SUMMARY

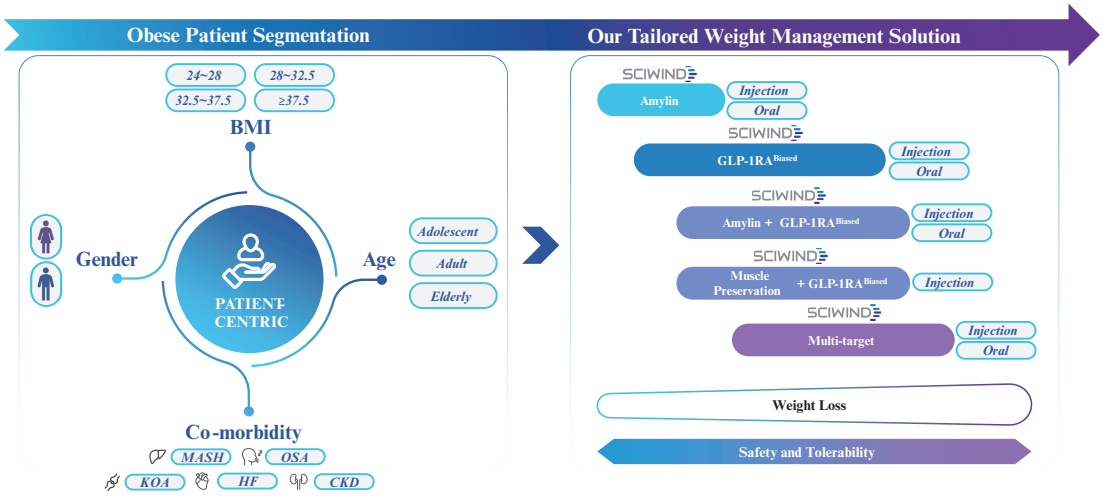
This summary aims to give you an overview of the information contained in this Document. As this is a summary, it does not contain all the information that may be important to you. You should read the entire document carefully before you decide to **[REDACTED]** *in the* **[REDACTED]**. *In particular, we are a biotechnology company seeking a* **[REDACTED]** *on the* **[REDACTED]** *of the* **[REDACTED]** *under Chapter 18A of the Listing Rules on the basis that we are unable to meet the requirements under Rule 8.05 (1), (2) or (3) of the Listing Rules. Our Core Product is the product for the purpose of satisfying the eligibility requirements under Chapter 18A of the Listing Rules and Chapter 2.3 of the Guide for New Listing Applicants. We may continue to incur substantial costs and expenses in relation to R&D activities for the Core Product, and the Core Product may not be successfully developed or marketed. Moreover, there are risks associated with any* **[REDACTED]**. *Some of the particular risks in* **[REDACTED]** *in the* **[REDACTED]** *are set out in the section headed "Risk Factors."*

OVERVIEW

Established in 2017, we have been dedicated to the R&D of advanced weight management therapeutics primarily for obesity and related diseases. As of the Latest Practicable Date, we had (i) one Core Product, biased GLP-1 injectable ecnoglutide (XW003), indicated for overweight/obesity, T2DM, moderate-to-severe obesity, adolescent obesity, MASH, OSA and other obesity related comorbidities; and (ii) seven other pipeline products.

WE MAY NOT BE ABLE TO SUCCESSFULLY DEVELOP AND/OR MARKET OUR PIPELINE PRODUCTS, INCLUDING CORE PRODUCT INJECTABLE ECNOGLUTIDE (XW003).

We are dedicated to offering patient-centric weight management solutions specifically tailored to address the diverse range of medical needs across different patient populations. Our comprehensive approach begins with strategic patient segmentation based on key factors including BMI ranges, gender, age groups (adolescent, adult, and the elderly), and various obesity-related comorbidities such as MASH and OSA, osteoarthritis, heart failure, and chronic kidney disease. Through this detailed understanding of patient diversity, we have developed a diversified treatment portfolio featuring various therapeutic options including amylin peptide analogs, cAMP-biased GLP-1 receptor agonist, innovative combination therapies, and multi-target approaches. These solutions are believed to achieve effective weight loss outcomes and high patient convenience with well-tolerated safety profile.



