

## APPENDIX IV STATUTORY AND GENERAL INFORMATION

### FURTHER INFORMATION ABOUT OUR GROUP

#### Incorporation of our Company

Our Company was established as a limited liability company in January 2007 under the laws of the PRC and was converted into a joint stock limited company in January 2025. Our registered office is located at Room B06, 26th Floor, Building 5, Digital China Science and Technology Park, No. 20, Zhangba 4th Road, High-tech Development Zone, Xi'an, Shaanxi, PRC.

Our Company has established a place of business in Hong Kong at 31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong and has been registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on September 18, 2025. Mr. Zou Ran (鄒然) and Ms. Chu Cheuk Ting (朱卓婷) have been appointed as our authorized representatives for acceptance of service of process and notices in Hong Kong, and their correspondence address is the same as our place of business in Hong Kong.

As our Company was established in the PRC, we are subject to the relevant laws and regulations of the PRC. A summary of the relevant provisions of our Articles of Association is set out in Appendix III to this document.

#### Changes in the Share Capital of our Company

The following sets out the changes in the share capital of our Company during the two years immediately preceding the date of this document:

- (i) In March 2024, Junying Growth transferred 0.81% equity interest in our Company, being 40,353 Shares, to Junying Jiacheng.
- (ii) In January 2025, our Company was converted into a joint stock limited company.
- (iii) In September 2025:
  - (i) Linhai Qize injected RMB138.5 million into our Company in return for 287,653 Shares;
  - (ii) Maicheng Century injected RMB15.0 million into our Company in return for 31,154 Shares;
  - (iii) Jinan Liuji injected RMB12.0 million into our Company in return for 24,923 Shares;
  - (iv) Shaanxi Jingang injected RMB30.0 million into our Company in return for 62,308 Shares; and
  - (v) Shaanxi Innovation Relay injected RMB40.0 million into our Company in return for 83,077 Shares.

For details of changes in the share capital of our Company, see "History, Development and Corporate Structure."

#### Changes in the Share Capital of our Subsidiaries

The list of our major subsidiaries is set out under the financial statements in the Accountants' Report as included in Appendix I to this document. The following alterations in the share capital of our subsidiaries have taken place within the two years immediately preceding the date of this document:

- (i) On June 14, 2023, the registered share capital of Shanghai Xitaili increased from RMB30.0 million to approximately RMB33.7 million.
- (ii) On February 14, 2025, the registered share capital of Xi'an Biocare increased from RMB9.6 million to RMB60.0 million.

<b>APPENDIX IV</b>	<b>STATUTORY AND GENERAL INFORMATION</b>
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- (iii) On February 24, 2025, the registered share capital of Suzhou Technology increased from RMB50 million to RMB80.0 million.
- (iv) On March 3, 2026, the registered share capital of Suzhou Pharmaceutical decreased from RMB238 million to RMB10 million.

Save as disclosed above, there had been no other alterations of share capital of our subsidiaries within the two years preceding the date of this document.

#### **Resolutions of the Shareholders**

Pursuant to a general meeting held on September 19, 2025, the Shareholders resolved that, among others:

- (a) the [REDACTED] by our Company of H Shares with a nominal value of RMB1.00 each (or with a nominal value of RMB[REDACTED] each upon the completion of the Share Subdivision) and such H Shares being [REDACTED] on the Stock Exchange;
- (b) the number of H Shares to be [REDACTED] shall not be more than [REDACTED]% of the total [REDACTED] share capital of our Company as enlarged by the [REDACTED] (without taking into account of any H Shares which may be [REDACTED] upon the exercise of the [REDACTED]), and the grant of the [REDACTED] in respect of not more than [REDACTED]% of the number of H Shares initially available under the [REDACTED];
- (c) subject to the CSRC's approval, upon completion of the [REDACTED], [REDACTED] Shares in aggregate held by [REDACTED] Shareholders will be [REDACTED] into H Shares on a one-for-one basis;
- (d) subject to the completion of the [REDACTED], the conditional adoption of the Articles of Association which shall become effective on the [REDACTED], and authorization to the Board to amend the Articles of Association to the extent necessary in accordance with laws, regulations and regulatory rules and requirements from relevant government bodies or regulatory authorities and for the purpose of the [REDACTED]; and
- (e) authorization of the Board or its authorized individual(s) to handle all matters relating, among other things, to the [REDACTED], the [REDACTED] and the [REDACTED] of H Shares on the Stock Exchange.

