
DIRECTORS AND SENIOR MANAGEMENT

DIRECTORS

Upon Listing, our Board will consist of 11 Directors, including 4 executive Directors, 3 non-executive Directors and 4 independent non-executive Directors, namely:

Name	Age	Position	Roles and responsibilities	Date of joining the Group	Date of appointment as Director
Mr. Zhou Xin (周忻)	50	Executive Director and Chairman	Formulating the overall development strategies and business plans of our Group, chairman of the nomination committee	September 2000	22 February 2010
Mr. Huang Canhao (黃燦浩)	60	Executive Director and Vice Chairman	Overseeing the management and strategic development of our Group	September 2000	9 November 2017
Dr. Cheng Li-Lan (程立瀾)	53	Executive Director	Overseeing the management and strategic development of our Group, member of the remuneration committee	November 2006	16 March 2018
Dr. Ding Zuyu (丁祖昱)	44	Executive Director and Chief Executive Officer	Overseeing the management and strategic development of our Group	September 2000	16 March 2018
Dr. Xia Hai Jun (夏海鈞)	53	Non-executive Director	Providing strategic advice and guidance on the business development of our Group	March 2018	16 March 2018
Mr. Mo Bin (莫斌)	51	Non-executive Director	Providing strategic advice and guidance on the business development of our Group	March 2018	16 March 2018

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Name	Age	Position	Roles and responsibilities	Date of joining the Group	Date of appointment as Director
Dr. Zhu Jiusheng (祝九勝)	49	Non-executive Director	Providing strategic advice and guidance on the business development of our Group	March 2018	16 March 2018
Mr. Zhang Bang (張磅)	50	Independent non-executive Director	Supervising and providing independent judgement to our Board, chairman of the audit committee	July 2018	10 July 2018
Mr. Zhu Hongchao (朱洪超)	58	Independent non-executive Director	Supervising and providing independent judgement to our Board, chairman of the remuneration committee, member of the nomination committee	July 2018	10 July 2018
Mr. Wang Liqun (王力群)	64	Independent non-executive Director	Supervising and providing independent judgement to our Board, member of the audit committee, remuneration committee and nomination committee	July 2018	10 July 2018
Mr. Li Jin (李勁)	51	Independent non-executive Director	Supervising and providing independent judgement to our Board, member of the audit committee	July 2018	10 July 2018

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Executive Directors

Mr. Zhou (周忻), aged 50, is a founder of our business, an executive Director of our Company, chairman of the nomination committee, and chairman of our Group. He is primarily responsible for formulating the overall development strategies and business plans of our Group. Mr. Zhou received his bachelor's degree in mechanical design and manufacturing from the Shanghai University (上海大學) in 1990.

Mr. Zhou has over 20 years of experience in China's real estate industry. He served as deputy general manager of Shanghai Jinfeng Investments Co., Ltd. (上海金豐投資股份有限公司), a company listed on the Shanghai Stock Exchange with stock code 600606. He has held many roles in E-House (China) Holdings, formerly listed on NYSE with stock code EJ, including as vice chairman and president of E-House Management since 2003, its chairman since 2005 and chief executive officer from 2003 to 2009 and again since 2012. Between 2009 and 2012, Mr. Zhou was the co-chairman and chief executive officer of CRE Corp during the time it was listed on NYSE until it was privatised by E-House (China) Holdings. He has also served as executive chairman of Leju since its inception. Mr. Zhou has also been the director of PRC Holdco since July 2006.

Currently, Mr. Zhou holds directorships in the following listed companies:

- director of Leju, a company listed on NYSE with stock code LEJU and which is held as to 35.297% by the E-House (China) Holdings (one of our Controlling Shareholders) as at the Latest Practicable Date, since its listing in April 2014; and
- director of Jupai, a company listed on NYSE with stock code JP and which is held as to 21.841% by E-House (China) Holdings (one of our Controlling Shareholders) as at the Latest Practicable Date, from May 2014 to April 2015 and since July 2015.

Mr. Zhou was a director of E-House (China) Holdings, a company listed on NYSE with stock code EJ, from its listing in August 2007 to August 2016 when it was delisted.

Mr. Zhou was named the "Person of the Year of Chinese Economy" jointly by SINA Corporation and People's Daily in 2016, received the "China Business Leader Award" from the Eighth China Business Leader Forum in 2016, received the "Outstanding Entrepreneur Award" from Enterprise Asia in 2010, and was awarded the "Special Contribution Award in China's Real Estate Services Industry" in 2005.

Mr. Zhou currently serves as vice-chairman of China Real Estate Association, director of The Nature Conservancy China, vice-chairman of China Real Estate Developers and Investors Associations, and chairman of Real Estate Service Committee of China Real Estate Association. He is also chairman of Shanghai Real Estate Broker Industry Association, and rotating chairman of Shanghai Entrepreneur Association.

Mr. Zhou is also a director of certain of our Controlling Shareholders and their subsidiaries and associates, as detailed in the section headed "Relationship with our Controlling Shareholders".