The following chart summarizes key information of our drug candidates as of the date of this Document:

Program	MoA/Target	Modality	Administration[1]	Indication(s)[2]	Preclinical	Phase I[3]	Phase II[3]	Phase III[3]	BLA[3]	Current Status/Upcoming Milestone	Commercial Rights	Partners
Metabolic												
★XW003[4] (ecnoglutide)	GLP-1 Receptor Agonist	Peptide	QW Injection	Overweight/Obesity	China					BLA submitted to NMPA in December 2024, BLA approval received in March 2026	Worldwide excluding Korea	inno.N
				T2DM	China					BLA submitted to NMPA in November 2024, BLA approval received in January 2026		
				OSA	China					IND approved by NMPA in January 2026, Phase III initiated in February 2026	Global	/
				Moderate-to-severe Obesity	China					Phase II commenced in July 2025, Phase II readout expected by 2027H1	Worldwide excluding Korea	inno.N
				Adolescent Obesity	China					Phase Ib commenced in August 2025, Phase III initiation expected in 2026H2		
				MASH	China[5]					IND approved by NMPA in February 2021, Phase IIb initiation expected by early 2027[5]		
				Obesity Related Comorbidities	China[5]					IND submission expected in 2026H2[5]	Global	/
☆ XW004 (ecnoglutide)	GLP-1 Receptor Agonist	Peptide	QW Oral	Overweight/Obesity	China, Australia[6]					Phase Ib/IIa commenced in November 2025, Phase Ib/IIa readout expected in 2027H1	Greater China & Korea	Verdiva
☆ XW014	GLP-1 Receptor Agonist	Small Molecule	QD Oral	Overweight/Obesity	China, U.S.					Phase I completed in December 2025, Phase II initiation expected in 2026H1	Global	/
XW015	Amylin Receptor Agonist	Peptide	QW Injection	Overweight/Obesity						IND submission expected in 2026H2	Greater China & Korea	Verdiva
XW016	Amylin Receptor Agonist	Peptide	Oral	Overweight/Obesity						IND submission expected in 2026H2		
XW019	Undisclosed (Multi-target)	Undisclosed	QM Injection	Overweight/Obesity						IND submission expected in 2027H1	Global	/
XW020	Undisclosed	Peptide	Injection	Overweight/Obesity (Muscle Preservation)						IND submission expected in 2026H2	Global	/
Respiratory												
XW001	IL-29 Analog	Protein	Inhalation	RSV/Flu	China					Phase IIb initiated in Mar 2025, Phase IIb readout expected in late 2026	RoW[7]	Sino Biopharm

★ Core Product ☆ Key Product

Notes:

1. QD refers to once per day, QW refers to once per week, QM refers to once per month
2. T2DM refers to Type 2 Diabetes Mellitus, MASH refers to Metabolic Dysfunction-Associated Steatohepatitis, OSA refers to Obstructive Sleep Apnea Syndrome
3. The region marked in the arrow is the area where the clinical trials/BLAs are conducted/applied for
4. In 2025, the Company entered into a commercialization agreement with Pfizer to commercialize XW003 for T2DM, overweight/obesity and other indications in China
5. The Company is evaluating feasibility of commencing Phase IIb/III clinical trials directly
6. The Company has completed Phase I clinical trials in Australia and submitted the IND application to initiate Phase Ib/IIa clinical trials of XW004 for the treatment of overweight/obesity in China
7. Excluding Greater China (Chinese Mainland, Hong Kong, Macau and Taiwan), Russia, Brazil, Indonesia, Saudi Arabia, Thailand, Singapore, Malaysia, Philippines, Vietnam, Myanmar, Laos, Cambodia, Brunei, Timor-Leste, United Arab Emirates, Qatar, Bahrain, Serbia

- **Core Product Injectable Ecnoglutide (XW003), the World's First Approved cAMP-biased GLP-1 Receptor Agonist**

  Injectable ecnoglutide (XW003) is the world's first approved cAMP-biased GLP-1 receptor agonist for T2DM and overweight/obesity treatments in Chinese Mainland, according to Frost & Sullivan. It selectively activates the cAMP pathway while reducing β-arrestin recruitment, thereby preventing receptor internalization and desensitization to achieve enhanced and sustainable therapeutic efficacy.

  According to the Phase III clinical data published on *Lancet Diabetes & Endocrinology*, injectable ecnoglutide (XW003) has demonstrated better efficacy surpassing unbiased GLP-1 receptor agonist such as semaglutide and rivaling dual-agonist therapies such as tirzepatide, positioning us at the forefront of next-generation treatments of overweight/obesity and T2DM.

