A. FURTHER INFORMATION ABOUT OUR GROUP

1. Incorporation

Our Company was established in the PRC on March 20, 2015 and was converted to a joint stock company with limited liability under the PRC Company Law with effect from June 28, 2021. Our Company has established a place of business in Hong Kong at Room 1922, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong, and was registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on August 17, 2021. Ms. Lai Ho Yan has been appointed as our agent for the acceptance of service of process and notices on behalf of our Company in Hong Kong.

As the Company was incorporated in the PRC, its operations are subject to the relevant laws and regulations of the PRC. A summary of the relevant aspects of laws and regulations of the PRC and the Articles of Association is set out in Appendix V and VI, respectively.

2. Changes in Share Capital of our Company

Pursuant to the shareholders' resolutions dated November 27, 2025, all of the Shareholders of our Company approved the increase of share capital. Upon completion, the total share capital of our Company increased from 954,526,965 Shares to 987,243,144 Shares.

Saved as disclosed above, there were no other capital changes in our Company within the two years immediately preceding the date of this document and until the Latest Practicable Date.

3. Resolutions Passed by Our Shareholders' General Meeting in Relation to the [REDACTED]

At the extraordinary general meeting of the Shareholders held on March 30, 2026, the following resolutions, among other things, were duly passed:

(a) the [**REDACTED**] by the Company of H Shares with a nominal value of RMB1.00 each and such H Shares be [**REDACTED**] on the Stock Exchange;

(b) the number of H Shares to be [**REDACTED**] before the exercise of the [**REDACTED**] shall not exceed [**REDACTED**]% of the enlarged share capital of our Company upon completion of the [**REDACTED**] and granting the [**REDACTED**] the [**REDACTED**] of no more than [**REDACTED**]% of the above number of H Shares to be [**REDACTED**];

(c) subject to the completion of the [**REDACTED**], the Articles of Association has been approved and adopted, which shall only become effective on the [**REDACTED**], and our Board has been authorized to amend the Articles of Association in accordance with any comments from the Stock Exchange and the relevant PRC regulatory authorities; and

(d) authorising our Board and its authorized persons to handle all relevant matters relating to, among other things, the [**REDACTED**], the [**REDACTED**] of H Shares and the [**REDACTED**].

4. Changes in Share Capital of our Principal Subsidiaries

The list of our principal subsidiaries as of the Latest Practicable Date is set out in the Accountants' Report, the text of which is set out in Appendix I to this document. Save as disclosed below, there has been no alteration in the share capital of any of our principal subsidiaries within the two years immediately preceding the date of this document.

Jiangsu Langrun Pharmaceutical Co., Ltd. (江蘇朗潤藥業有限公司)

On November 5, 2025, the registered share capital of Jiangsu Langrun Pharmaceutical Co., Ltd. reduced from RMB500 million to RMB100 million.

Guangdong Yuanxin Hengjintang Pharmaceutical Chain Co., Ltd. (廣東圓心恒金堂醫藥連鎖有限公司)

On November 19, 2025, the registered share capital of Guangdong Yuanxin Hengjintang Pharmaceutical Chain Co., Ltd. reduced from RMB500 million to RMB250 million.

Shandong Yuanxin Pharmacy Co., Ltd. (山東圓心大藥房有限公司)

On November 7, 2025, the registered share capital of Shandong Yuanxin Pharmacy Co., Ltd. reduced from RMB60 million to RMB7 million.

Guangdong Yuanxin Pharmaceutical Co., Ltd. (廣東圓心藥業有限公司)

On November 7, 2025, the registered share capital of Guangdong Yuanxin Pharmaceutical Co., Ltd. reduced from RMB999.99 million to RMB900 million.

Wuhan Yuanxin Pharmacy Chain Co., Ltd. (武漢圓心大藥房連鎖有限公司)

On March 25, 2026, the registered share capital of Wuhan Yuanxin Pharmacy Chain Co., Ltd. increased from RMB10 million to RMB35 million.