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Mr. Huang Canhao (黃燦浩), aged 60, is an executive Director of our Company and vice chairman of our Group. He is primarily responsible for overseeing the management and strategic development of our Group. Mr. Huang received his diploma in economics management from the International Business School of Shanghai University in 1998.

In 2000, he joined our business, serving at E-House Management from 2000 to 2007 as vice president and serving at E-House (China) Holdings from 2007 to 2009 as head of operations. He has also held various roles in PRC Holdco, including vice president of the real estate agency services business division in the primary market from 2009 to 2015, and a director and vice chairman since 2016.

Mr. Huang has been a director of Leju, a company listed on NYSE with stock code LEJU and which is held as to 35.297% by the E-House (China) Holdings (one of our Controlling Shareholders) as at the Latest Practicable Date, since its listing in April 2014 and was a director of our Controlling Shareholder, CRE Corp, from its listing in October 2009 to May 2012 when it was delisted. Additionally, Mr. Huang was previously a director of E-House (China) Holdings, a company listed on NYSE with stock code EJ, from its listing in August 2007 to August 2016 when it was delisted.

Dr. Cheng Li-Lan (程立瀾), aged 53, is an executive Director of our Company and member of the remuneration committee. Dr. Cheng is primarily responsible for overseeing the management and strategic development of our Group. He received his bachelor's degree in economics from Swarthmore College in June 1989 and his doctorate in economics from Massachusetts Institute of Technology in September 1995. Dr. Cheng is a chartered financial analyst of the CFA Institute.

Prior to joining the Company, Dr. Cheng was a financial analyst of Prudential Investment Corporation and a senior analyst of National Economic Research Associates, Inc.. Dr. Cheng also served as an executive director and chief financial officer of SOHO China Limited, a real estate developer in Beijing. From 2005 to 2006, Dr. Cheng served as chief financial officer of SouFun Holdings Limited, a real estate internet company in China, before joining our Group as chief financial officer of E-House (China) Holdings (formerly listed on NYSE with stock code EJ) from 2006 to 2012 and as chief operating officer from 2012 onwards.

Dr. Cheng has been an independent director of 51job, Inc., a human resource service provider listed on NASDAQ with stock code JOBS, since 2013, and acting chief financial officer of Leju, a company listed on NYSE with stock code LEJU and which is held as to 35.297% by the E-House (China) Holdings (one of our Controlling Shareholders) as at the Latest Practicable Date, since 2017, and its executive director from 2014 to 2017. He was also an independent director of Le GAGA Holdings Ltd., an agricultural products producer company formerly listed on NASDAQ with stock code GAGA, from 2010 to 2014, and an independent director of Country Style Cooking Restaurant Chain Co., Ltd., a China-based quick-service-restaurant chain formerly listed on NYSE with stock code CSCC, from 2010 to 2016.

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Notwithstanding Mr. Zhou, Mr. Huang Canhao and Mr. Cheng Li-Lan each holds management roles in Jupai, Leju and/or other companies, as advised and confirmed by Mr. Zhou, Mr. Huang Canhao and Mr. Cheng Li-Lan, each of them has sufficient time to act as our executive Director based on the following:

- engagement as director of Jupai, Leju and/or other companies does not require their full time involvement and participation in the daily operations and they are primarily responsible for overseeing the management and strategic development of these companies. The daily management and operations of these companies are carried out by the senior management team with members that are able to devote substantially all of their time to the respective businesses;
- Mr. Cheng Li-Lan's engagement as acting chief financial officer of Leju also does not require his full time involvement, as he is supported by a deputy chief financial officer and a finance team working on full time basis for the daily financial management;
- with their respective backgrounds and experiences, each of them are fully aware of the responsibilities and expected time involvements for an executive director. None of them found difficulties in devoting their time to multiple companies and they are confident that with their experience in taking on multiple corporate roles, they will be able to discharge their duties to the Company; and
- each of them attended and will continue to attend meetings from time to time to review and discuss with senior management in relation to the Group's businesses.

Based on the foregoing, the Company does not have reasons to believe that the various positions currently held by Mr. Zhou, Mr. Huang Canhao and Mr. Cheng Li-Lan will result in either Mr. Zhou, Mr. Huang Canhao or Mr. Cheng Li-Lan not having sufficient time to act as the executive Director or not properly discharging his duties as the executive Director. Nevertheless, pursuant to the Corporate Governance Code as set out in Appendix 14 to the Listing Rules (the "**Corporate Governance Code**"), the Board will (i) regularly review the contribution required from the Directors to perform their respective responsibilities to the Company, and whether each Director is spending sufficient time in performing their responsibilities; (ii) at the time when it proposes a resolution to elect an individual as an executive Director at the general meeting, set out the reasons in the circular to Shareholders and/or explanatory statement accompanying the notice of the relevant general meeting why the Board believes such individual should be elected, and if required under the Corporate Governance Code, explain why such individual who is considered to be overboarded would still be able to devote sufficient time to the Board.