  With the approvals for T2DM treatment received in January 2026 and for overweight/obesity treatment received in March 2026 in Chinese Mainland, injectable ecnoglutide (XW003) represents a significant milestone in our continuous R&D efforts. Such achievements of weight management therapeutics will contribute to the advancement of the treatment landscape.

- **Key Product XW004, an Oral Peptide GLP-1 Receptor Agonist with Enhanced Bioavailability**

  Our Key Product XW004 is potentially the world's first and only weekly long-acting oral cAMP-biased GLP-1 peptide, according to Frost & Sullivan, with potential to present injectable-like efficacy due to enhanced bioavailability. It is an oral formulation of ecnoglutide enabled by our proprietary absorption enhancer. This technology delivers 3-5 times higher oral bioavailability compared to existing oral GLP-1 peptide therapies such as Rybelsus®. This Phase II-ready candidate demonstrated injectable-like efficacy in Phase I trials, where patients achieved up to 6.8% weight reduction at 6 weeks — significantly outperforming competitor oral products Rybelsus® (2.3%) and orforglipron (4.3%) based on published clinical data. XW004 offers the convenience of oral administration while leveraging the therapeutic benefits of our biased GLP-1 technology, positioning it as potentially the first and only clinical-stage oral weekly treatment that enhances patient compliance and provides sequential treatment options for obesity and related diseases.

- **Key Product XW014, an Oral Small Molecule cAMP-biased GLP-1 Receptor Agonist with Potential for Combination Therapies with Other Oral Drugs**

  Our Key Product XW014 represents our Phase I, oral small molecule cAMP-biased GLP-1 receptor agonist with potential for combination therapies. XW014 offers significant manufacturing and formulation advantages compared to peptide-based therapies. As a small molecule, XW014 provides superior production scalability and cost-effectiveness while offering potential for combination therapies with other oral drugs to deliver synergistic therapeutic benefits. The compound achieves stable pharmacokinetics with once-daily dosing and exceptional safety profile that minimizes adverse events. In Phase I trials, XW014 demonstrated robust efficacy with up to 5.6% weight loss over 43 days, presenting significant improvement in lipid profile and very low incidence of gastrointestinal disorders with all the TEAEs being mild to moderate.

- **Amylin Peptide Analogs, XW015 and XW016**

  XW015 and XW016 represents our IND-enabling amylin peptide analogs. Amylin drugs have the potential for a milder profile of gastrointestinal side effects compared to GLP-1 receptor agonist, particularly nausea and diarrhea. XW015 is a long-acting injectable amylin receptor agonist, which could be co-formulated with GLP-1 injectable therapies to eliminate the need for dual injections or complex devices. XW016 is potentially the world's first oral amylin peptide analog in development, leveraging our proprietary oral delivery technology and optimized fatty acid modifications to achieve high oral bioavailability without compromising therapeutic activity.

- **Other Advanced Preclinical Drug Candidates, XW019 and XW020**

  XW019 is an early-stage project focused on the development of a monthly injectable biologic designed to induce body weight reduction and address metabolic disorders. Engineered for extended duration of action, the therapy is optimized for convenient dosing and improved patient adherence. We are planning to submit the IND application in the first half of 2027.

  XW020 is a long-acting injectable peptide promoting weight reduction and helping preserve muscle mass. By maintaining muscle integrity while reducing fat, this candidate has the potential to deliver more balanced and sustainable outcomes for patients. We are planning to file IND by the end of 2026.

Our Proprietary SciwindCore™ Platform

Our competitive advantage is built on our SciwindCore™ platform, which comprises three proprietary technology platforms that serve as tool boxes to address the key limitations of current weight management therapeutics: insufficient response rates and limited efficacy, low patient compliance, and manufacturing scalability constraints. As patients continue to seek tailored solutions — from enhanced efficacy to alternative delivery routes and extended dosing intervals, we believe the current weight management therapeutics will continue to evolve toward greater segmentation. Through our biased agonist discovery (BiasVantage™), oral peptide delivery (OralVantage™) and half-life extension (HaleVantage™) platforms, we create differentiated weight management therapeutics with enhanced efficacy, improved patient convenience, and outperformed safety profiles. It enables us to treat all subtypes of overweight/obesity patients, for both adult and adolescent, and for diversified demands in weight management, further advancing our advantages in different segmented markets.

See "Business — Our Research and Development Capabilities — Multi-Platform Innovation Engine."

