

DEFINITIONS

In this Document, unless the context otherwise requires, the following terms shall have the following meanings. Certain technical terms are explained in the section headed “Glossary of Technical Terms” in this Document.

“Accountants’ Report”	the report from the Reporting Accountants dated [•], the text of which is set out in Appendix I to this Document
“affiliate”	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” or “Accounting and Financial Reporting Council”	the Accounting and Financial Reporting Council of Hong Kong SAR
“Articles” or “Articles of Association”	the amended and restated articles of association of our Company, conditionally adopted on September 10, 2025 with effect from the [REDACTED], and as amended from time to time, a summary of which is set out in the section headed “Summary of the Articles of Association” in Appendix III to this Document
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Board” or “Board of Directors”	the board of directors of our Company
“business day”	any day (other than a Saturday, Sunday or public holiday in Hong Kong SAR) on which banks in Hong Kong SAR are generally open for normal banking business

[REDACTED]

“CCASS”	The Central Clearing and Settlement System established and operated by HKSCC
“China” or “PRC”	the People’s Republic of China and for the purposes of this Document only, except where the context requires otherwise, excluding Hong Kong SAR, Macau SAR and Taiwan, China
“CMS”	China Medical System Holdings Limited, a company incorporated in the Cayman Islands and is listed on the Stock Exchange (stock code: 867) and on the Singapore Stock Exchange (stock code: 8A8)
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“Company”, or “our Company”	Guangdong Rong Tai Pharmaceutical Co., Ltd. (廣東融泰藥業股份有限公司), a limited liability company established in the PRC on May 9, 2004 and converted into a joint-stock company with limited liability on August 30, 2022
“Company Law”	the Company Law of the PRC (中華人民共和國公司法), as amended, supplemented or otherwise modified from time to time
“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 Shareholders”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to Mr. Chen and Guangzhou Changfeng. For further details, see “Relationship with Our Controlling Shareholders”
“Conversion of Unlisted Shares into H Shares”	the conversion of 105,324,170 Unlisted Shares into H Shares on a one-for-one basis upon the completion of [REDACTED]. Filing of such conversion of Unlisted Shares into H shares has been completed with the CSRC on [•], 2025 and an application for H Shares to be [REDACTED] on the Stock Exchange has been made to the Listing Committee
“CSDC”	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)
“CSDC (Hong Kong)”	China Securities Depository and Clearing (Hong Kong) Company Limited
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of our Company
“EIT”	the PRC enterprise income tax
“EIT Law”	Enterprise Income Tax Law of the PRC
“Extreme Conditions”	the occurrence of “extreme conditions” as announced by any government authority of Hong Kong due to serious disruption of public transport services, extensive flooding, major landslides, large-scale power outage or any other adverse conditions before Typhoon Signal No. 8 or above is replaced with Typhoon Signal No. 3 or below

[REDACTED]

“Frost & Sullivan Report”	an independent market research report commissioned by us and prepared by Frost & Sullivan for the purpose of this document
---------------------------	--

DEFINITIONS

“Frost & Sullivan”	Frost & Sullivan, the industry consultant, an independent third party
	[REDACTED]
“Group”, “our Group”, “we”, or “us”	the Company and its subsidiaries from time to time or, where the context so 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
“Guangzhou Changfeng”	Guangzhou Changfeng Yide Enterprise Management Partnership (Limited Partnership)* (廣州長峰益德企業管理合夥企業(有限合夥)), a limited partnership established in the PRC on May 21, 2018, and one of our Controlling Shareholders
“Guangzhou Yikangsi”	Guangzhou Yikangsi Health Pharmacy Co., Ltd. (廣州宜康思健康大藥房有限公司), a company with limited liability established in the PRC on January 22, 2021 and a wholly-owned subsidiary of the Company
“Guide for New Listing Applicants”	the Guide for New Listing Applicants issued by the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“H Share(s)”	overseas listed foreign share(s) in our ordinary share capital, with nominal value of RMB0.1 each in the share capital of our Company, which are to be [REDACTED] for and [REDACTED] in HK dollars and for which an application has been made for [REDACTED] and permission to trade on the Stock Exchange

[REDACTED]

DEFINITIONS

[REDACTED]

“Hong Kong SAR” or “HK SAR”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong SAR dollars” or “HK dollars” or “HK\$”	Hong Kong SAR dollars, the lawful currency of Hong Kong SAR

[REDACTED]

“IFRS”	International Financial Reporting Standards, as issued from time to time by the International Accounting Standards Board
“independent third party(ies)”	any entity or person who is not a connected person of our Company within the meaning ascribed thereto under the Listing Rules

DEFINITIONS

[REDACTED]