Having considered (i) the Company's explanation above, taking into account (ii) the experience of Mr. Zhou, Mr. Huang Canhao and Mr. Cheng Li-Lan as directors or past directors of listed companies and based on (iii) the review of the Joint Sponsors of various board meeting records and (iv) the due diligence interviews conducted with each of Mr. Zhou, Mr. Huang

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Canhao and Mr. Cheng Li-Lan, the Joint Sponsors agree with the Company that the multiple positions held by each of them will not result in each of them not having sufficient time to act as the executive Directors or not properly discharging their duties as the executive Directors of the Company.

Dr. Ding Zuyu (丁祖昱), aged 44, is an executive Director of our Company and chief executive officer of the Group. Dr. Ding is primarily responsible for overseeing the management and strategic development of our Group. He received his bachelor's degree in real estate business management in July 1998 and his doctorate in economics in December 2013, both from East China Normal University (華東師範大學).

Between September 2000 and November 2001, he served as manager of the research and development department of E-House Management, after which he served as vice president and technology director of E-House Management until January 2008. He also served as co-president of CRE Corp from September 2009 to September 2011 and as director from March 2011 to April 2012. Dr. Ding was the co-president of E-House (China) Holdings from April 2012 to August 2016. He has been the president of real estate data and consulting services division of PRC Holdco since July 2006 and chief executive officer of PRC Holdco since August 2016.

He serves as a vice principal of the E-House Research and Training Institute (易居研究院). He is also an executive member of the China Real Estate Association (中國房地產業協會) and served as an adviser on the real estate market for the China's Ministry of Housing and Urban-Rural Development (國家住房和城鄉建設部房地產). He was named as "Shanghai Outstanding Young Merchant" (上海傑出青商) in 2012 and was named one of the "Top Ten Shanghai Young Economics Figures" (上海十大傑出青年經濟人物) for 2011 to 2012. Dr. Ding currently also serves as the general manager Beijing CREA Technology Services Ltd. (北京中房研協技術服務有限公司).

Dr. Ding has been an independent director of Sanxiang Impression Co., Ltd (三湘印象股份有限公司), a company listed on the Shenzhen Stock Exchange with stock code 000863, since January 2012 and an independent non-executive director of Powerlong Real Estate Holdings Limited, a company listed on the Hong Kong Stock Exchange with stock code 1238, since December 2014. Dr. Ding was also an independent director of Shanghai Chengtou Holdings Co., Ltd (上海城投控股股份有限公司), a company listed on the Shanghai Stock Exchange with stock code 600649, from July 2011 to March 2017.

Non-Executive Directors

Dr. Xia Hai Jun (夏海鈞), aged 53, is a non-executive Director of our Company. Dr. Xia received his bachelor's degree in metal material from Zhongnan Industrial University (中南工業大學) in July 1988, his master's degree in business administration in December 1998 and his doctorate degree in industrial economy in June 2001, both from Jinan University (暨南大學).

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Dr. Xia has over 20 years of experience in real estate development and corporate management and is accredited by (廣東省人事廳) as a senior economist in China. Dr. Xia was the vice chairman of the board of directors and chief executive officer of Evergrande (a company whose shares are listed on the Hong Kong Stock Exchange with stock code 03333) since June 2007. He is primarily in charge of Evergrande's daily management of its nationwide business operations, including business expansion, procurement, marketing and corporate brand promotion, management information systems and hotel management.

Evergrande has an indirect non-wholly owned subsidiary, Jovial Idea Developments Limited, which is interested in 171,690,000 shares of the Company, representing approximately 15% of the issued capital of the Company as of the date of this document and which is one of our Pre-IPO Investors. See the section headed "History, Reorganisation and Corporate Structure – Pre-IPO Investments" in this document for more information.

Mr. Mo Bin (莫斌), aged 51, is a non-executive Director of our Company. Mr. Mo received his bachelor's degree in industrial and civil architecture from Hengyang Institute of Technology (衡陽工學院) (currently known as University of South China (南華大學)) in June 1989, and obtained a postgraduate degree in administrative management from Zhongnan University of Economics and Law (中南財經政法大學) in June 2001 and is a professor-grade senior engineer.

Mr. Mo has over 27 years of experience in areas of real estate development, construction business, construction management, marketing, cost control and corporate management. From 1989 to 2010, Mr. Mo worked at China Construction Fifth Engineering Division Corp., Ltd. (中國建築第五工程局有限公司), an internationally competitive construction and real estate group in the People's Republic of China, and held a number of senior positions, including as director and general manager.

Since July 2010, Mr. Mo was appointed as the president and an executive director of Country Garden, a company whose shares are listed on the Hong Kong Stock Exchange with stock code 2007, where Mr. Mo was primarily responsible for the management of daily operation and general administration of the Company together with its subsidiaries.

Country Garden has an indirect wholly-owned subsidiary, Country Garden (Hong Kong) Development Company Limited, which is interested in 171,690,000 shares of the Company, representing approximately 15% of the issued capital of the Company as of the date of this document and which is one of our Pre-IPO Investors. See the section headed "History, Reorganisation and Corporate Structure – Pre-IPO Investments" in this document for more information.