OUR STRENGTHS

We believe the following competitive strengths have contributed to our success and differentiated us from our competitors: (i) frontrunner in weight management; (ii) Core Product injectable ecnoglutide (XW003): the world's first approved cAMP-biased GLP-1 receptor agonist with superior efficacy; (iii) rich and diversified pipeline providing comprehensive patient-centric solutions; (iv) multi-platform innovation engine driving sustainable development; and (v) top-tier management team with a proven track record of success led by world-class experts and industry veterans. See "Business — Our Strengths."

OUR STRATEGIES

We intend to pursue the following strategies to further grow our business: (i) continuously deliver patient-centric weight management solutions powered by SciwindCore™ platform; (ii) implement a phased manufacturing strategy to meet post-commercialization demand; and (iii) seek strategic partnerships to expand our footprint and maximize the value of our pipeline. See "Business — Our Strategies."

COMPETITION

The global weight management drug market has grown steadily from USD99.7 billion in 2020 to USD112.8 billion in 2024. Looking ahead, the market is expected to accelerate, reaching USD116.5 billion in 2025 and USD277.4 billion by 2034. The global overweight/obesity drug market has strong growth potential. It is projected to expand to USD41.7 billion by 2029 at a CAGR of 19.8% and USD57.7 billion by 2034 at a CAGR of 6.7%.

Addressable Markets and Competitive Landscape of Core Product

GLP-1 receptor agonists have emerged as the predominant therapeutic class in treating obesity and related disease, fundamentally transforming treatment paradigms across obesity, T2DM, and associated comorbidities. These innovative therapies have demonstrated excellent efficacy compared to traditional weight management approaches, with clinical evidence supporting significant and sustained weight reduction, improved glycemic control, and cardiovascular protection. There is increasing interest in producing GLP-1 receptor agonists with better efficacy, improved patient compliance, and cardiometabolic benefits.

Obesity is a major risk factor for chronic diseases and can also lead to social and psychological problems, which in turn increases the cost of health care services for the population and burdens the health care system. Globally, the number of individuals with overweight/obesity increased from 3,067.4 million in 2020 to 3,575.0 million in 2024 at a CAGR of 3.9%. In China, the number of overweight or obese individuals grew from 570.7 million in 2020 to 639.4 million in 2024 at a CAGR of 2.9%. In 2024, approximately 2% of patients with obesity received drug treatments, among which, GLP-1 receptor agonists accounted for more than 20% of the total market sales for obesity medications in 2024. By 2030, over 80% of patients receiving pharmacological treatment for obesity are projected to choose GLP-1 therapies. As of Latest Practicable Date, three GLP-1 drugs have already been approved globally (excluding China) for overweight/obesity, namely liraglutide, semaglutide and tirzepatide, setting the benchmark for this therapeutic class. As of Latest Practicable Date, a total of five innovative GLP-1 drugs have been approved in China for the treatment of overweight/obesity, namely beinaglutide, semaglutide, tirzepatide, mazdutide, and injectable ecnoglutide (XW003). For more details, see "Industry Overview — Weight Management Market — The Overweight/Obesity Drug Market."

T2DM is a metabolic disorder characterized by chronic hyperglycaemia caused by defects in insulin secretion, insulin action, or both. Persistent hyperglycaemia can lead to long-term damage, dysfunction, and failure of multiple organs, especially the eyes, kidneys, nerves, heart, and blood vessels. From 2020 to 2024, the global diabetic population increased from 493.7 million to 589.0 million at a CAGR of 4.5%. From 2020 to 2024, the diabetic population in China rose from 133.1 million to 148.0 million at a CAGR of 2.7%. In 2024, about 90% of diagnosed diabetes patients in China received diabetes medication, among which, GLP-1 receptor agonists accounted for approximately 14% of total diabetes medication. In 2024, more than 5% of patients in China receiving pharmacological treatment for T2DM chose GLP-1 receptor agonists. By 2030, over 10% of patients receiving pharmacological treatment for diabetes are expected to choose GLP-1 therapies. As of the

date of this Document, a total of 11 innovative GLP-1 receptor agonists, including injectable ecnoglutide (XW003) have been approved globally for the treatment of diabetes, with 8 approved in the United States and 10 in Chinese Mainland. For more details, see "Industry Overview — Diabetes Drug Market."

COMMERCIALIZATION

We received the approvals from the NMPA for injectable ecnoglutide (XW003) for T2DM and overweight/obesity indications in January 2026 and March 2026, respectively. In December 2025, we entered into a commercialization agreement with Pfizer, according to which, we grant Pfizer an exclusive right to commercialize injectable ecnoglutide (XW003) in Chinese Mainland. We will remain the marketing authorization holder and will be responsible for research and development, registration, manufacturing, and supply of the product. For more details, see "Business — Commercialization."

