Article 23 A meeting of the board of supervisors may not be conducted unless it is attended by more than half of all supervisors. Where the minimum requirement of the attendee fails to be met due to refusal or failure to attend the meeting on part of some relevant supervisors, the remaining supervisors shall report it to the regulatory authorities without delay. The board secretary shall attend the meeting of the board of supervisors. The directors, presidents and other senior management members as well as internal and external auditing personnel may be invited to attend the meetings of the board of supervisors to answer questions of concern if the board of supervisors deems necessary.

Article 24 The presider of the meeting shall ask the attending supervisors separately to provide definite opinions on respective proposals.

Article 25 At the meeting of the board of supervisors, if some significant issues in question are still not clear, the chairman of the board of supervisors may postpone the vote after soliciting the views of the supervisors present. After further investigation and verification, the issues will be submitted to the next meeting to be voted. The issues that are subject to a vote and have been postponed shall be explained in the resolutions of the board of supervisors.

Article 26 Voting on resolutions at the meetings of the board of supervisors can be made by way of open poll or a show of hands. Each supervisor shall have one vote. The voting intentions of the supervisors shall be classified as agreement, disagreement and abstention. The participating supervisors shall choose one of the above intentions; failing to make choice or choosing two or more intentions simultaneously, the relevant supervisor(s) shall be required by the chairman of the meeting to make choice again; and the relevant supervisor(s) who refuse(s) to make choice shall be regarded as an abstainer;

A supervisor who leaves the meeting place halfway without making a choice, he or she shall be regarded as abstaining from voting.

If the above circumstances exist at the time of the off-site meeting, the convener of the meeting may urge the relevant supervisor to re-elect or vote within a reasonable period of time, and if he/she fails to re-elect or vote within a reasonable period of time, he/she shall be regarded as abstaining from voting.

The board of supervisors shall make resolutions with the consent of more than half of all supervisors.

Article 27 The minutes of a meeting of the board of supervisors includes the following contents:

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

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- (II) the name of the attending supervisors;
 - (III) agenda of the meeting;
 - (IV) summary of the speech of the supervisors;
 - (V) the voting method and result of every matter to be resolved.

The minutes of the meetings of the board of supervisors that are convened through communication or transferring and signing shall be compiled in accordance with the above requirements.

Article 28 A meeting of the board of supervisors shall have resolutions of the meeting. All supervisors who attend the meeting are to sign the resolutions of the meeting. Resolutions of the meeting of the board of supervisors are to be kept by secretary to the board as the Company's archives.

Article 29 A meeting of the board of supervisors shall have minutes. Supervisors who attend the meeting and the recorder are to sign the minutes. The supervisors have the right to demand explanation of comments made by other supervisors at the meeting and are to be recorded in the minutes.

Article 30 Archives of the meeting of the board of supervisors include the notice of the meeting and meeting materials, voting ballots, minutes, meeting summary and resolutions signed by attending supervisors, etc., which are to be kept by Secretary to the Board. The board secretary may entrust the office of the board of supervisors to maintain the above materials. Archives of the meeting of the board of supervisors shall be kept for a period of fifteen years.

Article 31 Supervisors are to assume responsibilities of the resolutions of the board of supervisors. Supervisors, who participate in resolutions that cause serious loss to the Company due to violation of laws, administrative regulations or the Articles of Association, are liable to reimburse the Company. However, if it can be proven that a supervisor expressly objected to such resolutions during voting, and that such objection is recorded in the minutes of the meeting, such Supervisor may be released from such liability.

Chapter VII Implementation of the Resolutions of the Board of Supervisors

Article 32 Supervisors are to assume responsibilities of the resolutions of the board of supervisors. and notify the implementation of resolutions that have been formed at the following meetings of the board of supervisors.

Article 33 The resolutions of the board of supervisors shall be circulated to the board or senior management in accordance with the contents thereof.

Article 34 Matters required to be handled in resolutions of the board of supervisors shall be proposed by the board of supervisors to the general meeting for implementation

in accordance with relevant provisions.

Article 35 The chairman of the board of supervisors may organize supervisors to review the implementation of the resolutions of the board of supervisors, and may issue evaluation opinions.

Chapter VIII Supplementary Provisions

Article 36 These rules are annexed to the Articles of Association of the Company and are approved by the shareholders' general meeting and become effective upon the listing of the GDRs issued by the Company on the SIX Swiss Exchange, as well as any amendments thereto. From the effective date of these rules, the company's original rules automatically expire.

Article 37 The matters which have not been specified herein shall be implemented according to the requirements of relevant laws, regulations, the Articles of Association and other normative documents. In the event of any conflict between these rules and the provisions of the Articles of Association, the provisions of the Articles of Association shall prevail.

Article 38 These rules shall be interpreted by the board of supervisors.

for the Board of supervisors of
Yangzhou Yangjie Electronic Technology Co., Ltd

26 October 2022