Dr. Zhu Jiusheng (祝九勝), aged 49, is a non-executive Director of our Company. Dr. Zhu received his master's degree in economics from Zhongnan University of Finance and Economics (中南財經大學) (currently known as Zhongnan University of Economics and Law (中南財經政法大學)) in June 1993 and a doctor's degree in economics from Zhongnan University of Economics and Law (中南財經政法大學) in December 2003.

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From 1993 to 2012, Dr. Zhu worked in the Shenzhen branch of China Construction Bank Corporation (“CCBC”), the stocks of which are listed on the Shanghai Stock Exchange (stock code: 601939) and the Hong Kong Stock Exchange (stock code: 0939) and had successively served as vice president of the Futian sub-branch of CCBC, general manager of credit department and corporation department, and vice president of CCBC’s Shenzhen branch. He joined Vanke in 2012, a company whose stocks are listed on the Hong Kong Stock Exchange (stock code: 2202), as its senior vice president from August 2012 to January 2016. Dr. Zhu was also chairman of the board of directors of Shenzhen Pengding Chuangying Financial Information Services Co., Ltd (深圳市鵬鼎創盈金融資訊服務股份有限公司) from January 2016 to January 2018. Since February 2018, Dr. Zhu became the president and chief executive officer of Vanke.

Additionally, Dr. Zhu was a director of Shenzhen Kondarl (Group) Co., Ltd, the stocks of which are listed on the Shenzhen Stock Exchange (stock code: 000048), since 2012. Since October 2014, Dr. Zhu was a non-executive director of Huishang Bank Corporation Limited, a company listed on the Hong Kong Stock Exchange (stock code: 3698), and, since May 2014, an independent non-executive director of LVGEM (China) Real Estate Investment Company Limited, a company listed on the Stock Exchange (stock code: 0095), both of which are invested by Vanke.

Vanke has an indirect wholly-owned subsidiary, Captain Valley (Cayman) Limited, which is interested in 171,690,000 shares of the Company, representing approximately 15% of the issued capital of the Company as of the date of this document and which is one of our Pre-IPO Investors. See the section headed “History, Reorganisation and Corporate Structure – Pre-IPO Investments” in this document for more information.

Independent Non-Executive Directors

Mr. Zhang Bang (張磅), aged 50, has been appointed as an independent non-executive Director of our Company and chairman of the audit committee with effect from 10 July 2018. He is our Director with appropriate professional accounting or related financial management experience for the purpose of Rule 3.10(2) of the Listing Rules through his experiences described below. Additionally, Mr. Zhang is both a fellow of the Chartered Institute of Management Accountants and a chartered global management accountant of the Association of International Certified Professional Accountants.

Mr. Zhang received his master’s degree in business administration in June 2001 from Jinan University in China.

Mr. Zhang is currently the chief corporate officer of Octave (Shanghai) Enterprise Management Company Limited (音昱(上海)企業管理有限公司), having held that position since April 2018. Previously, Mr. Zhang served as the chief financial officer of DG Group (雙志偉業集團) and Golden Jaguar Group (金錢豹餐飲集團). He was also the chief financial officer of MecoxLane Co. Ltd. (麥考林集團), a company previously listed on the NASDAQ with stock code MCOX, from July 2009 to December 2013. Between April 1994 and June 2009, Mr. Zhang was the chief financial officer of McDonald’s (China) Company Limited (麥當勞(中國)有限公司).

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Over the past three years, Mr. Zhang has held directorships in the following listed companies:

- independent director of Jupai, a company listed on NYSE with stock code JP and which is held as to 21.841% by E-House (China) Holdings (one of our Controlling Shareholders) as at the Latest Practicable Date, since July 2015; and
- independent director of ChinaCache International Holdings Limited, a company listed on NASDAQ with stock code CCIH, since July 2017.

Mr. Zhu Hongchao (朱洪超), aged 58, has been appointed as an independent non-executive Director of our Company, chairman of the remuneration committee, and member of the nomination committee with effect from 10 July 2018. Mr. Zhu received his bachelor's degree in law from Fudan University (復旦大學) in 1983 and his master's degree in foreign legal studies from Fudan University (復旦大學) in July 1996. In 1993, he obtained a Qualification Certificate for the Securities Law Consulting Business (中國證券監督管理委員會從事證券法律業務資格) by the CSRC.

Mr. Zhu serves as the head of office and senior partner at Shanghai United Law Firm, having held that position since 1986. He has previously served as the vice president and chief supervisor of the Shanghai Lawyers Association. Mr. Zhu also served as the vice president of the All-China Lawyers' Association, and between 2008 and 2018 Mr. Zhu served as a representative member of the 13th and 14th Shanghai Municipal People's Congress. Mr. Zhu is also an arbitrator at both the Shanghai Arbitration Commission and the Shanghai International Arbitration Centre since September 2008 and May 2015 respectively, and is an accredited mediator of the Shanghai Commercial Mediation Centre. He has been a part-time professor at the Lawyer Academy of East China University of Political Science and Law since September 2012, and part-time supervisor of postgraduates at Shanghai International Studies University since October 2015.