Beijing Yuanxin Pharmaceutical Technology Holding Co., Ltd. (北京圓心醫藥科技控股有限公司)

On November 7, 2025, the registered share capital of Beijing Yuanxin Pharmaceutical Technology Holding Co., Ltd. (北京圓心醫藥科技控股有限公司) reduced from RMB500 million to RMB300 million.

Shanghai Yuexin Pharmacy Co, Ltd. (上海躍信藥房有限公司)

On October 30, 2025, the registered share capital of Shanghai Yuexin Pharmacy Co, Ltd. (上海躍信藥房有限公司) increased from RMB300,000 to RMB10 million.

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of Material Contracts

The following are contracts (not being contracts entered into in the ordinary course of business) entered into by any member of our Group within the two years immediately preceding the date of this document that are or may be material:

(a) [**REDACTED**].

2. Intellectual Property Rights

Save as disclosed below, as of the Latest Practicable Date, there were no other trademarks, service marks, patents, intellectual property rights, or industrial property rights which are or may be material in relation to our business.

Trademarks Registered in China

As at the Latest Practicable Date, we had registered the following trademarks which we consider to be or may be material to our business:

No.	Trademark	Registered Owner	Place of Registration	Class	Registration Number	Expiry Date (yyyy/mm/dd)
1.	圆心大药房	the Company	China	35	23675884	2028/07/13
2.	圆心科技	the Company	China	35	37111317	2030/08/20
3.	妙手	the Company	China	38	16320091	2036/04/06
4.	圆心大药房	the Company	China	35	39469820	2030/11/20
5.	妙手医生	the Company	China	44	16320031	2036/05/13
6.	妙手	the Company	China	44	28923570	2029/07/06
7.	圆心科技	the Company	China	44	37111337	2030/08/20
8.	圆心惠保	Yuanxin Huibao	China	36	38352462	2030/01/13
9.	圆心惠保	Yuanxin Huibao	China	42	38368052	2030/01/13
10.	圆心惠保	Yuanxin Huibao	China	44	38367595	2030/01/13
11.	圆心妙手大药房	the Company	China	35	57172493	2032/01/13
12.	圆心惠保	the Company	China	5	56820493	2031/12/06
13.	圆心惠保	the Company	China	9	56844752	2031/12/06
14.	圆心惠保	the Company	China	10	56840409	2031/12/06
15.	圆心惠保	the Company	China	35	56831758	2031/12/13
16.	圆心大药房	the Company	China	36	56803479	2031/12/27
17.	圆心惠保	the Company	China	38	56821302	2031/12/13
18.	圆心大药房	the Company	China	44	56815113	2032/03/27
19.	圆心科技	the Company	China	35	56805468	2032/04/20
20.	圆心医疗	the Company	China	35	56790311	2032/04/13
21.	圆心药房	the Company	China	35	56795250	2032/04/13
22.	圆心医互	the Company	China	44	63378374	2032/09/13
23.	圆心医互	the Company	China	35	63371684	2032/09/13

No.	Trademark	Registered Owner	Place of Registration	Class	Registration Number	Expiry Date (yyyy/mm/dd)
24.	圆心医互	the Company	China	38	63354151	2032/09/13
25.	妙手侠	the Company	China	35	60281702	2032/05/06
26.	妙手侠	the Company	China	9	60270886	2032/05/06
27.	圆心医互	the Company	China	42	63354158	2032/10/13

Trademarks Registered in Hong Kong

As at the Latest Practicable Date, we had registered the following trademarks in Hong Kong which we consider to be or may be material to our business:

No.	Trademark	Registered Owner	Place of Registration	Class	Registration Number	Expiry Date (yyyy/mm/dd)
1.	圆心医疗	the Company	Hong Kong	44	305688857	2031/07/15
2.	圆心科技	the Company	Hong Kong	35, 36, 44	305688721	2031/07/15
3.	惠保 圆心惠保	the Company	Hong Kong	36, 42, 44	305688866	2031/07/15
4.	圆心药房	the Company	Hong Kong	35	305688749	2031/07/15

Copyrights

As at the Latest Practicable Date, we had registered the following copyrights in China which we consider to be or may be material to our business:

No.	Copyright	Version	Registered Owner	Registration Number	Registration Date (yyyy/mm/dd)
1.	Miaoshou Doctor Software (desktop version) ("Miaoshou Doctor") (妙手醫生軟件(安卓版),簡稱:妙手醫生)	2.6.0	the Company	2016SR083509	2016/04/21
2.	Miaoshou Doctor Software (iOS Doctor's Version) (妙手醫生軟件(iOS醫生版))	1.0.0	the Company	2017SR468167	2017/08/24
3.	Miaoshou Doctor Software (Android Doctor's version) (妙手醫生軟件(Android醫生版))	1.0.0	the Company	2017SR475404	2017/08/29
4.	Miaoshou Brand Doctor System ("Brand Doctor") (妙手品牌醫生系統,簡稱:品牌醫生)	V1.0	the Company	2018SR994423	2018/12/10

No.	Copyright	Version	Registered Owner	Registration Number	Registration Date (yyyy/mm/dd)
5.	Miaoshou Doctor System (妙手醫生系統)	V1.2.7	the Company	2018SR993309	2018/12/10
6.	Miaoshou Order Management System (妙手訂單處理系統)	V1.0	the Company	2019SR0164375	2019/02/21
7.	Miaoshou Supply Chain Management System (妙手供應鏈管理系統)	V1.0	the Company	2019SR0241660	2019/03/12
8.	Miaoshou Doctor Pharmacy Platform ("**Miaoshou Pharmacy**") (妙手醫生藥診店平台, 簡稱:妙手藥診店)	V1.0.0	the Company	2019SR0332417	2019/04/15
9.	Yuanxin Chronic Diseases Management Software (圓心慢病管理系統軟件)	V2.0	Beijing Yuanxin Medical Technology Co., Ltd. (北京圓心醫療科技有限公司)	2020SR0750416	2020/7/9
10.	Yuanxin Smart Monitoring Medicine System Software (圓心藥品智能監管系統軟件)	V2.0	Beijing Yuanxin Medical Technology Co., Ltd. (北京圓心醫療科技有限公司)	2020SR0750409	2020/7/9
11.	Yuanxin Prescription Sharing Platform Software (圓心處方共享平台軟件)	V2.0	Beijing Yuanxin Medical Technology Co., Ltd. (北京圓心醫療科技有限公司)	2020SR0757219	2020/07/10
12.	Yuanxin Major Emergency Diseases Insurance Management System (圓心重特大疾病醫療保險管理系統)	V2.0	Beijing Yuanxin Medical Technology Co., Ltd. (北京圓心醫療科技有限公司)	2020SR0827650	2020/7/24
13.	Yuanxin Smart Hospital Management Software (圓心智慧醫院系統軟件)	V2.0	Beijing Yuanxin Medical Technology Co., Ltd. (北京圓心醫療科技有限公司)	2020SR0827639	2020/07/24
14.	Yuanxin Internet Hospital Software System (圓心互聯網醫院系統軟件)	V2.0	Beijing Yuanxin Medical Technology Co., Ltd. (北京圓心醫療科技有限公司)	2020SR0827631	2020/07/24
15.	A method and system for the batch recognition of pharmaceutical regulatory codes based on neural networks (一種基於神經網路的藥品監管碼批量識別方法及系統)	V1.0	the Company	CN202510370581.6	2045/03/27
16.	A method and system for intelligent information push notifications based on patient medical records (一種基於患者病歷的信息智能推送方法及系統)	V1.0	the Company	CN202410107409.7	2044/01/25

No.	Copyright	Version	Registered Owner	Registration Number	Registration Date (yyyy/mm/dd)
17.	A method and system for the sharing and circulation of electronic prescriptions in internet hospitals (一種互聯網醫院電子處方共享流轉方法和系統)	V1.0	the Company	CN202510845884.9	2045/06/24
18.	An method and system for correlating pharmaceutical identification information based on intelligent multi-source data fusion (一種基於多源數據融合的藥品標識信息智能關聯方法及系統)	V1.0	the Company	CN202510962581.5	2045/07/14
19.	A method for multi-agent collaborative customer service agents (一種多角色協同的客服智能體方法)	V1.0	Yuanxin Huibao	CN202511453218.7	2045/10/13
20.	An AI-based method for intelligent image recognition (一種基於AI視覺的圖像智能識別方法)	V1.0	Yuanxin Huibao	CN202511772252.0	2045/11/28