#### **FURTHER INFORMATION ABOUT OUR BUSINESS**

##### **Summary of Our Material Contracts**

We have entered into the following contracts (not being contracts entered into in the ordinary course of business) within the two years immediately preceding the date of this document that are or may be material:

- (a) the [REDACTED];
- (b) the Deed of Indemnity;
- (c) an equity transfer agreement dated December 11, 2023, entered into between our Company, Junying Jiacheng and Junying Growth, under which Junying Growth agreed to transfer approximately 0.81% equity interest in our Company to Junying Jiacheng at a total consideration of RMB20.0 million;
- (d) a capital contributions agreement dated June 27, 2025, entered into between, amongst others, our Company and Linhai Qize, under which Linhai Qize agreed to subscribe and our Company agreed to issued 287,653 Shares to Linhai Qize at a total consideration of RMB138.5 million;
- (e) a capital contributions agreement dated September 19, 2025, entered into between, amongst others, our Company and Maicheng Century, under which

**APPENDIX IV STATUTORY AND GENERAL INFORMATION**







Maicheng Century agreed to subscribe and our Company agreed to issue 31,154 Shares to Maicheng Century at a total consideration of RMB15.0 million;

- (f) a capital contributions agreement dated September 19, 2025, entered into between, amongst others, our Company and Jinan Liuji, under which Jinan Liuji agreed to subscribe and our Company agreed to issue 24,923 Shares to Jinan Liuji at a total consideration of RMB12.0 million;
- (g) a capital contributions agreement dated September 24, 2025, entered into between, amongst others, our Company and Shaanxi Jingang, under which Shaanxi Jingang agreed to subscribe and our Company agreed to issue 62,308 Shares to Shaanxi Jingang at a total consideration of RMB30.0 million; and
- (h) a capital contributions agreement dated September 26, 2025, entered into between, amongst others, our Company and Shaanxi Innovation Relay, under which Shaanxi Innovation Relay agreed to subscribe and our Company agreed to issue 83,077 Shares to Shaanxi Innovation Relay at a total consideration of RMB40.0 million.

**Intellectual Property Rights**

*Trademarks*

As of the Latest Practicable Date, we have registered the following trademarks, which we consider to be material to our business:

No.	Trademark	Class	Owner	Place of Registration	Registration No.	Expiry date
1 . . .	 Micot	5	Our Company	Hong Kong	306072822	September 29, 2032
2 . . .	 麦科奥特生物	42	Our Company	PRC	78894863	November 20, 2034
3 . . .	 麦科奥特生物	10	Our Company	PRC	78486854	December 20, 2034.
4 . . .	 麦科奥特生物	5	Our Company	PRC	74424768	April 20, 2034
5 . . .	科麦立	5	Our Company	PRC	69265343	July 13, 2033
6 . . .	麦知宁	5	Our Company	PRC	69258685	September 20, 2033
7 . . .	麦解克	5	Our Company	PRC	69257898	September 20, 2033
8 . . .	畅甘兴	5	Our Company	PRC	69260760	July 13, 2033
9 . . .	麦慷宁	5	Our Company	PRC	69266533	July 27, 2033
10 . .	麦科奥特生科	5	Our Company	PRC	67566942	April 13, 2033
11 . .	西麦科奥特	5	Our Company	PRC	67549391	April 13, 2033
12 . .	麦科奥特生医	5	Our Company	PRC	67548564	April 13, 2033
13 . .	麦科奥特	5	Our Company	PRC	56176082	February 20, 2032
14 . .	 Micot	42	Our Company	PRC	50739779	July 20, 2031
15 . .	麦科奥特	44	Our Company	PRC	50572621	June 27, 2031
16 . .	 Micot	35	Our Company	PRC	50578479	April 6, 2032
17 . .	麦科奥特	10	Our Company	PRC	50582155	June 20, 2031