Over the past three years, Mr. Zhu has held directorships in the following listed companies:

- independent director of Sinochem International Corp, a company listed on the Shanghai Stock Exchange with stock code 600500, from November 2009 to May 2017;
- independent director of Tengda Construction Group Co., Ltd., a company listed on the Shanghai Stock Exchange with stock code 600512, from October 2013 to November 2016;
- independent director of Shanghai Guangdian Electric Group Co., Ltd., a company listed on the Shanghai Stock Exchange with stock code 601616, from April 2014 to May 2017;
- independent director of Shanghai No.1 Pharmacy Co., Ltd., a company listed on the Shanghai Stock Exchange with stock code 600833, since June 2012;
- independent director of Wonders Information Co., Ltd., a company listed on the Shenzhen Stock Exchange with stock code 300168, since December 2013;

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- independent director of Jupai, a company listed on NYSE with stock code JP and which is held as to 21.841% by E-House (China) Holdings (one of our Controlling Shareholders) as at the Latest Practicable Date, since July 2015; and
- independent director of Leju, a company listed on NYSE with stock code LEJU and which is held as to 35.297% by the E-House (China) Holdings (one of our Controlling Shareholders) as at the Latest Practicable Date, since March 2017.

Mr. Zhu was also an independent non-executive director of E-House Holdings Limited from 2007 to 2017, and an independent non-executive director of PRC Holdco since 2017.

Notwithstanding Mr. Zhu's engagement as an independent director of four companies listed on the Shenzhen Stock Exchange, Shanghai Stock Exchange or NYSE, Mr. Zhu confirmed that he would devote sufficient time to act as an independent non-executive Director of the Company based on the following:

- based on publicly available information, Mr. Zhu has maintained a high attendance rate for board meetings and committee meetings for such companies during the respective latest financial period;
- Mr. Zhu is neither a full time member of the abovenamed listed companies nor involved in the day-to-day operations or management of the abovenamed listed companies. As such, he has no executive and management responsibility. He is primarily required to attend relevant board meetings, committee meetings and shareholders' meetings of the abovenamed listed companies; and
- with his background and experience, Mr. Zhu is fully aware of the responsibilities and expected time involvements for independent non-executive director. He has not found difficulties in devoting to and managing his time with numerous companies and he is confident that with his experience in being responsible for several roles, he will be able to discharge his duties to our Company.

Based on the above, our Directors are of the view that Mr. Zhu will be able to devote sufficient time to act as an independent non-executive Director of our Company.

Having considered (i) the Directors' view as stated above and based on (ii) the due diligence interview that the Joint Sponsors have conducted with Mr Zhu, (iii) the review of the board meeting attendance rates of Mr Zhu of other listed companies where such information is publicly available from the latest annual reports and (iv) that by being an independent non-executive director of other listed companies does not require Mr Zhu to be involved in the day-to-day management of all such companies, the Joint Sponsors concur with the Directors' view stated above that Mr Zhu will be able to devote sufficient time to act as an independent non-executive Director of the Company.

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Mr. Wang Liqun (王力群), aged 64, has been appointed as an independent non-executive Director of our Company and member of each of the audit committee, remuneration committee and nomination committee, with effect from 10 July 2018. He received his diploma in economic management from the University of Shanghai Urban Construction College in July 1987, and received his bachelor's degree in economics in December 1993 from Correspondence Institute of the Party School of the Central Committee of the Communist Party of China (中國共產黨中央委員會黨校函授學院). Mr. Wang obtained the senior economist certificate issued by the Working Group for the National Reform of the Professional Ranking System of Shanghai (上海市職稱改革工作領導小組) in December 1992.

Mr. Wang is the chairman and founder of Stone Capital Co., Ltd., a private equity fund management company based in China, which he founded in September 2008. Prior to that, he was the chief executive officer of Shanghai Bus Corporation from 1992 to 2007, president of the Shanghai Urban Construction and Investment Corporation from 1999 to 2001, chairman of the Shanghai Public Transportation Card Corporation from 1999 to 2004 and chairman of the Shanghai Modern Rail Transit Corporation from 2000 to 2007.

Over the past three years, Mr. Wang has held directorships in the following listed companies:

- independent director of Talkweb Information System Co., Ltd., a company listed on the Shenzhen Stock Exchange with stock code 002261, from May 2010 to June 2016;
- director of Shanghai Fortune Techgroup Co., Ltd., a company listed on the Shenzhen Stock Exchange with stock code 300493, since March 2012;
- director of Shanghai Xintonglian Packaging Co., Ltd., a company listed on the Shanghai Stock Exchange with stock code 603022, from August 2011 to August 2017;
- non-executive director of China Yongda Automobiles Services Holdings Limited, a company listed on the Hong Kong Stock Exchange with stock code 3669, since January 2012;
- independent non-executive director of Huayi Brothers Media Corporation, a company listed on the Shenzhen Stock Exchange with stock code 300027, since August 2014;
- independent director of Shanghai Jiao Yun Group Co., Ltd., a company listed on the Shanghai Stock Exchange with stock code 600676, since November 2014; and
- independent director of Pengxin International Mining Co., Ltd., a company listed on the Shanghai Stock Exchange with stock code 600490, since May 2015.

