OVERVIEW

Tracing our origins to 1989, we are among the earliest biopharmaceutical companies in China and one of the first Industrialization Bases of the National "863" Plan. Over the years, our Group has evolved into an innovative biopharmaceutical company with international reach, specializing in the R&D, manufacturing and commercialization of recombinant proteins, antibodies and targeted-delivery therapies.

In August 2019, our Company was converted into a joint stock company with limited liability. Since December 2020, our A Shares have been listed on the STAR Market under the stock code 688136.

BUSINESS MILESTONES

The following is a summary of our key business development milestones.

Year	Event
1989	We commenced operation through Shenzhen Kexing Biological Products Company (深圳科興生物製品公司), our predecessor, as an industrial base for interferon production.
1996	Our SINOGEN (赛若金®) Human Interferon α1b for Injection was approved for production as a Class I biological product.
1997	Our Company was established as an industrial platform for recombinant human erythropoietin.
1998	Our EPOSINO (依普定®) Human Erythropoietin Injection was approved for production as a Class II biological product.
1999	Our WHITE-C (白特喜®) Human Granulocyte Colony-stimulating Factor Injection was approved for production.
2000	We were recognized by the Ministry of Science and Technology as an Industrialization Base of National "863 Plan" (國家863計劃成果產業化基地).
2001	Our CLOBICO (常乐康®) Combined Live Clostridium Butyricum and Bifidobacterium Powder/Capsule was approved for production. We sold our first batch of human erythropoietin overseas, marking the commencement of our overseas market expansion
2017	Our technology center was recognized as a Shandong Provincial Enterprise-level Technology Center (山東省企業技術中心).
2020	Our A Shares were listed on the STAR Market (stock code: 688136).
2021	We obtained the global commercialization rights (excluding the United States) of albumin-bound paclitaxel from Haichang Biotech Co., Ltd. (浙江海昶生物醫藥股份有限公司), embarking on our product in-licensing strategy.

Year	Event
2024	Our paclitaxel for injection (albumin-bound) production line at our Jinan manufacturing base obtained GMP certification in accordance with the relevant regulations of the European Medicines Agency, rendering the medicine eligible for market access in the EU. We were recognized as a "Shandong Provincial-level Waste-free Factory for 2024" (2024年度山東省省級無廢工廠) and "Shandong Provincial-level Green Factory for 2024" (2024 年度山東省省級綠色工廠).

OUR MAJOR SUBSIDIARIES

The following sets out the details of our subsidiaries that made or are expected to make a material contribution to our results of operations.

Name	Date of establishment	Place of establishment	Principal business activities	Equity interest attributable to our Group
Kexing Pharmaceutical . .	March 23, 2018	PRC	Production, sales and R&D of pharmaceutical products	100%
Shandong Tuoyi Technology Consulting Co., Ltd. (山東拓益科技諮詢有限公司) . . .	March 24, 2022	PRC	Pharmaceutical promotion services	100%
Kexing Risedo Pharm Co., Ltd. (深圳科興醫藥有限公司).	September 23, 2022	PRC	Sales of pharmaceutical products	100%

For further details of our subsidiaries, see "— Corporate Structure." For changes in the registered capital of our subsidiaries, see "Statutory and General Information — A. Further Information about Our Group — 3. Changes in the Capital of Our Subsidiaries" in Appendix V.

MAJOR SHAREHOLDING CHANGES OF OUR COMPANY

Early Development of our Company

On August 22, 1997, our Company was established as a sino-foreign equity joint venture under the laws of the PRC. As of our establishment, our Company has a registered capital of RMB61,000,000, held by Shenzhen Yongming Industrial Co., Ltd. (深圳市永銘實業有限公司) as to 26.00%, Vivogen Pte Ltd. (新加坡偉沃生物技術開發公司) as to 25.00%, Zhangqiu Economic and Technological Development Investment Corporation (章丘市經濟技術開發投資總公司) as to 19.60%, Hainan Yalong Industrial Corporation (海南亞龍實業總公司) as to 14.70% and Beijing Biotech Technical Development Co., Ltd. (北京百奧特技術開發有限責任公司) as to 14.70%.