Domain Names

As at the Latest Practicable Date, we owned the following domain names in China which we consider to be or may be material to our business:

No.	Domain Name	Registered Owner	Expiry Date (yyyy/mm/dd)
1.	miaoshou.net	the Company	2030/02/27
2.	miaoshou.com	Guangdong Yuanxin Hengjintang Pharmaceutical Chain Co., Ltd. (廣東圓心恒金堂醫藥連鎖有限公司)	2028/06/25
3.	miaoshous.com	Yinchuan Miaoshou Internet Hospital Co., Ltd. (銀川妙手互聯網醫院有限公司)	2026/05/12
4.	yuanxinjituan.com	the Company	2028/11/03

C. FURTHER INFORMATION ABOUT OUR DIRECTORS

1. Particulars of Directors' Service Contracts and Appointment Letters

Each of the Directors entered into a service contract or appointment letter with our Company. The principal particulars of these service contracts and appointment letters comprise (a) the term of the service; (b) subject to termination in accordance with their respective term; and (c) a dispute resolution provision. The service contracts and appointment letters may be renewed in accordance with our 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 (other than contracts expiring or determinable by the relevant employer within one year without the payment of compensation (other than statutory compensation)).

2. Remuneration of Directors

Save as disclosed in the sections headed "Directors and Senior Management" and under "Accountants' Report – II Notes to the Historical Financial Information – 11. Directors' and Chief Executive's Remuneration" in Appendix I in this document no Director received other remuneration or benefits in kind from our Company in respect of each of the years ended December 31, 2023, 2024 and 2025.

3. Disclosure of Interests

Interests and Short Positions of our Directors in the Registered Capital of our Company or our Associated Corporations following Completion of the [**REDACTED**]

Immediately following completion of the [**REDACTED**] (assuming the [**REDACTED**] is not exercised), the interests or short positions of our Directors and chief executive in the Shares, underlying shares and debentures of our Company or our associated corporations (within the meaning of Part XV of the SFO), which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he/she is 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' contained in the Listing Rules, to be notified to our Company and the Stock Exchange are set out below:

Interest in our Company

Name of Director	Nature of Interest	Number of Shares	Approximate % of shareholding in the Unlisted Shares/ H Shares (as applicable) of our Company after the [REDACTED]	Approximate % of interest in the total share capital of our Company immediately after the [REDACTED][(1)]
Mr. He Tao[(2)]	Interest in controlled corporations	[286,849,962] Unlisted Shares	[**REDACTED**]%	[**REDACTED**]%
		[66,413,538] H Shares	[**REDACTED**]%	[**REDACTED**]%

Name of Director	Nature of Interest	Number of Shares	Approximate % of shareholding in the Unlisted Shares/ H Shares (as applicable) of our Company after the [REDACTED]	Approximate % of interest in the total share capital of our Company immediately after the [REDACTED][1]
Mr. Zhou Kui[3]	Interest in controlled corporations	[50,879,286] Unlisted Shares	[**REDACTED**]%	[**REDACTED**]%
		[33,919,524] H Shares	[**REDACTED**]%	[**REDACTED**]%

Notes:

(1) The calculations are made assuming the [**REDACTED**] is not exercised.