Notwithstanding Mr. Wang's engagement as a director of five companies listed on the Shenzhen Stock Exchange, Shanghai Stock Exchange or Hong Kong Stock Exchange, Mr. Wang confirmed that he would devote sufficient time to act as an independent non-executive Director of the Company based on the following:

- based on publicly available information, Mr. Wang has maintained a high attendance rate for board meetings and committee meetings for such companies during the respective latest financial period;

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- save for Shanghai Fortune Techgroup Co., Ltd., Mr. Wang is neither a full time member of the abovenamed listed companies nor involved in the day-to-day operations or management of the abovenamed listed companies. As such, he has no executive and management responsibility. He is primarily required to attend relevant board meetings, committee meetings and shareholders' meetings of these listed companies; and
- with his background and experience, Mr. Wang is fully aware of the responsibilities and expected time involvements for independent non-executive director. He has not found difficulties in devoting to and managing his time with numerous companies and he is confident that with his experience in being responsible for several roles, he will be able to discharge his duties to our Company.

Based on the above, our Directors are of the view that Mr. Wang will be able to devote sufficient time to act as an independent non-executive Director of our Company.

Having considered (i) the Directors' view as stated above and based on (ii) the due diligence interview that the Joint Sponsors have conducted with Mr Wang (iii) the review of the board meeting attendance rates of Mr Wang of other listed companies where such information is publicly available from the latest annual reports and (iv) that by being an independent non-executive director of other listed companies does not require Mr Wang to be involved in the day-to-day management of all such companies, the Joint Sponsors concur with the Directors' view stated above that Mr Wang will be able to devote sufficient time to act as an independent non-executive Director of the Company.

Mr. Li Jin (李勁), aged 51, has been appointed as an independent non-executive Director of our Company and member of the audit committee with effect from 10 July 2018. Mr. Li received his juris doctor degree in law from Columbia University in May 1994.

Mr. Li serves as the chief financial officer of Inke Limited since March 2018. He also served as the executive director of China Linong International Limited from 2006 to 2013, as the chief financial officer of Sungy Mobile Limited from July 2013 to August 2014, and as chief financial officer of Baby Space Corporation from December 2015 to December 2016.

Mr. Li is an independent director of Leju, a company listed on the NYSE with stock code LEJU and which is held as to 35.297% by the E-House (China) Holdings (one of our Controlling Shareholders) as at the Latest Practicable Date, since April 2014. He is also an independent non-executive director of Kingbo Strike Ltd., a company listed on the Hong Kong Stock Exchange with stock code 1421, since June 2017. He also served as a director of Le GAGA Holdings Ltd., an agricultural products producer company formerly listed on NASDAQ with stock code GAGA, from 2006 until it was delisted in 2014.

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Save as disclosed above, none of our Directors holds any other directorships in any other company listed in Hong Kong or overseas during the three years immediately preceding the date of this document. See the section headed “Statutory and General Information” in Appendix IV for further information about the Directors, including the particulars of their service contracts and remuneration, and details of the interests of the Directors in the Shares (within the meaning of Part XV of the SFO).

Save as disclosed in this document, to the best knowledge, information and belief of our Directors having made all reasonable enquiries, as of the Latest Practicable Date, there were no other matters in respect of each of our Directors which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there were no other material matters relating to our Directors that need to be brought to the attention of our Shareholders.

SENIOR MANAGEMENT

The senior management team of our Group comprises the following persons:

Name	Age	Position	Roles and Responsibilities	Date of joining the Group	Date of appointment as senior manager
Mr. Zong Lei (宗磊)	45	Chief operating officer	Responsible for the overall business operations of our Group	September 2000	16 March 2018
Ms. Yan An (嚴安)	46	President	Responsible for the overall management of our Group	September 2000	16 March 2018
Mr. Zhou Liang (周亮)	37	Chief financial officer	Overseeing the overall financial management of our Group	September 2016	16 March 2018
Ms. Zhang Yan (張燕)	44	President of real estate data and consulting services division	Overseeing real estate data and consulting services division of the Group	February 2006	16 March 2018
Mr. Ko Ber-Jen (柯博仁)	54	President of real estate brokerage network services division	Overseeing real estate brokerage network services division of the Group	February 2010	16 March 2018

Mr. Zong Lei (宗磊), aged 45, is our chief operating officer and is responsible for the overall business operations of our Group. Mr. Zong received an executive master’s degree in business administration from the University of Toronto in May 2007.