Our Controlling Shareholders began acquiring equity interests in our Company in 2008, which at the time was held as to 57.59% and 42.41% by Shenzhen Kexing Bioengineering Co., Ltd. (深圳科興生物工程有限公司, "**Kexing Bioengineering**") and Zhang Leyong (張樂勇), respectively. In January 2008, Genzon Investment (then known as Genzon Real Estate Group Co., Ltd. (正中置業集團有限公司)) acquired Zhang Leyong's entire equity interest in our Company for a consideration of RMB20,200,000.

At the relevant time, Kexing Bioengineering was held as to 66.29%, 13.95%, 13.50% and 6.26% by Sinogen (China) Limited (賽若金(中國)有限公司, "**Sinogen China**"), Youjie Co., Ltd. (優傑有限公司, "**Youjie**"), Changan International Co., Ltd. (長安國際有限公司, "**Changan International**") and Beijing Holdings Co., Ltd. (北京控股有限公司, "**Beijing Holdings**"), respectively. In April 2008, Genzon Investment acquired from Youjie, Changan International and Beijing Holdings their respective entire equity interests in Kexing Bioengineering for a consideration of RMB21,817,500, RMB21,112,270 and RMB9,790,000, respectively. In February 2009, Genzon Investment injected RMB75,000,000 in cash into Kexing Bioengineering by way of capital increase, as a result of which its equity interest in Kexing Bioengineering increased to 50.65%. In July 2009 and December 2010, Genzon Investment, Shenzhen Zhengzhong Investment Development Co., Ltd. (深圳市正中投資發展有限公司), which is ultimately controlled by Mr. Deng, and Mr. Deng acquired the remaining equity interests in Kexing Bioengineering from Sinogen China for RMB4,902,774, RMB429,463,000 and RMB50,537,000, respectively. Upon completion of the acquisitions, and until Kexing Bioengineering ceased to be a Shareholder pursuant to the transfer as detailed below, Mr. Deng had remained the ultimate beneficial owner of Kexing Bioengineering.

In October 2012, Zhengzhong Industry Holding Group Co., Ltd. (正中產業控股集團有限公司, "**Zhengzhong Industry Holding**"), which was wholly owned by Genzon Investment, acquired 51% of the equity interests in our Company from Kexing Bioengineering for a consideration of RMB25,588,600. In September 2017, Zhengzhong Industry Holding acquired the remaining 49% of the equity interests in our Company from Kexing Bioengineering for a consideration of RMB43,985,634, hence becoming our sole Shareholder. In December 2018, our Company underwent two rounds of capital increases, upon completion of which our registered capital increased to RMB149,025,350. In April 2019, Zhengzhong Industry Holding transferred its entire equity interest in our Company to Shenzhen Keyi for nominal consideration. Throughout the period when Zhengzhong Industry Holding was a Shareholder, Mr. Deng had remained the ultimate beneficial owner of Zhengzhong Industry Holding.

Conversion into a Joint Stock Company

On August 8, 2019, our Company was converted into a joint stock company. Upon completion of the conversion, our Company had a total issued share capital of RMB149,025,350 divided into 149,025,350 Shares. The shareholding structure of our Company immediately following our conversion into a joint stock company was as follows:

Shareholder	Number of Shares	Percentage shareholding
Shenzhen Keyi	131,778,347	88.43%
Shenzhen Hengjian Enterprise Management Partnership (Limited Partnership) (深圳市恒健企業管理合夥企業(有限合夥), "**Shenzhen Hengjian**")(1)	9,230,790	6.19%
Shenzhen Yuzao Enterprise Management Partnership (Limited Partnership) (深圳市裕早企業管理合夥企業(有限合夥), "**Shenzhen Yuzao**")(2)	8,016,213	5.38%
Total	**149,025,350**	**100.00%**

Notes:

(1) Shenzhen Hengjian's then equity interest in our Company was acquired from Zhengzhong Industry Holding in April 2019 for a consideration of RMB38,000,000. Upon our Company's conversion into a joint stock company, Shenzhen Hengjian was held as to 35.62% by its executive partner, Mr. Zhao Xuejun (趙學軍), who was not a director or an employee of the Group and was an Independent Third Party. The other partners of Shenzhen Hengjian were Independent Third Parties and none of them owned 9% or more of its partnership interest. Shenzhen Hengjian disposed of all its equity interest in our Company after our A Share listing through on-market sales before it was deregistered on September 13, 2024.