COLLABORATION AND LICENSING ARRANGEMENTS

During the Track Record Period, we entered into the following license and collaboration agreements for further R&D and commercialization of specific indications of certain of our drug candidates. For more details, see "Business Our — Collaboration and Licensing Arrangements."

On April 30, 2024, we entered into a license agreement with inno.N regarding the future development and commercialization of the obesity, T2DM and MASH indications of our Core Product injectable ecnoglutide (XW003) in Korea.

On October 18, 2024, we entered into a license and collaboration agreement with Verdiva regarding the future development and commercialization of a portfolio of certain GLP-1 and amylin receptor agonists, including oral ecnoglutide (XW004), subcutaneous injectable amylin receptor agonist (XW015), and oral amylin receptor agonist (XW016), outside Greater China and Korea.

On June 30, 2024, we entered into a license and collaboration agreement with a subsidiary of Sino Biopharm, a leading Chinese pharmaceutical company listed in Hong Kong, to advance future R&D and commercialization of XW001 in 19 countries.

RESEARCH AND DEVELOPMENT

In 2024 and 2025, our research and development expenses amounted to RMB284.0 million and RMB158.8 million, representing 86.3% and 73.5% of our total operating expenses, respectively. Our research and development expenses attributable to our Core Product amounted to RMB139.5 million and RMB90.7 million in the same year, representing 42.4% and 42.0% of our total operating expenses, respectively. The continuous decrease of our research and development expenses incurred on our Core Product was in line with our advancement of the Core Product, primarily attributable to (i) the successful completion of our Core Product's Phase III clinical trials in July 2024 ; and (ii) the decrease in material expenses for our clinical trials.

INTELLECTUAL PROPERTY

As of the Latest Practicable Date, we have built a comprehensive intellectual property portfolio in China and overseas. In China, we maintained a patent portfolio of 29 registered patents and 15 pending patent applications in China, as well as 33 registered patents and 75 pending patent applications overseas. We also held five PCTs. We believe there is no material legal impediment for us to obtain the approvals for these pending patent applications.

OUR CUSTOMERS AND SUPPLIERS

During the Track Record Period and up to the Latest Practicable Date, we had not generated any revenue from and therefore had no customers relating to the sales of product candidates. We derived substantially all of our revenues from license-out arrangements which was in relation to certain of our drug candidates' intellectual property rights. For further details, see "Financial Information — Description of Selected Items of Our Consolidated Statements of Profit or Loss — Revenue."

We mainly procure services related to R&D and manufacture from third party suppliers. We maintain stable relationships with our suppliers to ensure the stability of material supply. In 2024 and 2025, purchase amount from our top five suppliers in each year of the Track Record Period represents 43.0% and 29.1% of our total purchase amount, respectively. Purchase amount to our largest supplier in each year of the Track Record Period represents 11.5% and 11.6% of our total purchase amount, respectively.

SUMMARY OF HISTORICAL FINANCIAL INFORMATION

The summary of the key financial information set forth below have been derived from and should be read in conjunction with our historical financial information, including the accompanying notes, set forth in the Accountants' Report in Appendix I to this Document, as well as the information set forth in the section headed "Financial Information."

Summary of Consolidated Statements of Profit or Loss and Other Comprehensive Income

The following table sets forth selected items of our consolidated statements of profit or loss and other comprehensive income, with line items in absolute amounts, for the years indicated.

	Year Ended December 31,	
	2024	**2025**
	RMB'000	*RMB'000*
Revenue	–	133,488
Cost of sales	–	(17,814)
Gross profit	–	115,674
Other income and gains	34,353	33,370
Selling and distribution expenses	(11,998)	(10,521)
Administrative expenses	(33,065)	(46,816)
Research and development costs	(283,962)	(158,837)
Other expenses	(133)	(18,945)
Finance costs	(191,195)	(234,051)
Loss before tax	**(486,000)**	**(320,126)**
Income tax expense	–	–
Loss for the year and attributable to ordinary equity holders of the parent	**(486,000)**	**(320,126)**

We have consistently incurred net losses during the Track Record Period, primarily due to (i) our substantial research and development expenses in related to our drug candidates; and (ii) our interest on redemption liabilities. Our net loss showed a declining trend during the Track Record Period, which was in line with our advancement of Core Product from Phase III clinical stage to BLA submissions. It decreased from RMB486.0 million in 2024 to RMB320.1 million in 2025, primarily attributable to the decrease in our research and development expenses. For further details on the factors leading to our net loss, see "Financial Information."