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Since joining our business in September 2000, Mr. Zong has served in numerous positions in our Group including as:

- planning manager of E-House Management from September 2000 to February 2003;
- planning and project director of E-House Management from February 2003 to January 2007;
- general manager of E-House Management (Shanghai Branch) from January 2007 to February 2010;
- vice president and general manager of E-House Management (Wuhan and Changsha Branch) from February 2010 to December 2013;
- vice president and general manager of E-House Management (Hubei Branch) from January 2014 to December 2014;
- chief executive officer of E-House Management from January 2015 to July 2016; and
- chief operating officer of PRC Holdco since August 2016.

Ms. Yan An (嚴安), aged 46, is our president and is responsible for the overall management of our Group. Ms. Yan received her master's degree in human resources from Renmin University of China (中國人民大學) in 2010.

Since joining our Group in September 2000, Ms. Yan has served in numerous positions in our Group including as:

- deputy director of the operations management department of E-House Management from December 2002 to December 2009;
- vice president and deputy operating officer of E-House Management from January 2010 to December 2011;
- chief operating officer of E-House Management from January 2012 to July 2016;
- vice president and director of the operations department of E-House (China) Holdings from August 2016 to January 2018; and
- deputy general manager and secretary to the Board of PRC Holdco since August 2016.

Mr. Zhou Liang (周亮), aged 37, is our chief financial officer and is responsible for overseeing the overall financial management of our Group. He received his bachelor's degree in business administration from Shanghai Jiaotong University (上海交通大學) in July 2003.

Mr. Zhou Liang has been the chief financial officer of PRC Holdco since joining our Group in September 2016. Prior to joining our Group, Mr. Zhou previously worked at Ernst and Young (安永會計師事務所) from September 2003 to September 2016 including as a senior manager and as a partner.

DIRECTORS AND SENIOR MANAGEMENT

Ms. Zhang Yan (張燕), aged 44, is the president of the real estate data and consulting services division and is responsible for overseeing real estate data and consulting services division of the Group. She received her master's degree in law majoring in scientific socialism (科學社會主義) from the Sichuan Academy of Social Sciences (四川省社會科學院) in July 1999 and her executive master's degree in business administration from China Europe International Business School (中歐商學院) in August 2017.

Ms. Zhang has over 14 years of experience in the real estate industry, beginning in September 1999 as senior real estate editor for Shenzhen Special Zone Newspaper (《深圳特區報》房產部資深編輯), a position she remained in until September 2001. From May 2001 to January 2005, she was executive deputy editor of the Pioneer Weekly (《先鋒·居周刊》) at Chengdu Economic Daily (《成都商報》).

She joined our business in February 2006, she served as director of the promotion centre from February 2006 to December 2010, with responsibility for the integration and promotion of our operations and brand. She also served as the general manager, vice president and president of our Northern-China division for real estate data and consulting services business from 2008 to 2016. Ms. Zhang has been an executive president of PRC Holdco since August 2016, primarily responsible for the real estate data and consulting services business.

Mr. Ko Ber-Jen (柯博仁), aged 54, is our president of real estate brokerage network services division and is responsible for overseeing the real estate brokerage network services division of the Group. Mr. Ko received his bachelor's degree in business administration from the China University of Technology (formerly known as the China Junior College of Industrial and Commercial Management) in July 1985. He served as the general manager of Shanghai Chenxin Real Estate Brokerage Co., Ltd. (上海臣信房地產經紀有限公司) from 2002 to 2009.

Since joining our business in February 2010, Mr. Ko has served numerous positions in our Group, including as:

- principal of E-House College (易居學院) from 2010 to 2012;
- director and board chairman of Shanghai E-House Chenxin Real Estate Brokerage Co., Ltd. (上海易居臣信房地產經紀有限公司) from 2010 to 2015;
- executive general manager of Leju Secondary Housing Shanghai Company (樂居二手房上海公司) from 2012 to 2015;
- executive president of the real estate brokerage network services division of PRC Holdco since 2015.

JOINT COMPANY SECRETARY

Mr. Zhou Liang (周亮) is our chief financial officer and joint company secretary. Please see his biography in the part headed “– Senior Management”.

Mr. Cheng Ching Kit (鄭程傑) was appointed on 12 June 2018 as our joint company secretary.

DIRECTORS AND SENIOR MANAGEMENT

Mr. Cheng is the Company Secretarial Executive of SWCS Corporate Services Group (Hong Kong) Limited, a professional services provider specialising in corporate services, and has over 5 years of experience in corporate secretarial field. He is an associate member of both The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators in the United Kingdom. In addition, he holds a Bachelor of Commerce degree in finance from the University of Queensland, Australia.

MANAGEMENT AND CORPORATE GOVERNANCE

Board Committees

Audit committee

We have established an audit committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and the Corporate Governance Code and Corporate Governance Report as set out in Appendix 14 to the Listing Rules. The primary duties of the audit committee are to review and supervise the financial reporting process and internal controls system (including risk management) of the Group, review and approve connected transactions and provide advice and comments to the board of Directors. The audit committee consists of three members, namely Mr. Zhang Bang, Mr. Li Jin, and Mr. Wang Liqun. Mr. Zhang Bang has been appointed as the chairman of the audit committee and is our independent non-executive Director with the appropriate professional qualifications.