(2) Shenzhen Yuzao's then equity interest in our Company was acquired through subscribing new registered capital in April 2019 for a consideration of RMB33,000,000. Upon our Company's conversion into a joint stock company, Shenzhen Yuzao was held by Mr. He Shehui (何社輝), an employee and our then core technical personnel, as the executive partner as to 26.59%, Mr. Zhao Yanqing (趙彥輕) as to 9.30%, Ms. Cui Ning (崔寧) as to 6.21%, Ms. Ma Hongjie (馬鴻傑) as to 5.58%, Mr. Huang Kaikun (黃凱昆) as to 4.65%, Ms. Wang Xiaoqin (王小琴) as to 3.03%, and other Independent Third Parties none of whom owned 3% or more of its partnership interests. Save for their equity interests in the Company and their positions as disclosed above and in "Directors and Senior Management," each of Mr. He Shehui, Mr. Zhao Yanqing, Ms. Cui Ning, Ms. Ma Hongjie, Mr. Huang Kaikun and Ms. Wang Xiaoqin is an Independent Third Party. Shenzhen Yuzao disposed of all its equity interest in our Company after our A Share listing through on-market sales before it was deregistered on September 20, 2024.

Listing on the STAR Market

On December 14, 2020, our A Shares were listed on the STAR Market under the stock code 688136. In connection with the A Share listing, we issued an aggregate of 49,675,300 A Shares, accounting for approximately 25.00% of our then enlarged share capital, raising net proceeds of RMB994.6 million. The shareholding structure of our Company immediately following our A Share listing was as follows:

Shareholder	Number of Shares	Percentage shareholding
Shenzhen Keyi	131,778,347	66.32%
Shenzhen Hengjian	9,230,790	4.65%
Shenzhen Yuzao	8,016,213	4.03%
Changjiang Wealth – Kexing Pharmaceutical Employee Strategic Placement Collective Asset Management Plan (長江財富-科興製藥員工戰略配售集合資產管理計劃, "**Changjiang Plan**")[(1)]	4,967,530	2.50%
Other A Shareholders	44,707,770	22.50%
Total	**198,700,650**	**100.00%**

Note:

(1) A total of 32 senior management members and key employees of our Company participated in our A Share initial public offering through the Changjiang Plan, which was managed by Shanghai Changjiang Wealth Asset Management Co., Ltd. (上海長江財富資產管理有限公司), an independent asset manager. As of our A Share listing, participants of the Changjian Plan included Mr. Zhao Yanqing (趙彥輕, our executive Director who owned 14.27% of its equity interest), Ms. Wang Xiaoqin (王小琴, our executive Director, 11.96%), Ms. Ma Hongjie (馬鴻傑, our deputy general manager, 9.25%), Ms. Cui Ning (崔寧, our executive Director, 6.26%), Mr. Huang Kaikun (黃凱昆, our non-executive Director, 2.78%), and other Independent Third Parties none of whom owned 8% or more of the equity interest in the Changjiang Plan. Pursuant to the asset management agreement, the asset manager is entitled to, among other things, manage and operate the underlying assets and make investment decisions independently as well as exercise relevant shareholder's rights in its own name, thus is the actual controlling entity of the Changjiang Plan.

As of the Latest Practicable Date, no A Shares of our Company were subject to any lock-up arrangements in connection with our A Share listing.

Restricted Share Incentive Plans

For the purposes of attracting and retaining talents and motivating our employees, our Shareholders adopted the 2022 Restricted Share Incentive Plan and 2024 Restricted Share Incentive Plan on May 19, 2022 and June 14, 2024, respectively, pursuant to which grantees of restricted Shares would be entitled to acquire, upon satisfaction of the relevant vesting conditions, newly issued A Shares at the grant price in tranches. All restricted Shares granted under the 2022 Restricted Share Incentive Plan have been vested and/or cancelled and no new A Shares will be issued pursuant to the 2022 Restricted Share Incentive Plan. No new restricted Shares will be granted pursuant to the 2024 Restricted Share Incentive Plan after [**REDACTED**]. For details of the 2024 Restricted Share Incentive Plan, see "Statutory and General Information — D. 2024 Restricted Share Incentive Plan" in Appendix V.