(2) Mr. He Tao will be interested in the shares of our Company indirectly through Tianjin Chuanyou Group and Yuan Miaoren. Tianjin Chuanyou Group and Yuan Miaoren, will be interested in [**REDACTED**]% and [**REDACTED**]% of the issued share capital of our Company, respectively, immediately after the [**REDACTED**] (assuming the [**REDACTED**] is not exercised), with an aggregate interest of [**REDACTED**]% in the issued share capital of our Company. The controlling shareholder of Tianjin Chuanyou is Mr. He Tao (directly and indirectly through his controlled entities) holds approximately 79.78% of the partnership interest in Tianjin Chuanyou. In addition, Mr. He Tao also controls all of the voting rights of Yuan Miaoren in our Company. Yuan Miaoren was established in the PRC as a limited partnership for the motivation of our senior management, core employees and other skilled personnel and for providing incentives for their contributions to our Company. As of the Latest Practicable Date, Yuan Miaoren holds 68,603,670 shares of our Company, and Tianjin Chuanyou is the general partner of Yuan Miaoren. Accordingly, Tianjin Chuanyou Group and Yuan Miaoren will constitute the Controlling Shareholders of our Company, with Mr. He Tao being their respective ultimate controlling shareholder. For further information, see sections headed "Relationship with Our Controlling Shareholders" and "History and Corporate Structure – Our Structure Immediately Following the [**REDACTED**]".

(3) Mr. Zhou Kui is deemed to be interested in (i) 31,684,410 Shares held by HongShan Huanxin, (ii) 23,407,650 Shares held by HongShan Jiachen and (iii) 29,706,750 Shares held by HongShan Junheng. HongShan Huanxin, HongShan Jiachen and HongShan Junheng are limited partnerships established under the laws of the PRC. For HongShan Huanxin, its general partner is Beijing HongShan Kunde Investment Management Center (Limited Partnership) (北京紅杉坤德投資管理中心(有限合夥)), whose general partner is Shanghai Huanyuan Investment Management Company Limited (上海桓遠投資管理有限公司), which in turn is held as to 97% by Mr. Zhou Kui. For HongShan Jiachen, its general partner is Shenzhen HongShan Antai Equity Investment Partnership (Limited Partnership) (深圳紅杉安泰股權投資合夥企業(有限合夥)), whose general partner is Shenzhen HongShan Huanyu Investment Consulting Company Limited (深圳市紅杉桓宇投資諮詢有限公司), which in turn is held as to 70% by Mr. Zhou Kui. For HongShan Junheng, its general partner is Shanghai Zheyou Investment Center (Limited Partnership) (上海喆酉投資中心(有限合夥)), whose general partner is HongShan Capital Investment Management (Tianjin) Company Limited (紅杉資本股權投資管理(天津)有限公司), it is also ultimately controlled by Zhou Kui.

Interest in Associated Corporations of our Company

Name of Director	Name of Associated Corporation	Nature of Interest	Registered Capital	Approximate % Interest in the Associated Corporation immediately after the [REDACTED]
Mr. He Tao[1]	Yuanxin Huibao	Interest in a controlled corporation	3,000,000	[**REDACTED**]%

Note:

(1) Mr. He Tao will be interested in the shares of Yuanxin Huibao indirectly through Tianjin Chenghong Enterprise Management LP (天津成弘企業管理合夥企業(有限合夥)) ("**Tianjin Chenghong**"). Tianjin Chenghong is owned as to 99% and 1% by Mr. He Tao and the Company, respectively, and Tianjin Chenghong holds approximately 15.95% of registered capital in Yuanxin Huibao as of the Latest Practicable Date.

Interests and Short Positions Disclosable under Divisions 2 and 3 of Part XV of the SFO

For information, so far as is known to our Directors or chief executive, of each person, other than our Directors or chief executive, who immediately following completion of the [**REDACTED**] (assuming the [**REDACTED**] is not exercised) will have an interest or short position in the Shares or underlying shares of our Company which would fall to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, is, directly or indirectly, interested in 10% or more of the issued voting shares of any other member of our Group, see "Substantial Shareholders".

Save as set out above, as of the Latest Practicable Date, our Directors were not aware of any persons who would, immediately following the completion of the [**REDACTED**], be interested, directly or indirectly, in 10% or more of the nominal of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of our Group or had option in respect of such capital.

D. OTHER INFORMATION

1. Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to fall upon any member of our Group.

2. Litigation

Save as disclosed in this document, no member of our Group is engaged in any litigation, arbitration or claim of material importance, and no litigation, arbitration or claim of material importance is known to our Directors to be pending or threatened by or against our Company that would have a material adverse effect on our Company's results of operations or financial condition.