**APPENDIX IV STATUTORY AND GENERAL INFORMATION**

No.	Trademark	Class	Owner	Place of Registration	Registration No.	Expiry date
18 . .	麦科奥特	42	Our Company	PRC	50577241	June 20, 2031
19 . .	麥科奧特	42	Our Company	PRC	50560005	July 6, 2031
20 . .	麦科奥特	5	Our Company	PRC	50576908A	September 6, 2031
21 . .	麥科奧特	35	Our Company	PRC	50549904	May 27, 2032
22 . .	麥科奧特	5	Our Company	PRC	50578883A	September 6, 2031
23 . .		44	Our Company	PRC	50549881	April 13, 2032
24 . .	麦科奥特	44	Our Company	PRC	50562701	July 6, 2031
25 . .	麦科奥特	35	Our Company	PRC	50582167	May 27, 2032
26 . .	麥科奧特	10	Our Company	PRC	50577297	June 27, 2031
27 . .		5	Our Company	PRC	50556505	August 6, 2031
28 . .	麦科奥特	10	Our Company	PRC	15078968	September 20, 2035
29 . .		5	Our Company	PRC	15078731	November 13, 2035
30 . .	麦科奥特	5	Our Company	PRC	15078862	November 13, 2035
31 . .	西泰利	10	Shanghai Xitaili	PRC	82995234	July 6, 2035
32 . .	西泰利	42	Shanghai Xitaili	PRC	80060829	January 27, 2035
33 . .	西泰利	5	Shanghai Xitaili	PRC	78907637	November 20, 2034

**Patents**

As of the Latest Practicable Date, we had registered the following patents which we considered to be material to our business:

No	Owner	Description	Patent No.	Type of Patents	Application date	Authorization announcement date
1 . .	Our Company	Bispecific fusion polypeptide compound (雙特異性融合多肽化合物)	CN202180014524.4	Invention	April 20, 2021	September 26, 2023
2 . .	Our Company	Active polypeptide compound (活性多肽化合物)	CN202080071421.7	Invention	June 19, 2020	August 25, 2023
3 . .	Our Company	Multi-target compound with anticoagulant and antiplatelet activities, its preparation method and use (有抗凝血和抗血小板活性的多靶點化合物及製法和用途)	CN202110662995.8	Invention	August 5, 2015	November 8, 2022

**APPENDIX IV STATUTORY AND GENERAL INFORMATION**

No	Owner	Description	Patent No.	Type of Patents	Application date	Authorization announcement date
4 . .	Our Company	Multi-target compound with anticoagulant and antiplatelet activities, its preparation method and use (有抗凝血和抗血小板活性的多靶點化合物及製法和用途)	CN202110662996.2	Invention	August 5, 2015	October 4, 2022
5 . .	Our Company	Multi-target compound with anticoagulant and antiplatelet activities, its preparation method and use (有抗凝血和抗血小板活性的多靶點化合物及製法和用途)	CN202110661682.0	Invention	August 5, 2015	October 4, 2022
6 . .	Our Company	Compound for treating neurological diseases and its application (用於治療神經系統疾病的化合物及其應用)	CN201910704350.9	Invention	July 31, 2019	October 1, 2021
7 . .	Our Company	Multi-target compound with anticoagulant and antiplatelet activities, its preparation method and use (有抗凝血和抗血小板活性的多靶點化合物及製法和用途)	CN201580082185.8	Invention	August 5, 2015	July 13, 2021
8 . .	Our Company	Peptide for preventing and treating acute coronary syndrome and anticoagulant and antithrombotic therapy, and its application (用於預防及治療急性冠脈綜合症及抗凝抗血栓治療的多肽及其應用)	CN201110171267.3	Invention	June 23, 2011	January 22, 2014
9 . .	Xi'an Biocare Pharma Ltd.	Bile acid derivative salts, their crystalline forms, and preparation methods and applications thereof (膽汁酸衍生物鹽、其晶型結構及它們的製備方法和應用)	CN202180006768.8	Invention	April 7, 2021	August 2, 2024
10 . .	Xi'an Biocare Pharma Ltd.	Compound for the treatment of metabolic diseases, its preparation method and application (用於代謝性疾病治療的化合物及其製備方法和應用)	CN201810930184.X	Invention	August 15, 2018	October 30, 2020