“Latest Practicable Date”

May 17, 2026, being the latest practicable date for ascertaining certain information in this Document before its publication

[REDACTED]

“Listing Rules”

the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time

“Main Board”

the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange

[REDACTED]

“MOFCOM” or “Ministry of Commerce”

the Ministry of Commerce of the PRC (中華人民共和國商務部)

DEFINITIONS

“Mr. Chen”	Mr. Chen Changqing (陳長清), the chairman of our Board, an executive Director and one of our Controlling Shareholders
“NDRC”	the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)

[REDACTED]

“PBOC”	People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC Legal Advisor”	Global Law Office, our legal advisor as to PRC laws
“Pre-[REDACTED] Investments”	the Pre-[REDACTED] investments in our Company undertaken by the Pre-[REDACTED] Investors, details of which are set out in the section headed “History, Development and Corporate Structure” in this Document
“Pre-[REDACTED] Investors”	the investor(s) from whom our Company obtained several rounds of investments, details of which are set out in the section headed “History, Development and Corporate Structure” in this Document

[REDACTED]

DEFINITIONS

“Promoters”	the promoters for the purpose of the conversion of our Company into a joint stock limited liability company on August 30, 2022 [REDACTED]
“Reporting Accountant”	Ernst & Young
“Regulation S”	Regulation S under the U.S. Securities Act
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Rong Tai Chongqing”	Rong Tai Pharmaceutical (Chongqing) Co., Ltd. (融泰醫藥(重慶)有限公司), a company with limited liability established in the PRC on May 19, 2023 and a subsidiary of the Company
“Rong Tai Lanzhou”	Rong Tai Pharmaceutical (Lanzhou) Co., Ltd. (融泰醫藥(蘭州)有限公司), a company with limited liability established in the PRC on July 23, 2024 and a subsidiary of the Company
“Rong Tai Shenyang”	Rong Tai Pharmaceutical (Shenyang) Co., Ltd. (融泰醫藥(瀋陽)有限公司), a company with limited liability established in the PRC on August 8, 2002 and a subsidiary of the Company
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAMR”	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”	State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“SEC”	the Securities and Exchange Commission of the United States
“SFC”	the Securities and Futures Commission of Hong Kong SAR
“SFO” or “Securities and Futures Ordinance”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented, or otherwise modified from time to time
“Share(s)”	share(s) in the share capital our Company currently with a par value of RMB1 each, and following the Share Subdivision, will have a par value of RMB0.1 each
“Shareholder(s)”	holder(s) of our Share(s)
“Share Subdivision”	the subdivision of the Shares, which shall take effect immediately prior to [REDACTED], whereby each Share of par value RMB1 will be divided into 10 Shares of par value RMB0.1 each

[REDACTED]

DEFINITIONS

“Sole Sponsor”	CITIC Securities (Hong Kong) Limited
[REDACTED]	
“State Council”	State Council of the PRC (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed thereto in section 15 of the Companies Ordinance
“substantial shareholders”	has the meaning ascribed to it in the Listing Rules
“Takeovers Code”	The Code on Takeovers and Mergers issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the period comprising the three financial years ended December 31, 2023, 2024 and 2025
“U.S. dollars” or “US\$”	United States dollars, the lawful currency of the United States
“U.S. persons”	U.S. persons as defined in Regulation S
“U.S. Securities Act”	United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder

[REDACTED]

“Unlisted Share(s)”	ordinary share(s) issued by our Company, with a nominal value of RMB1 each, which is/are foreign investors and not listed on any stock exchange
“United States” or the “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“VAT”	value-added tax
“Wuhan Yikangsi”	Wuhan Yikangsi Digital Technology Co., Ltd. (武漢宜康思數字科技有限公司), a company with limited liability established in the PRC on September 30, 2021 and a subsidiary of the Company
“%”	per cent

Unless otherwise specified or the context otherwise requires: (i) statements contained in this Document assume no exercise of the [REDACTED]; (ii) all times refer to Hong Kong time; (iii) references to years, months and days in this Document are to calendar years, calendar months and calendar days, respectively; and (iv) all data and information set out in this Document is as of the Latest Practicable Date.

DEFINITIONS

In this Document, the terms “associate,” “close associate,” “connected person,” “core connected person,” “connected transaction,” “controlling shareholder/single largest group of shareholders” and “substantial shareholder” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires. In this Document, “” denotes translation of certain natural persons, legal persons, enterprises, governmental authorities, institutions, entities, organizations, departments, facilities, laws and regulations into Chinese or English (as the case maybe), etc., or another language included in this Document for identification purposes only. In the event of any inconsistency, the Chinese names or the names in their original languages prevail.*