3. Sole Sponsor

Huatai Financial Holdings (Hong Kong) Limited satisfies the independence criteria applicable to the sponsor set out in Rule 3A.07 of the Listing Rules. Pursuant to the engagement letter entered into between our Company and the Sole Sponsor, we have agreed to pay the Sole Sponsor a fee of US$800,000 to act as the sponsor of our Company in connection with the proposed [**REDACTED**] on the Stock Exchange.

4. Consent of Experts

The qualification of the experts, as defined under the Hong Kong Listing Rules, who have given opinions in this document are as follows:

Name	Qualification
Huatai Financial Holdings (Hong Kong) Limited	A licenced corporation under the SFO for type 1 (dealing in securities), type 2 (dealing in futures contracts), type 3 (leveraged foreign exchange trading), type 4 (advising on securities), type 6 (advising on corporate finance), type 7 (providing automated trading services) and type 9 (asset management) of the regulated activities as defined under the SFO
Jingtian & Gongcheng	PRC Legal Adviser and PRC Data Compliance Adviser
Ernst & Young	Certified Public Accountants and Registered Public Interest Entity Auditor
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Industry consultant

Save as otherwise disclosed in this document, as at the Latest Practicable Date, none of the experts named above has any shareholding in any member of our Group or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

Each of the experts named above have given and have not withdrawn their respective written consent to the issue of this document with copies of their reports, letters, opinions or summaries of opinions (as the case may be) and the references to their names included herein in the form and context in which they are respectively included.

5. Binding Effect

This document shall have the effect, if an application is made in pursuance hereof, 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 so far as applicable.

6. 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). In case of any discrepancies between the English language version and Chinese language version of this document, the English language version shall prevail.

7. Preliminary Expenses

We have not incurred any material preliminary expenses in relation to the incorporation of our Company.

8. Promoter

The promoters of our Company comprised all of the 31 then shareholders of our Company as at June 28, 2021 before our conversion into a joint stock limited liability company. Save as disclosed in this document, within the two years immediately preceding the date of this document, no cash, securities or benefit has been paid, allotted or given, or is proposed to be paid, allotted or given to the promoters named above in connection with the [**REDACTED**] or the related transactions described in this document.

9. Restriction on Share Repurchases

For details of the restrictions on share repurchases by the Company, see "Summary of the Articles of Association – II. Increase, Reduction and Repurchase of Shares – Repurchase of Shares" in Appendix III to this document.

10. Disclaimer

(a) Save as disclosed in this document, within the two years immediately preceding the date of this document:

(i) there are no commissions (but not including commission to [**REDACTED**]) for subscribing or agreeing to subscribe, or procuring or agreeing to procure subscriptions, for any shares in or debentures of our Company; and

(ii) there are no commissions, discounts, brokerages or other special terms granted in connection with the issue or sale of any capital of any member of our Group, and no Directors, promoters or experts received any such payment or benefit.

(b) Save as disclosed in this document:

(i) there are no founder, management or deferred shares in our Company or any member of our Group;

(ii) we do not have any promoter and no cash, securities or other benefit has been paid, allotted or given within the two years immediately preceding the date of this document, or are proposed to be paid, allotted or given to any promoters;

(iii) none of the Directors or the experts named in the part headed "– D. Other Information – 4. Consent of Experts" below has any interest, direct or indirect, in the promotion of, or in any assets which have been, within the 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;

(iv) there are no bank overdrafts or other similar indebtedness by our Company or any member of our Group;

(v) there are no hire purchase commitments, guarantees or other material contingent liabilities of our Company or any member of our Group;

(vi) there are no outstanding convertible debt securities or debentures of our Company or any member of our Group;

(vii) there are no other stock exchange on which any part of the equity or debt securities of our Company is listed or dealt in or on which listing or permission to deal is being or is proposed to be sought;

(viii) no capital of any member of our Group is under option, or is agreed conditionally or unconditionally to be put under option;

(ix) there are no contracts or arrangements subsisting at the date of this document in which a Director is materially interested or which is significant in relation to the business of our Group; and

(x) there is no arrangement under which future dividends are waived or agreed to be waived.