**APPENDIX IV STATUTORY AND GENERAL INFORMATION**

*Domain names*

<u>No.</u>	<u>Domain name</u>	<u>Name of Registered Proprietor</u>	<u>Expiry date</u>
1 . . .	micot.cn	Our company	March 20, 2031
2 . . .	micot.com	Our company	June 24, 2031
3 . . .	micot.com.cn	Our company	May 21, 2031
4 . . .	micot.net	Our company	January 14, 2032

Save as disclosed above, till the Latest Practicable Date, there was no other trade or service mark, patent, intellectual or industrial property right which was material in relation to our business.

**FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS**

**Particulars of Directors' Service Contracts**

We have entered into a service contract or a letter of appointment with each of the Directors in respect of, among others, (i) term of service, (ii) termination, (iii) compliance with the relevant laws and regulations and (iv) observance of the Articles of Association. The service contracts and letters of appointment may be renewed in accordance with the Articles of Association and the applicable laws, rules and regulations from time to time.

Save as disclosed above, none of the Directors has or is proposed to have a service contract with any member of our Group.

**Remuneration of Directors**

For details of the remuneration of our Directors, see "Directors and Senior Management — Directors' Remuneration and Remuneration of the Five Highest-paid Individuals" and "Appendix I — Notes to the Historical Financial Information — Directors' and Chief Executive's Remuneration".

**Disclosure of interests**

*Interests of the Directors and Chief Executive of our Company*

Save as disclosed below, immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised and taking into account the Share Subdivision) and the [REDACTED] of the [REDACTED] into H Shares, so far as the Directors are aware, none of the Directors or chief executive of our Company will have any interest and/or short position (as applicable) in the Shares, underlying Shares or debentures of our Company or our associated corporation (within the meaning of Part XV of the SFO) which will be required to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO) or which will be required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules to be notified to our Company and the Stock Exchange, once the H Shares are [REDACTED] on the Stock Exchange.

**APPENDIX IV STATUTORY AND GENERAL INFORMATION**

Name	Position	Nature of interest	Number and description of Shares held	Approximate percentage of shareholding in the relevant type of Shares <sup>(1)</sup>	Approximate percentage of shareholding in the total share capital of our Company <sup>(1)</sup>
Dr. Wang Bing . . . . .	Chairman of our Board, Executive Director and Chief Executive Officer	Beneficial owner Interest of spouse <sup>(2)</sup> Interest in controlled corporations <sup>(3)</sup>	[REDACTED] [REDACTED]	[REDACTED] [REDACTED]	[REDACTED]
Dr. Wang Mei . . . . .	Non-executive Director	Beneficial owner Interest of spouse <sup>(2)</sup> Interest in controlled corporations <sup>(3)</sup>	[REDACTED] [REDACTED]	[REDACTED] [REDACTED]	[REDACTED]

1. The calculation is based on the assumption that (i) the Share Subdivision is completed, (ii) the [REDACTED] is not exercised, (iii) the [REDACTED] Shares (taking into account the Share Subdivision) will be [REDACTED] into H Shares, and (iv) the total number of the Shares in issue will be [REDACTED] H Shares immediately after completion of the [REDACTED].
2. Immediately following the completion of the [REDACTED], (assuming the [REDACTED] is not exercise and taking into account the Share Subdivision), Xi’an Zhongrui shall directly hold [REDACTED]% of the interest in our Company. Dr. Wang Mei has control over Xi’an Zhongrui Zekang Enterprise Management Consulting Co., Ltd.\* (西安眾瑞澤康企業管理諮詢有限公司) (“Zhongrui Zekang”), and Zhongrui Zekang is the general partner of Xi’an Zhongrui. Accordingly, Xi’an Zhongrui is controlled indirectly by Dr. Wang Mei. By virtue of the SFO, Dr. Wang Mei is deemed to be interested in the Shares held by Xi’an Zhongrui.
3. Dr. Wang Bing and Dr. Wang Mei are spouses. Accordingly, Dr. Wang Bing and Dr. Wang Mei are deemed to be interested in the Shares held by each other under the SFO.