Summary of Consolidated Statements of Financial Position

The table below sets forth the selected information from our consolidated statements of financial position as of the dates indicated, which have been extracted from our audited consolidated financial statements included in Appendix I to this Document.

	As of December 31,	
	2024	**2025**
	RMB'000	*RMB'000*
Total non-current assets	203,797	183,692
Total current assets	1,253,628	1,093,191
Total assets	**1,457,425**	**1,276,883**
Total non-current liabilities	3,214,588	3,420,028
Total current liabilities	136,523	70,026
Total liabilities	**3,351,111**	**3,490,054**
Net liabilities	**(1,893,686)**	**(2,213,171)**
Net current assets	1,117,105	1,023,165

Our net liabilities increased from RMB1,893.7 million as of December 31, 2024 to RMB2,213.2 million as of December 31, 2025, primarily attributable to loss for the year of RMB320.1 million. Our redemption liabilities will be re-designated from liabilities to equity as a result of automatic conversion into ordinary shares upon the [**REDACTED**] such that the net liabilities position would turn into net assets. See Note 26 to the Accountants' Report set out in Appendix I to this Document for more details.

Our net current asset decreased from RMB1,117.1 million as of December 31, 2024 to RMB1,023.2 million as of December 31, 2025, primarily due to (i) an RMB462.1 million decrease in financial assets at FVTPL; and (ii) an RMB16.3 million increase in other payables and accruals. These factors were partially offset by (i) an RMB75.6 million increase in time deposits; and (ii) an RMB199.3 million increase in cash and cash equivalents.

Summary of Consolidated Statement of Cash Flows

The following table sets forth our cash flows for the years indicated.

	Year Ended December 31,	
	2024	**2025**
	RMB'000	*RMB'000*
Net cash flows generated from/(used in) operating activities	99,319	(185,605)
Net cash flows (used in)/generated from investing activities	(470,952)	399,906
Net cash flows generated from/(used in) financing activities	453,643	(8,248)
Net increase in cash and cash equivalents	82,010	206,053
Cash and cash equivalents at the beginning of the year	555,788	639,772
Effects of exchange rate changes on the balance of cash held in foreign currencies	1,974	(6,754)
Cash and cash equivalents at the end of the year	**639,772**	**839,071**

During the Track Record Period, we incurred negative cash flows from our operations except for the year ended December 31, 2024. Our primary use of cash was to fund our pre-clinical studies and clinical development activities. In 2025, our net cash used in operating activities was RMB185.6 million, which was mainly attributable to cash used in paying research and development expense we incurred.

As our business develops, we plan to improve our net operating cash flow position by generating cash inflows from the commercialization of our Core Product, and improving our cost control and operating efficiencies. See "Financial Information — Liquidity and Capital Resources — Cash Flow Analysis — Net Cash Flows (Used in)/generated from Operating Activities."

Our cash burn rate refers to the average monthly amount of net cash used in operating activities, capital expenditures and lease payments. We estimate that we will receive net [**REDACTED**] of approximately HK$[**REDACTED**] in the [**REDACTED**], based on an [**REDACTED**] of HK$[**REDACTED**] per [**REDACTED**]. Assuming an average cash burn rate going forward of [**REDACTED**] times the level in 2025, we estimate that our financial resources as of January 31, 2026, together with the upfront payment we expect to receive, will be able to maintain our financial viability for [**REDACTED**] from January 31, 2026 taking into account the estimated net [**REDACTED**] from the [**REDACTED**], and for [**REDACTED**] without taking into account the estimated net [**REDACTED**] from the [**REDACTED**]. We will continue to monitor our cash flows generated from operations closely and expect to raise additional financing, if needed, with a minimum buffer of 12 months.

Key Financial Ratios

The following table sets forth certain of our key financial ratios for the years or as of the dates indicated.

	As of December 31,	
	2024	**2025**
	RMB'000	*RMB'000*
Current ratio*	9.2	15.6

Note:

* Current ratio is calculated based on total current assets divided by total current liabilities as of the dates indicated.