Share Repurchases

From February to May 2024, we repurchased an aggregate of 1,880,572 A Shares to safeguard our Company's value and Shareholders' interests. If such repurchased A Shares are not resold and transferred out of treasury within three years from the announcement of the results of repurchase and changes in our Shares, all such unutilized A Shares will be cancelled.

On March 17, 2025, our Board approved a repurchase mandate for the purpose of implementing employee share ownership plans or equity incentive schemes for a period of 12 months. As of March 31, 2026, we repurchased an aggregate of 1,514,425 A Shares. If such repurchased A Shares are not utilized within three years from the announcement of the results of repurchase and changes in our Shares, all such unutilized A Shares will be cancelled. If our Company adopts any share scheme(s) which will be funded by such repurchased A Shares after [**REDACTED**], such A Shares may be transferred out of treasury for the purpose of and pursuant to such share scheme(s), and our Company will comply with applicable requirements under Rule 19A.39E of the Listing Rules as and when appropriate and required.

MAJOR ACQUISITIONS, DISPOSALS AND MERGERS

During the Track Record Period and up to the Latest Practicable Date, we had not conducted any acquisitions, disposals or mergers that we consider material to us.

In order to streamline our corporate structure and enhance operation efficiency, on June 5, 2025, our Company agreed to transfer 100% of our equity interest in Shenzhen Tongan Pharmaceutical Co., Ltd. (深圳同安醫藥有限公司, currently known as Shenzhen Jiatong Pharmaceutical Co., Ltd. (深圳嘉通製藥有限公司)) to Guangxi Zhuang Autonomous Region Pharmaceutical Research Institute Co., Ltd. (廣西壯族自治區藥物研究所有限公司), an Independent Third Party. The consideration for the transfer was RMB15,000,000, and was determined after arm's length negotiations between the parties. The disposal was completed on June 30, 2025. As confirmed by our PRC Legal Advisor, necessary approval and filing procedures have been completed in respect of the disposal in accordance with the requirements of applicable PRC laws and the Company's articles of association in effect at the time.

OUR A SHARE LISTING AND REASONS FOR THE H SHARE [REDACTED]

Since December 2020, our A Shares have been listed on the STAR Market. Our Directors confirm that, since our A Share listing and up to the Latest Practicable Date, there had been no instances of our material non-compliance with the applicable rules of the STAR Market and other applicable PRC securities laws and regulations. To the best knowledge of our Directors, there are no material matters in relation to our compliance record on the STAR Market that should be brought to the attention of the Stock Exchange or potential investors of the [**REDACTED**]. Based on the independent due diligence conducted by the Sole Sponsor with the assistance of the Sole Sponsor's onshore and offshore counsel teams, nothing has come to the Sole Sponsor's attention that would cause it to disagree with our Directors' confirmation with regard to the compliance records of our Company on the STAR Market.

We seek to [**REDACTED**] our H Shares on the Stock Exchange to deepen our "Innovation + Internationalization" strategy, accelerate the development of our overseas business, improve our comprehensive competitiveness and international brand image, and to optimize our capital structure and diversify our financing channels through international capital markets. See "Business — Growth Strategies" and "Future Plans and Use of Proceeds" for more details.

PUBLIC FLOAT AND FREE FLOAT

Our A Shares are listed on the STAR Market. Pursuant to Rule 19A.13A(2) of the Listing Rules, the portion of H shares for which [**REDACTED**] is sought that are held by the public, at the time of [**REDACTED**], must (a) represent at least 10% of our total number of issued Shares (excluding treasury shares); or (b) have an expected market value of not less than HK$3,000,000,000.