***Interests of Substantial shareholders***

Save as disclosed in “Substantial Shareholders” in this document, the Directors are not aware of any other person (other than the Directors or chief executive of our Company) who will, immediately following the completion of the [REDACTED] (assuming no exercise of the [REDACTED]) and the [REDACTED] of the [REDACTED] into H Shares, have an interest and/or short position in the Shares or underlying Shares which would fall to be disclosed to our Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who is, directly or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of our Company or any other member of our Group.

**[REDACTED] Share Incentive Plan**

Our Company adopted an employee incentive scheme (the “**Xi’an Zhongrui Employee Incentive Scheme**”) on June 11, 2020 (and amended the same in August 2025) with the primary purpose to improve corporate governance and to incentivize and reward eligible persons who have contributed to the success of our Company. In establishing the Xi’an Zhongrui Employee Incentive Scheme, our Company aims to fully mobilize the enthusiasm of management and employees of our Company, further aligning interests of Shareholders, our Company and its employees to jointly foster long-term development, thereby allowing all parties to share the benefits derived from our Company’s growth. The following is a summary of the principal terms of the Xi’an Zhongrui Employee Incentive Scheme.

## APPENDIX IV

## STATUTORY AND GENERAL INFORMATION

### *Principal Terms*

#### *Implementation structure and platform*

Xi'an Zhongrui was established in the PRC as a limited partnership on July 18, 2019 to serve as our Company's employee incentive platform, with Zhongrui Zekang (a limited partnership established in the PRC, owned as to approximately 99.0% by Dr. Wang Mei) being their General Partner. As of the Latest Practicable Date, Xi'an Zhongrui subscribed for approximately 5.63% of the shareholding in our Company. For more details, please refer to the paragraphs headed "History, Development and Corporate Structure — Employee Incentive Scheme — Xi'an Zhongrui" in this document.

#### *Eligible participants and grants of awards*

Under the Xi'an Zhongrui Employee Incentive Scheme, eligible participants are determined by our Company's chairperson, Dr. Wang Bing, and may hold positions as Directors, supervisors, senior and middle management, key employees and external consultants or expert advisors of our Company and our Group.

The participants of the Xi'an Zhongrui Employee Incentive Scheme will be granted awards under the scheme, where they are given a right to obtain partnership interest in Xi'an Zhongrui as limited partners, such that participants indirectly hold Shares in our Company. Under the Xi'an Zhongrui Employee Incentive Scheme, participants will have rights to cash dividends distributed by our Company from time to time (if any), but will not have voting rights in and control over our Company and/or our Group.

#### *Lock-up Period*

The Xi'an Zhongrui Employee Incentive Scheme is subject to a strict lock-up period from the date of the grant to 12 months after the [REDACTED]. During the strict lock-up period, participants may not transfer, gift or otherwise dispose of their awards. Notwithstanding the foregoing, subject to prior approval from Dr. Wang Bing, participants may transfer, gift or otherwise dispose of their awards to Xi'an Zhongrui, Dr. Wang Bing or their designated entities, or otherwise dispose of awards in the manner as approved by Dr. Wang Bing.

#### *Vesting of awards*

Awards vest in the participants over a five-year period, in five equal 20% tranches on each anniversary of the grant date, and are subject to the following conditions:

- (1) The participant was and remains employed by our Company or our Group for the relevant annual period; and
- (2) The participant had achieved a minimum performance rating of "C" or above in the appraisal for the previous year.

The amount of awards vested will also be affected by actual performance of participants in the previous year. In particular, for participants that receive a performance rating of:

- "A" or "B": 100% of the annual 20% tranche will be vested in the participant;
- "C": 80% of the annual 20% tranche will be vested in the participant, and the remaining 20% of the annual 20% tranche will be forfeited;
- Below "C": the entire annual 20% tranche does not vest in the participant and is forfeited.