RISK FACTORS

Our business faces risks including those set out in the section headed "Risk Factors." As different [**REDACTED**] may have different interpretations and criteria when determining the significance of a risk, you should read the "Risk Factors" section in its entirety before you decide to [**REDACTED**] in our Company. Some of the major risks that we face include: (i) we may face intense competition in R&D and the possibility that our competitors may develop drug candidates that are similar, more advanced, or more effective than ours, which may adversely affect our financial condition and results of operations; (ii) if the market size of our drug candidates is smaller than we expected, it may raise uncertainties to our R&D investments and drug candidates' future prospects; (iii) our business, financial condition, results of operations, and prospects may be materially and adversely affected if there are any failure, delays or cost overruns regarding the clinical development or approval of our drug candidates or the successful commercialization of our Core Product XW003; (iv) we have incurred net losses since inception. We may continue to incur net losses and may fail to achieve or maintain profitability in the next few years; (v) we had net operating cash outflows and net liabilities during the Track Record Period, which may affect our ability to complete the development and commercialization of our drug candidates; and (vi) we could be unsuccessful in obtaining or maintaining adequate patent protection for one or more of our drug candidates through intellectual property rights, or if the scope of such intellectual property rights obtained is not sufficiently broad, third parties may compete directly against us.

OUR SINGLE LARGEST SHAREHOLDERS GROUP

As of the Latest Practicable Date, Dr. Pan was entitled to exercise approximately 28.28% voting rights in our Company in aggregate, directly and indirectly through (a) Beijing Junyida and (b) Beijing Yangyuan, the general partner of the Employee Incentive Platforms (i.e., Beijing Heweida, Shanghai Xiankeda and Hangzhou Shiweida). Dr. Pan, Beijing Junyida, Beijing Yangyuan and the Employee Incentive Platforms form the members of our Single Largest Shareholders Group upon the [**REDACTED**].

Immediately following the completion the [**REDACTED**], the Single Largest Shareholders Group will be, in aggregate entitled to control the exercise of approximately [**REDACTED**]% of the voting rights (assuming the [**REDACTED**] and the [**REDACTED**] are not exercised). There will be no controlling shareholder of our Company under the Listing Rules upon [**REDACTED**]. See sections headed "Relationship with Our Single Largest Shareholders Group" and "History, Development and Corporate Structure" for details.

OUR PRE-[REDACTED] INVESTORS

Throughout the development of our Group, we received several rounds of Pre-[**REDACTED**] Investments in a total amount of approximately RMB2.2 billion. The valuation of our Company upon completion of the last round of the Pre-[**REDACTED**] Investments is approximately RMB4,867.5 million. Our Pre-[**REDACTED**] Investors include investors focusing on investment in biotech and healthcare industry, including among others, Linzhi Yongzheng, Guangxi Tencent, Suzhou Paiyi, IDG Entities, Meituan, LYFE Capital, Loyal Valley Capital Entities, Legend Capital Entities, Jiaxing Danqing, LAV Ordovician, SSF YRD Investment and Haibang Boyuan.

LYFE Capital, Loyal Valley Capital, Legend Capital and Jiaxing Danqing are sophisticated investors (as defined in the Listing Rules). Upon completion of the [**REDACTED**], each of LYFE Capital, Loyal Valley Capital, Legend Capital and Jiaxing Danqing will hold approximately [**REDACTED**]%, [**REDACTED**]%, [**REDACTED**]%, and [**REDACTED**]% of the total issued share capital of our Company, respectively. See "History, Development and Corporate Structure — Principal Terms of the Pre-[**REDACTED**] Investments" in this Document.

DIVIDEND

As of the Latest Practicable Date, we did not adopt any formal dividend policy or pre-determined dividend ratio. We have never declared or paid any dividends on our ordinary shares or any other securities. We currently intend to retain all available funds and earnings, if any, to fund the development and expansion of our business and we do not intend to declare or pay any dividends in the foreseeable future. As confirmed by our PRC Legal Adviser, based on our Articles of Association and the Company Law of the People's Republic of China (Revised in 2023), we can pay dividend despite accumulated losses, except when the accumulative amount of our statutory reserve is not sufficient to cover accumulated losses, in which case the current year's profits shall first be used to make up for the losses. For more details, see "Financial Information — Dividend."

