

DEFINITIONS

In this document, unless the context otherwise requires, the following terms shall have the following meanings.

“Accountants’ Report”	the accountants’ report of our Company, the text of which is set out in Appendix I to this document
“affiliate(s)”	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC”	the Accounting and Financial Reporting Council of Hong Kong
“Articles” or “Articles of Association”	the articles of association of our Company, as amended, which shall become effective from the [REDACTED] and a summary of which is set out in Appendix III of this document
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors
“business day”	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business

[REDACTED]

“China”, “Chinese Mainland” or “the PRC”	the People’s Republic of China, and for the purposes of this document only, except where the context requires otherwise, references to China or the PRC exclude Hong Kong, the Macao Special Administrative Region of the People’s Republic of China and Taiwan region of the People’s Republic of China
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong)

DEFINITIONS

“Company”, “our Company”, or “the Company”	Beijing Yuanxin Technology Group Co., Ltd.* (北京圓心科技集團股份有限公司), a joint stock company with limited liabilities established under the laws of the PRC on March 20, 2015
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to the Tianjin Chuanyou Group, Yuan Miaoren, group of controlling shareholders including Mr. He Tao, Ms. Meng Zhe and Mr. He Weizhuang as of the Latest Practicable Date
“covered Class III, Grade A hospitals”	Class III, Grade A hospitals located within one kilometer of our pharmacy and Class III, Grade A hospitals where prescriptions can be fulfilled by our pharmacy
“CSRC”	the China Securities Regulatory Commission
“Director(s)”	the director(s) of our Company
“EIT”	the PRC enterprise income tax
“EIT Law”	the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》), as amended, supplemented or otherwise modified from time to time
“Exchange Participant”	a person: (a) who, in accordance with the Rules of the Stock Exchange, may trade on or through the Stock Exchange; and (b) whose name is entered in a list, register or roll kept by the Stock Exchange as a person who may trade on or through the Stock Exchange
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong

[REDACTED]

“FY”	financial year ending December 31
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[REDACTED]

DEFINITIONS

“Governmental Authority”

any governmental, regulatory, or administrative commission, board, body, authority, or agency, or any stock exchange, self-regulatory organisation, or other non-governmental regulatory authority, or any court, judicial body, tribunal, or arbitrator, in each case whether national, central, federal, provincial, state, regional, municipal, local, domestic, foreign, or supranational

“Group”, “our Group”, “the Group”, “we”, “us”, or “our”

the Company and its subsidiaries from time to time, and where the context requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time

“Guide for New Listing Applicants”

the Guide for New Listing Applicants issued by the Hong Kong Stock Exchange effective from January 1, 2024 (as amended, supplemented or otherwise modified from time to time)

“H Share(s)”

shares in our ordinary share capital with a nominal value of RMB1.0 each, to be listed and traded on the Stock Exchange

[REDACTED]

“HK” or “Hong Kong”

the Hong Kong Special Administrative Region of the People’s Republic of China

“HK\$”, “HK dollars” or “Hong Kong dollars”

Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

DEFINITIONS

[REDACTED]

“IFRS”	International Financial Reporting Standards, as issued by the International Accounting Standards Board
“Independent Third Party(ies)”	any entity or person who is not a connected person of our Company or an associate of such person within the meaning ascribed to it under the Listing Rules

[REDACTED]

DEFINITIONS

[REDACTED]

“Latest Practicable Date” April 14, 2026 being the latest practicable date for ascertaining certain information in this document before its publication

“Laws” all laws, statutes, legislation, ordinances, rules, regulations, guidelines, opinions, notices, circulars, directives, requests, orders, judgments, decrees, or rulings of any Governmental Authority (including the Stock Exchange and the SFC) of all relevant jurisdictions

[REDACTED]

“Listing Committee” the Listing Committee of the Stock Exchange

[REDACTED]

“Listing Rules” or “Hong Kong Listing Rules” the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

“Main Board” the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the Growth Enterprise Market of the Stock Exchange

“MIIT” Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部) (formerly known as the Ministry of Information Industry of the PRC (中華人民共和國信息產業部))

“MOFCOM” the Ministry of Commerce of the PRC (中華人民共和國商務部) (formerly known as the Ministry of Foreign Trade and Economic Cooperation of the PRC (中華人民共和國對外經濟貿易部))

“NPC” the National People’s Congress of the PRC (中華人民共和國全國人民代表大會)

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[REDACTED]

“Overall Coordinator” the overall coordinator as named in the section headed “Directors and Parties Involved in the [REDACTED]” in this document

[REDACTED]

“PRC Company Law” the Company Law of the PRC, as amended, modified and/or otherwise supplemented from time to time

“PRC Data Compliance Adviser” Jingtian & Gongcheng, our legal adviser on PRC laws, in respect of certain PRC data compliance matters

“PRC GAAP” generally accepted accounting principles in the PRC

“PRC Legal Adviser” Jingtian & Gongcheng, our legal adviser on PRC laws

“Pre-[REDACTED] Investment(s)” the investment(s) in our Company undertaken by the Pre-[REDACTED] Investors prior to this [REDACTED], the details of which are set out in “History and Corporate Structure”

“Pre-[REDACTED] Investor(s)” the investors in our Company prior to our [REDACTED], as set out in “History and Corporate Structure”