**APPENDIX IV STATUTORY AND GENERAL INFORMATION**

*Disposal of awards and realizing gains*

After the strict lock-up period expires and the awards are vested, participants may dispose of their awards and realize gains by submitting sale requests to Dr. Wang Bing during the submission window. Submission windows open quarterly, and should sale requests be submitted, Xi’an Zhongrui will process the sales of corresponding Shares in our Company so that [REDACTED] from such [REDACTED] Shares are distributed to the relevant participant.

*Repurchase of Shares by our Company upon termination*

Our Company shall have the right to repurchase Shares should employment of any participant terminate. The repurchase price for the relevant Shares will be determined by the reason for termination of employment:

- Termination by misconduct: Company to repurchase all vested and unvested Shares at cost;
- Termination by resignation (without fault): Company to repurchase all vested Shares at cost plus 7% interest per annum (if length of employment is over two years but under five years), cost plus 9% interest per annum (if length of employment is over five years and during pre-[REDACTED]), and all unvested Shares at cost.
- Termination by retirement or death (without fault): Company to repurchase all unvested Shares at cost, and all vested Shares at cost plus 9% interest per annum (if employment is terminated prior to [REDACTED]). Should such termination occur after the [REDACTED], the participant may retain the vested Shares.

*Details of the granted awards*

As of the Latest Practicable Date, Xi’an Zhongrui held 300,000 Shares of our Company. For details on the awards granted to Director(s), consultant(s) and employees of our Company and our Group for the years ended December 31, 2024 and 2025, please refer to Note 28 of the Accountants’ Report included in Appendix I of this document. The following table sets out the particulars of the partnership interest in Xi’an Zhongrui as of the Latest Practicable Date:

No.	Name	Type of partnership interest	Approximate Partnership interest (%)
1.	Zhongrui Zekang	General Partner	27.30
2.	Nexarcana Limited	Limited Partner	29.99
3.	Wang Shangling (王湘玲)	Limited Partner	6.92
4.	Zou Ran (鄒然)	Limited Partner	6.92
5.	Shao Wenji (邵文姬)	Limited Partner	4.21
6.	Niu Enguo (牛恩國)	Limited Partner	2.77
7.	Wei Ruibin (魏瑞斌)	Limited Partner	2.11
8.	Li Jiaolun (李教倫)	Limited Partner	2.00
9.	Wang Pengfei (王鵬飛)	Limited Partner	2.00
10.	Yu Zhi (余志)	Limited Partner	1.99
11.	Liu Yongzhen (劉永珍)	Limited Partner	1.95
12.	Liu Xingxin (劉興新)	Limited Partner	1.50
13.	Song Lanlan (宋蘭蘭)	Limited Partner	1.31
14.	Wang Ruiling (王瑞玲)	Limited Partner	1.21
15.	Fu Guoqin (付國琴)	Limited Partner	1.14
16.	Ren Pengliang (任朋亮)	Limited Partner	0.81
17.	Zhao Zhiyang	Limited Partner	0.69
18.	Wang Ying (王英)	Limited Partner	0.69
19.	Huang Zhian (黃治安)	Limited Partner	0.42
20.	Wang Linyuan (王琳媛)	Limited Partner	0.38