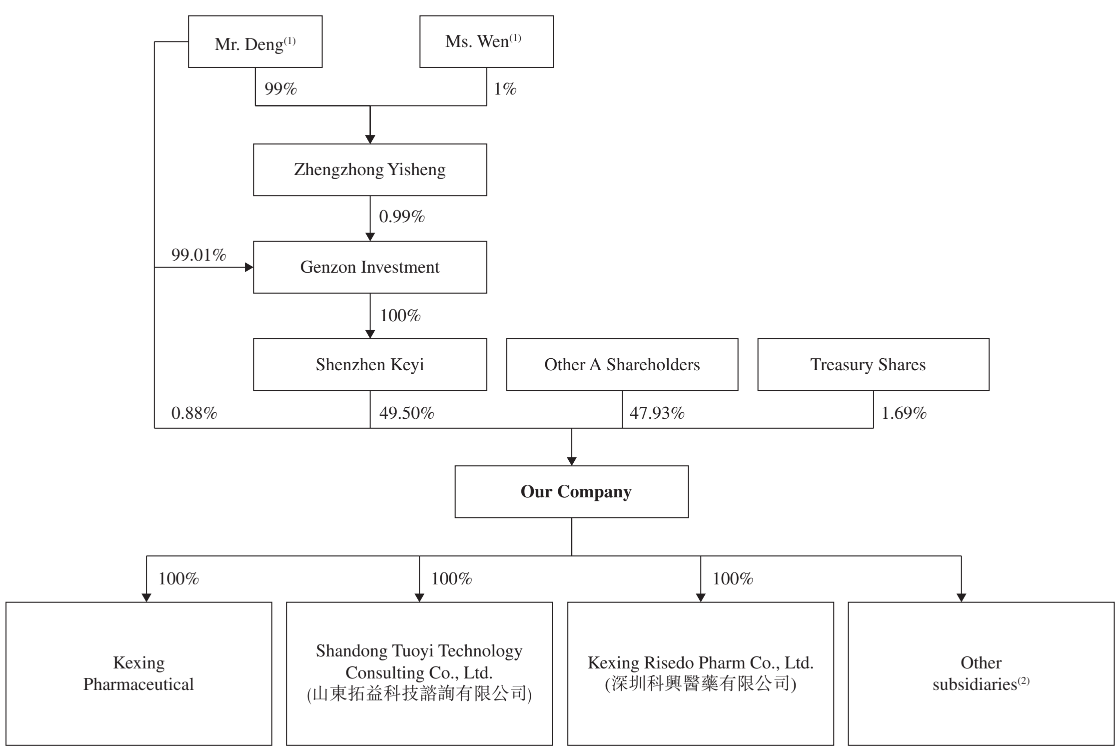
Upon completion of the [**REDACTED**] (assuming the [**REDACTED**] is not exercised and no additional Shares are issued pursuant to our 2024 Restricted Share Incentive Plan), the number of H Shares that are expected to be held by the public for the purpose of Rule 8.24 of the Listing Rules represents [**REDACTED**]% of our total issued Shares (excluding the [3,394,997] A Shares held by our Company as treasury Shares), which is higher than the minimum prescribed public float percentage applicable to our Shares under Rule 19A.13A(2) of the Listing Rules. Accordingly, our Company is expected to satisfy the applicable public float threshold upon [**REDACTED**].

Based on an [**REDACTED**] of HK$[**REDACTED**] per H Share, being the minimum [**REDACTED**], our Company is expected to satisfy the free float requirement under Rule 19A.13C(2) of the Listing Rules.

CORPORATE STRUCTURE

Corporate Structure Immediately Before the [REDACTED]

The following chart sets forth a simplified shareholding and corporate structure of our Group immediately before the [**REDACTED**].