[REDACTED]

“QIB” a qualified institutional buyer within the meaning of Rule 144A

DEFINITIONS

“Regulation S”	Regulation S under the U.S. Securities Act
“RMB” or “Renminbi”	Renminbi, the lawful currency of China
“Rule 144A”	Rule 144A under the U.S. Securities Act
“SAFE”	the State Administration for Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAMR”	the State Administration for Market Regulation of the PRC (中華人民共和國國家市場監督管理總局)
“SAT”	the State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“SFC”	Securities and Futures Commission of Hong Kong
“SFO” or “Securities and Futures Ordinance”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Shanghai-Hong Kong Stock Connect”	a securities trading and clearing links program developed by the Stock Exchange, Shanghai Stock Exchange, HKSCC and China Securities Depository and Clearing Corporation Limited for mutual market access between Hong Kong and Shanghai
“Share(s)”	shares in the share capital of our Company, with a nominal value of RMB1.00 each, comprising our Unlisted Shares and H Shares
“Shareholder(s)”	holder(s) of our Share(s)
“Shenzhen-Hong Kong Stock Connect”	a securities trading and clearing links program developed by the Stock Exchange, Shenzhen Stock Exchange, HKSCC and China Securities Depository and Clearing Corporation Limited for mutual market access between Hong Kong and Shenzhen
[REDACTED]	
“Sole Sponsor”	the Sole Sponsor of the [REDACTED] as named in “Directors and Parties Involved in the [REDACTED]”
[REDACTED]	
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

DEFINITIONS

“subsidiary” or “subsidiaries”	has the meaning ascribed to it in section 15 of the Companies Ordinance
“substantial shareholder(s)”	has the meaning ascribed to it in the Listing Rules
“Takeovers Code”	Codes on Takeovers and Mergers and Share Buy-backs issued by the SFC
“Tencent”	Tencent Holdings Limited, a company whose shares are listed on the Stock Exchange (stock code: 700 (HKD counter) and 80700 (RMB counter)), or Tencent Holdings Limited and/or its subsidiaries, as the case may be, and one of our substantial shareholders
“Tencent Computer”	Shenzhen Tencent Computer Systems Company Limited (深圳市騰訊計算機系統有限公司), a company established in the PRC on November 11, 1998 and a subsidiary of Tencent, one of our substantial shareholders
“Tianjin Chuanyou”	Tianjin Chuanyou Internet LP* (天津川又網絡科技合夥企業(有限合夥)), a limited partnership established in the PRC on December 15, 2020, and one of our Controlling Shareholders
“Tianjin Chuanyou Group”	the group comprising Tianjin Chuanyou, Tianjin Jinbei Information Consulting LP* (天津瑾碯信息諮詢合夥企業(有限合夥)), Tianjin Kewei Information Consulting Co. Ltd.* (天津柯薇信息諮詢有限公司), Pingxiang Suicun Information Consultation LP* (萍鄉市穗邨信息諮詢有限合夥企業(有限合夥)), Shanghai Shuofu Business Consultation LP* (上海朔賦商務諮詢合夥企業(有限合夥)), Shanghai Jincha Information Consultation LP* (上海瑾槎信息諮詢合夥企業(有限合夥)), Pingxiang Liaobei Consultation LP* (萍鄉市燎碯諮詢有限合夥企業(有限合夥)), including Mr. He Tao (directly and indirectly through his controlled entities), Ms. Meng Zhe and Mr. He Weizhuang who beneficially own approximately 79.78%, 16.00% and 4.22% of the partnership interests, respectively, in the share capital of Tianjin Chuanyou through the intermediate entities named above
“Track Record Period”	for the years ended December 31, 2023, 2024 and 2025
“Trial Measures”	the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (“境內企業境外發行證券和上市管理試行辦法”), promulgated by the CSRC on February 17, 2023
“U.S.”, “US” or “United States”	the United States of America, its territories, its possessions and all areas subject to its jurisdictions
“U.S. dollars”, “US dollars” or “USD”	United States dollars, the lawful currency of the United States

DEFINITIONS

“U.S. SEC” the Securities and Exchange Commission of the United States

“U.S. Securities Act” United States Securities Act of 1933 and the rules and regulations promulgated thereunder

[REDACTED]

“Unlisted Shares” ordinary share(s) issued by our Company, with a nominal value of RMB1.00 each, which is/are not listed on any stock exchange

“VAT” value-added tax

[REDACTED]

“Yuan Miaoren” Tianjin Yuan Miaoren Management Consultant LP* (天津圓妙人管理諮詢合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on September 16, 2015, and one of our Controlling Shareholders

“Yuanxin Huibao” Beijing Yuanxin Huibao Technology Co., Ltd.* (北京圓心惠保科技有限公司), a limited company established under the laws of the PRC on April 15, 2019, a connected subsidiary of our Company

“Yuanxin Huibao Group” Yuanxin Huibao and its subsidiaries

“YX Group” our Group (other than Yuanxin Huibao and its subsidiaries)

“YX Pharmacies” the pharmacies which are members of our Group

“%” percent

* English translations of company names and other terms from the Chinese language are provided for identification purposes only. In this document, should there be any discrepancy between the Chinese names of the entities or enterprises established in China and its English translation, the Chinese names shall prevail.