**APPENDIX IV STATUTORY AND GENERAL INFORMATION**

No.	Name	Type of partnership interest	Approximate Partnership interest (%)
21.	Wen Jierong (溫婕蓉)	Limited Partner	0.32
22.	Zheng Du (鄭都)	Limited Partner	0.30
23.	Sun Xin (孫忻)	Limited Partner	0.24
24.	Qi Li (祁麗)	Limited Partner	0.22
25.	Zhang Xiaofa (張孝法)	Limited Partner	0.21
26.	Zhang Haibo (張海波)	Limited Partner	0.20
27.	Zhang Jianing (張家寧)	Limited Partner	0.20
28.	Wang Ying (王瑩)	Limited Partner	0.19
29.	Du Yujuan (杜玉娟)	Limited Partner	0.18
30.	Zhang Shuyang (張舒陽)	Limited Partner	0.14
31.	Yu Hao (于浩)	Limited Partner	0.12
32.	Zhang Yuanhui (張媛輝)	Limited Partner	0.11
33.	Li Bin (李賓)	Limited Partner	0.10
34.	Ma Siying (馬思迎)	Limited Partner	0.10
35.	Liu Ximei (劉西梅)	Limited Partner	0.10
36.	Zhang Ying (張瑩)	Limited Partner	0.09
37.	Zhu Yingying (朱瑩瑩)	Limited Partner	0.09
38.	Zhu Yu (朱宇)	Limited Partner	0.07
39.	Mei Ying (梅瑩)	Limited Partner	0.07
40.	Yin Tingting (尹婷婷)	Limited Partner	0.07
41.	Fu Yu (付瑜)	Limited Partner	0.07
42.	Chong Jiali (鍾佳莉)	Limited Partner	0.07
43.	Yang Meng (楊猛)	Limited Partner	0.07
44.	Mi Yuan (米元)	Limited Partner	0.06
45.	Zheng Lingling (鄭玲玲)	Limited Partner	0.06
46.	Zhao Chenxi (趙晨曦)	Limited Partner	0.06
47.	Liu Lei (劉磊)	Limited Partner	0.06
48.	Ding Qian (丁騫)	Limited Partner	0.06
49.	Wu Shifei (吳世飛)	Limited Partner	0.05
50.	Pan Zhaoyang (潘朝陽)	Limited Partner	0.03
<b>Total</b>			<b>100.00</b>

**Agency Fees or Commissions Received**

The [REDACTED] will receive an [REDACTED] in connection with the [REDACTED]. See "[REDACTED] — [REDACTED] and Expenses — [REDACTED] and Expenses." Save in connection with the [REDACTED], no commissions, discounts, brokerages or other special terms have been granted by our Group to any person (including the Directors, promoters and experts referred to in "— Other Information — Qualifications of Experts" below) in connection with the issue or sale of any capital or security of our Company or any member of our Group within the two years immediately preceding the date of this document.

Within the two years immediately preceding the date of this document, no commission has been paid or is payable for [REDACTED], agreeing to [REDACTED], procuring [REDACTED] or agreeing to procure [REDACTED] for any share in or debentures of our Company.

**Disclaimers**

- (a) None of the Directors nor any of the experts referred to in "Qualifications of Experts" below has any direct or indirect interest in the promotion of, or in any assets which have been, within two years immediately preceding the date of this document, acquired or disposed of by, or leased to, any member of our Group, or are proposed to be acquired or disposed of by, or leased to, any member of our Group.

<b>APPENDIX IV</b>	<b>STATUTORY AND GENERAL INFORMATION</b>
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- (b) Save in connection with the [REDACTED], none of the Directors nor any of the experts referred to "Qualifications of Experts" below is (i) materially interested in any contract or arrangement subsisting at the date of this document which is interested legally or beneficially in any shares in any member of our Group; or (ii) has any right (whether legally enforceable or not) to [REDACTED] for or to nominate persons to [REDACTED] for any securities in any member of our Group; and
- (c) None of the Directors or their respective close associates or the Shareholders who to the knowledge of the Directors are interested in more than 5% of our issued share capital has any interest in our top five customers or suppliers during the Track Record Period.

## **OTHER INFORMATION**

### **Estate Duty and Other Indemnities**

#### *Estate Duty*

The Directors have been advised that no material liability for estate duty is likely to fall on our Company or any of our subsidiaries.

#### *Other Indemnities*

Our Controlling Shareholders, Dr. Wang Bing and Dr. Wang Mei, have entered into the Deed of Indemnity with, and in favor of, our Company (for ourselves and as trustee for each of our subsidiaries) to provide indemnities on a joint and several basis in respect of, among other matters, any fines, penalties, claims, costs, expenses and losses (to the extent that provision, reserve or allowance has not been made for such fines, penalties, claims, costs, expenses or losses in the audited consolidated financial statements included in the Accountants' Report as set out in Appendix I to this document) incurred by any member of our Group after the [REDACTED] resulting from any non-compliance incidents of any member of our Group with applicable laws and regulations on or before the [REDACTED].