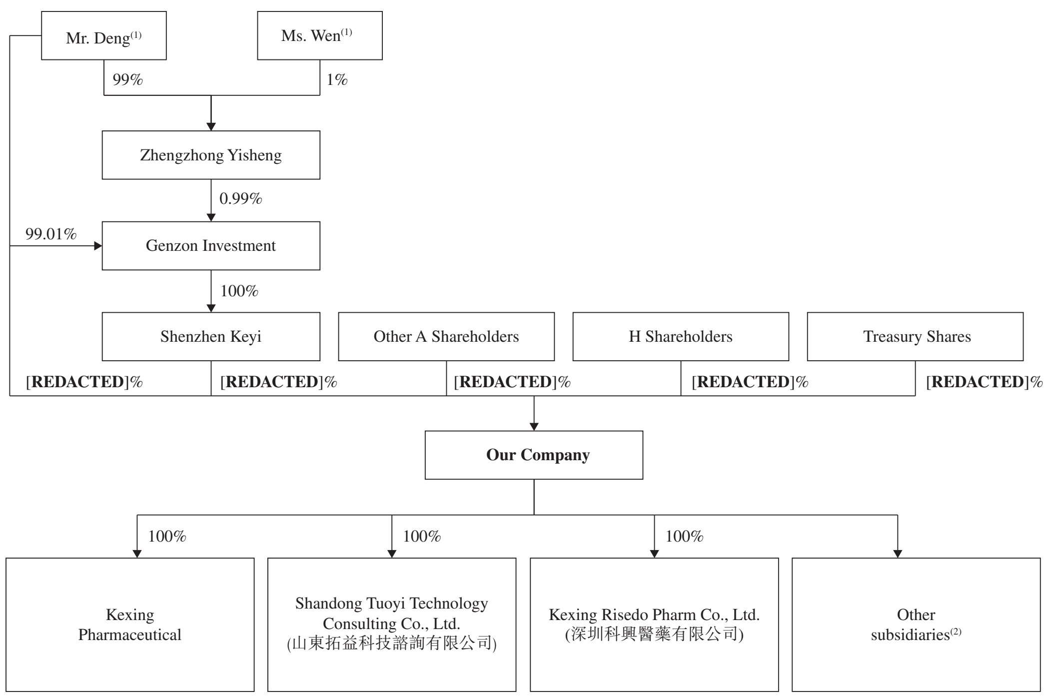
Notes:

(1) Mr. Deng and Ms. Wen are spouses.

(2) Other subsidiaries include our wholly-owned subsidiaries, namely Shenzhen Kexing Medical Equipment Co., Ltd. (深圳科興醫療器械有限公司), Shenzhen Xintianhe Biotechnology Co., Ltd. (深圳新天合生物科技有限公司), Shenzhen Kexing Weichuang Investment Co., Ltd. (深圳科興偉創投資有限公司), Shandong Kehuang Pharmaceutical Co., Ltd. (山東克癀藥業有限公司), Jinan Tuoyi Technology Consulting Co., Ltd. (濟南拓益科技諮詢有限公司), Shenzhen Kexing Health Technology Co., Ltd. (深圳科興健康科技有限公司), Guangzhou Kexing Biopharmaceutical Co., Ltd. (廣州科興生物醫藥有限公司), Shenzhen Baotekeng Biotechnology Co., Ltd. (深圳寶特康生物科技有限公司), Shenzhen Tuoyi Xingchuang Technology Co., Ltd. (深圳拓益興創科技有限公司), Shenzhen Tuoyi Xingsheng Technology Co., Ltd. (深圳拓益興晟科技有限公司), KeXing Biopharma Investment Development Co., Limited (科興生物投資發展有限公司), Kexing Biopharma Singapore Pte. Ltd., Kexing Biopharma Mexico S.A. de C.V., Kexing Biopharm (Egypt) LLC, Criativa Hospitalar Importacao, Exportacao E Distribuicao Ltda and Kexing Biopharm GmbH, Kexing Biopharm S.A.S., and a 60.04%-owned subsidiary, namely Guangzhou Anhe Dongbao Biotechnology Co., Ltd. (廣州安合動保生物科技有限公司), whose remaining equity interest is held by two Independent Third Parties.

Corporate Structure Immediately After the [REDACTED]

The following chart sets forth a simplified shareholding and corporate structure of our Group immediately after completion of the [**REDACTED**], assuming the [**REDACTED**] is not exercised and no additional Shares are issued pursuant to our 2024 Restricted Share Incentive Plan.



Notes:

(1)-(2) See "— Corporate Structure — Corporate Structure Immediately Before the [**REDACTED**]".