[REDACTED]

[**REDACTED**] to be borne by us are estimated to be approximately HK$[**REDACTED**] (including [**REDACTED**], assuming an [**REDACTED**] of HK$[**REDACTED**] per H Share, being the mid-point of the indicative [**REDACTED**] of HK$[**REDACTED**] to HK$[**REDACTED**] per H Share), which represent [**REDACTED**]% of the gross [**REDACTED**] from the [**REDACTED**], assuming no H Shares are issued pursuant to the [**REDACTED**] or the [**REDACTED**]. The above [**REDACTED**] are comprised of (i) [**REDACTED**] of HK$[**REDACTED**], and (ii) [**REDACTED**] of HK$[**REDACTED**], including expenses from legal advisers and reporting accountants as well as other fees and expenses. During the Track Record Period, we incurred [**REDACTED**] of HK$[**REDACTED**], of which, HK$[**REDACTED**] were charged to our consolidated statements of profit or loss, and HK$[**REDACTED**] were attributable to the issue of Shares and will be deducted from equity. We expect to incur additional [**REDACTED**] of approximately HK$[**REDACTED**] after the Track Record Period, of which, approximately HK$[**REDACTED**] is expected to be charged to our consolidated statements of profit or loss, and approximately HK$[**REDACTED**] of which is attributable to the issue of Shares and will be deducted from equity upon [**REDACTED**]. The [**REDACTED**] above are the latest practicable estimate for reference only, and the actual amount may differ from this estimate. See "Financial Information — [**REDACTED**]."

[REDACTED]

[**REDACTED**].

[**REDACTED**]

USE OF [REDACTED]

We estimate that we will receive net [**REDACTED**] from the [**REDACTED**] of approximately HK$[**REDACTED**], after deducting [**REDACTED**], fees and other estimated expenses paid and payable by us in connection with the [**REDACTED**], and assuming that the [**REDACTED**] and the [**REDACTED**] are not exercised and an [**REDACTED**] of HK$[**REDACTED**] per H Share, being the mid-point of the indicative [**REDACTED**] of HK$[**REDACTED**] to HK$[**REDACTED**] per H Share.

We currently intend to use the net [**REDACTED**] from the [**REDACTED**] for the following purposes, subject to changes in light of our evolving business needs and changing market conditions:

(a) approximately [**REDACTED**]%, or HK$[**REDACTED**], will be used for further R&D and planned commercialization of our Core Product, injectable ecnoglutide (XW003). Specifically,

  (i) approximately [**REDACTED**]%, or HK$[**REDACTED**], will be used to conduct ongoing and planned clinical trials of injectable ecnoglutide (XW003); and

  (ii) approximately [**REDACTED**]%, or HK$[**REDACTED**], will be used for preparation of registration filings and other regulatory matters;

(b) approximately [**REDACTED**]%, or HK$[**REDACTED**], will be used for further R&D of our Key Products, XW004 and XW014;

(c) approximately [**REDACTED**]%, or HK$[**REDACTED**], will be used for advancing other pipeline assets, including XW015, XW016, XW019, and XW020;

(d) approximately [**REDACTED**]%, or HK$[**REDACTED**], will be used for upgrading manufacturing capacity and quality control system to support the commercialization of our Core Product injectable ecnoglutide (XW003); and

(e) approximately [**REDACTED**]%, or HK$[**REDACTED**], will be used for working capital and other general corporate purposes.

For details, see "Future Plans and Use of [**REDACTED**] — Use of [**REDACTED**]."

RECENT DEVELOPMENTS

In January 2026 and March 2026, we received the approval for injectable ecnoglutide (XW003) for T2DM and overweight/obesity treatments from the NMPA, respectively. We entered into a commercialization agreement with Pfizer, according to which, we grant Pfizer an exclusive right to commercialize injectable ecnoglutide (XW003) in Chinese Mainland. We will remain the marketing authorization holder and will be responsible for research and development, registration, manufacturing, and supply of injectable ecnoglutide (XW003). For more details, see "Business — Commercialization." In January 2026, we also received the approval for conducting a Phase III trial for the treatment of OSA from NMPA. For more details, see "Business — Our Core Product — Clinical Development Plan."

In January 2026, we published the clinical trial results of our XW003 EECOH-1 study on *Nature Communication*. This trial is a Phase III multicentre, randomized, double-blind, placebo-controlled study to evaluate the change from baseline in HbA1c measured by the central laboratory after 24 weeks of treatment. The trial results demonstrated favorable effects on fasting glucose, waist circumference and β-cell function.

No Material Adverse Change

Our Directors confirm that up to the date of this Document, there has been no material adverse change in our financial, operational, or trading position, indebtedness, mortgage, contingent liabilities, guarantees or prospects since December 31, 2025, being the end of the period reported on the Accountants' Report included in Appendix I; and there has been no event since December 31, 2025 and up to the date of this Document which would materially affect the information shown in the Accountants' Report set out in Appendix I to this Document.