The Deed of Indemnity shall become effective on the [REDACTED] and shall continue in full force and effect until it is terminated.

### **Litigation**

As of the Latest Practicable Date, no member of our Group was involved in any litigation, arbitration, administrative proceedings or claims of material importance, and so far as the Directors are aware, no litigation, arbitration, administrative proceedings or claims of material importance are pending or threatened against any member of our Group.

### **Joint Sponsors**

Each of the Joint Sponsors satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules.

The Joint Sponsors will receive an aggregate fee of [REDACTED] to act as the sponsors to our Company in connection with the [REDACTED].

### **Compliance Adviser**

Our Company has appointed Halcyon Capital Limited as the compliance adviser upon [REDACTED] in compliance with Rule 3A.19 of the Listing Rules.

### **Preliminary Expenses**

As of the Latest Practicable Date, our company did not incur any material preliminary expenses.

<b>APPENDIX IV</b>	<b>STATUTORY AND GENERAL INFORMATION</b>
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**Promoters**

Our Company converted into a joint stock company with limited liability on January 17, 2025, and the promoters of our Company are our then 21 shareholders. Within the two years immediately preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given nor are any proposed to be paid, allotted or given to any promoters in connection with the [REDACTED] or the related transactions described in this document.

**Qualification of Experts**

The qualifications of the experts who have given opinions or advice in this document are as follows:

Name	Qualification
CCB International Capital Limited .....	A licensed corporation under the SFO to conduct type 1 (dealing in securities), type 4 (advising on securities) and type 6 (advising on corporate finance) regulated activities as defined under the SFO
China Merchants Securities (HK) Co., Limited .....	A licensed corporation to conduct type 1 (dealing in securities), type 2 (dealing in futures contracts), type 4 (advising on securities), type 6 (advising on corporate finance) and type 9 (asset management) regulated activities as defined under the SFO
JunHe LLP .....	PRC Legal Advisor
Tian Yuan Law Firm .....	PRC Intellectual Property Legal Advisor
Deloitte Touche Tohmatsu .....	Certified Public Accountants and Registered Public Interest Entity Auditor
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co. ....	Independent Industry Consultant

**Consents of Experts**

Each of the experts referred to in "Qualification of Experts" above has given and has not withdrawn its written consent to the issue of this document with the inclusion of its reports, letters or opinions (as the case may be) and the references to its name included herein in the form and context in which they are included.

**Taxation of Holders of H shares**

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty. The current rate charged on each of the seller and purchaser is 0.1% of the consideration or, if higher, the fair value of the H Shares being sold or transferred.

**Binding Effect**

This document shall have the effect, if any application is made pursuant hereto, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of Sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance as far as applicable.

**APPENDIX IV**

**STATUTORY AND GENERAL INFORMATION**

**Miscellaneous**

Save as otherwise disclosed in this document:

- (a) within the two years preceding the date of this document, (i) our Company has not issued nor agreed to issue any share or loan capital fully or partly paid either for cash or for a consideration other than cash; and (ii) no commission, discount, brokerage or other special term has been granted in connection with the issue or sale of any shares of our Company;
- (b) no Share or loan capital of our Company, if any, is under option or is agreed conditionally or unconditionally to be put under option;
- (c) our Company has not issued nor agreed to issue any founder shares, management shares or deferred shares;
- (d) our Company has no outstanding convertible debt securities or debentures;
- (e) there is no arrangement under which future dividends are waived or agreed to be waived;
- (f) there has been no interruption in our business which may have or have had a significant effect on the financial position in the last 12 months;
- (g) our Company is not presently listed on any stock exchange or traded on any trading system;
- (h) our Company is a joint stock limited company and is subject to the PRC Company Law. Neither our company nor any of its subsidiaries is listed in any stock exchange; and
- (i) the English text of this document shall prevail over its respective Chinese text.

**Bilingual Document**

The English language and Chinese language versions of this document are being published separately in reliance upon the exemption provided by Section 4 of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).