Remuneration committee

We have established a remuneration committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and the Corporate Governance Code and Corporate Governance Report as set out in Appendix 14 to the Listing Rules. The primary duties of the remuneration committee are to review and make recommendations to the Board on the terms of remuneration packages, bonuses and other compensation payable to our Directors and other senior management. The remuneration committee consists of three members, namely Mr. Zhu Hongchao, Mr. Cheng Li-Lan, and Mr. Wang Liqun. Mr. Zhu Hongchao has been appointed as the chairman of the remuneration committee.

Nomination committee

We have established a nomination committee with written terms of reference in compliance with the Code on Corporate Governance and Corporate Governance Report in Appendix 14 to the Listing Rules. The primary duties of the nomination committee are to make recommendations to our Board on the appointment of Directors and management of Board succession. The nomination committee consists of three members, namely Mr. Zhou Xin, Mr. Wang Liqun, and Mr. Zhu Hongchao. Mr. Zhou Xin has been appointed as the chairman of the nomination committee.

Corporate Governance Code

We aim to achieve high standards of corporate governance which are crucial to our development and safeguard the interests of our Shareholders. In order to accomplish this, we expect to comply with the Corporate Governance Code set out in Appendix 14 of the Listing Rules after the Listing.

DIRECTORS AND SENIOR MANAGEMENT

Management presence

According to Rule 8.12 of the Listing Rules, we must have sufficient management presence in Hong Kong. This normally means that at least two of our executive Directors must be ordinarily resident in Hong Kong.

Since the principal business operations of our Group are conducted in China, members of our senior management are, and are expected to continue to be, based in China. Further, as our executive Directors have a vital role in our Group's operations, it is crucial for them to remain in close proximity to our Group's central management located in China. Our Company does not and, for the foreseeable future, will not have a sufficient management presence in Hong Kong. We have applied for, and the Stock Exchange has granted, a waiver from compliance with Rule 8.12 of the Listing Rules. For further details, please see the section headed "Waivers From Strict Compliance With The Listing Rules And The Companies (Winding Up And Miscellaneous Provisions) Ordinance – Waiver in respect of Management Presence in Hong Kong".

COMPLIANCE ADVISOR

We have appointed SPDB International Capital Limited as our Compliance Advisor pursuant to Rule 3A.19 of the Listing Rules. The Compliance Advisor will provide us with guidance and advice as to compliance with the requirements under the Listing Rules and applicable Hong Kong laws. Pursuant to Rule 3A.23 of the Listing Rules, the Compliance Advisor will advise our Company, among others, in the following circumstances:

- (a) before the publication of any regulatory announcement, circular, or financial report;
- (b) where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues and share repurchases;
- (c) where we propose to use the proceeds of the Global Offering in a manner different from that detailed in this document or where the business activities, development or results of our Group deviate from any forecast, estimate or other information in this document; and
- (d) where the Stock Exchange makes an inquiry to the Company regarding unusual movements in the price or trading volume of its listed securities or any other matters in accordance with Rule 13.10 of the Listing Rules.

The term of appointment of the Compliance Advisor shall commence on the Listing Date and is expected to end on the date on which we comply with Rule 13.46 of the Listing Rules in respect of our financial results for the first full financial year commencing after the Listing Date.

DIRECTORS AND SENIOR MANAGEMENT

REMUNERATION

Our Directors and senior management receive remuneration, including salaries, allowances and benefits in kind, including our contribution to the pension plan on their behalf.

The aggregate amount of remuneration (including basic salaries, housing allowances, other allowances and benefits in kind, contributions to pension plans and discretionary bonuses) for our Directors for the years ended 31 December 2015, 2016 and 2017 and the three months ended 31 March 2018 was approximately RMB5.57 million, RMB6.42 million, RMB7.87 million and RMB1.49 million, respectively. None of our Directors waived any remuneration during the aforesaid periods.

The aggregate amount of remuneration (including basic salaries, housing allowances, other allowances and benefits in kind, contributions to pension plans and discretionary bonuses) for the five highest paid individuals for the years ended 31 December 2015, 2016 and 2017 and the three months ended 31 March 2018 was approximately RMB15.35 million, RMB16.14 million, RMB16.11 million and RMB2.91 million, respectively.

Save as disclosed above, no other payments have been paid or are payable, in respect of the years ended 31 December 2015, 2016 and 2017 and the three months ended 31 March 2018 by our Company to our Directors or senior management.

No remuneration was paid to our Directors or the five highest paid individuals as an inducement to join, or upon joining, our Group. No compensation was paid to, or receivable by, our Directors or past directors for the Track Record Period for the loss of office as director of any member of our Group or of any other office in connection with the management of the affairs of any member of our Group. None of our Directors waived any emoluments during the same period.

See the sections headed “Statutory and general information – Pre-IPO Share Option Scheme” and “Statutory and general information – Post-IPO Share Option Scheme” in Appendix IV for details regarding the incentive plans for senior management.