
DEFINITIONS

In this document, the following expressions shall have the meanings set out below unless the context otherwise requires.

“AFRC” or “Accounting and Financial Reporting Council” the Accounting and Financial Reporting Council of Hong Kong

[REDACTED]

“Articles” or “Articles of Association” our articles of association, as adopted by our Shareholders on November 25, 2025 and will come into effect upon [REDACTED] (as amended, supplemented or otherwise modified from time to time), a summary of which is set out in Appendix III to this document

“associate(s)” has the meaning ascribed to it under the Listing Rules

“Board” or “Board of Directors” the board of Directors

“Business Day” a day that is not a Saturday, Sunday or public holiday in Hong Kong

[REDACTED]

DEFINITIONS

“China”, “mainland China”, “the PRC”, or “State”	the People’s Republic of China excluding, for the purposes of this document and for geographical reference only and except where the context requires otherwise, Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“CIC” or “China Insights Consultancy”	China Insights Industry Consultancy Limited, a market research and consulting company and an Independent Third Party, which prepared the CIC Report
“CIC Report”	an independent market research report commissioned by us and prepared by CIC for the purpose of this document
“close associate(s)”	has the meaning ascribed thereto under the Listing Rules
“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)
“Company” or “our Company”	Shanghai Simpletouch Robot Co., Ltd. (上海睿觸機器股份有限公司), a joint stock company established in the PRC with limited liability on November 17, 2025, or, where the context requires (as the case may be), its predecessor, Shanghai Simple-Touch Co., Ltd.* (上海睿觸科技有限公司), a company established in the PRC with limited liability on March 28, 2019
“Company Law” or “PRC Company Law”	Company Law of the People’s Republic of China (中華人民共和國公司法) as amended, supplemented or otherwise modified from time to time
“Conversion of Unlisted Shares into H Shares”	the conversion of [REDACTED] Unlisted Shares into H Shares on a one-for-one basis upon completion of the Shares Subdivision and the [REDACTED], details of which are set out in “History, Development and Corporate Structure” and “Share Capital” in this document
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules

DEFINITIONS

“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and in this context, refers to the Mr. Liu, Shanghai Ruicong L.P. and Shanghai Ruiru L.P., for further details of which, please refer to “Relationship with our Controlling Shareholders” in this document
“core connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Core Product”	has the meaning ascribed to it in Chapter 18A of the Listing Rules and in this context, our Core Product refers to RC120 Puncture Surgical Robot
“CSDCC”	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of our Company or any one of them
“EIT”	enterprise income tax
“EIT Law”	the PRC Enterprise Income Tax Law (中華人民共和國企業所得稅法)
“EU”	the European Union
“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]

DEFINITIONS

[REDACTED]

“our”, “we” or “us”	the Company and all of its subsidiaries, if any, or any one of them as the context may require or, where the context refers to any time prior to its incorporation, the business which its predecessors or the predecessors of its present subsidiaries, or any one of them as the context may require, were or was engaged in and which were subsequently assumed by it
“Guide for New Listing Applicants”	the Guide for New Listing Applicants as published by the Stock Exchange, as amended from time to time
“H Share(s)”	ordinary share(s) in the ordinary share capital of our Company, with a nominal value of RMB[0.1] each, which are to be [REDACTED] and [REDACTED] in Hong Kong dollars and for which an application has been made for the granting of [REDACTED] and permission to [REDACTED] on the Stock Exchange

[REDACTED]

DEFINITIONS

[REDACTED]

“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong dollars,” “HK dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

DEFINITIONS

[REDACTED]

“IASB”	International Accounting Standards Board
“IFRS”	the International Financial Reporting Standards as issued by the IASB, which comprise the IFRS Accounting Standards, International Accounting Standards, Interpretations developed by the IFRS Interpretations Committee or its predecessor body, the Standing Interpretations Committee
“Independent Third Party(ies)”	an individual or a company which, to the best of our Directors’ knowledge, information and belief, having made all reasonable enquiries, is not a connected person of our Company within the meaning of the Listing Rules

[REDACTED]

DEFINITIONS

[REDACTED]

“Latest Practicable Date”

November 25, 2025, being the latest practicable date for the purpose of ascertaining certain information in this document prior to 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

DEFINITIONS

“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange, which is independent from and operated in parallel with the GEM of the Stock Exchange
“MOFCOM” or “Ministry of Commerce”	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))
“Mr. Liu”	Mr. Liu Jian (劉劍), our executive Director, general manager, chairman of our Board, one of our promoters 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)
“NHSA”	the National Healthcare Security Administration of the PRC (中華人民共和國國家醫療保障局)
“NMPA”	the National Medical Products Administration of the PRC (國家藥品監督管理局), successor to the China Food and Drug Administration or CFDA (國家食品藥品監督管理總局)
“Nomination Committee”	nomination committee of the Board
“NPC”	the National People’s Congress of the PRC (中華人民共和國全國人民代表大會)

[REDACTED]

DEFINITIONS

[REDACTED]

“Overseas Listing Trial Measures”	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》) released by the CSRC on February 17, 2023 and took effect on March 31, 2023
“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC Governmental Body”	has the meaning ascribed thereto under the Listing Rules

DEFINITIONS

“PRC Legal Advisor”	Commerce & Finance Law Offices, the legal advisor to our Company as to the laws of the PRC
“PRC Securities Law”	the Securities Law of the PRC (《中華人民共和國證券法》), as enacted by the 6th meeting of the 9th Standing Committee of the NPC on December 29, 1998, and became effective on July 1, 1999, as amended, supplemented or otherwise modified from time to time
“Pre-[REDACTED] Investment(s)”	the pre-[REDACTED] investment(s) in our Company undertaken by the Pre-[REDACTED] Investor(s), details of which are set out in the section headed “History, Development and Corporate Structure — Pre-[REDACTED] Investments” in this document
“Pre-[REDACTED] Investor(s)”	the investor(s) of Pre-[REDACTED] Investment(s)

[REDACTED]

“R&D”	research and development
“Regulation S”	Regulation S under the U.S. Securities Act
“Relevant Persons”	the Sole Sponsor, the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], any of their or our Company’s respective directors, officers, employees, partners, agents, advisors and any other parties involved in the [REDACTED]
“Remuneration and Appraisal Committee”	remuneration and appraisal committee of the Board
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC

DEFINITIONS

“SAFE”	the 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)
“Securities and Futures Ordinance” or “SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Severe Weather Signals”	a tropical cyclone warning signal number 8 or above; a black rainstorm warning; and/or extreme condition(s) caused by a super typhoon as announced by the government of Hong Kong
“SFC”	the Securities and Futures Commission of Hong Kong
“Shanghai Ruicong L.P.”	Shanghai Ruicong Medical Technology Partnership (Limited Partnership)* (上海睿從醫療科技合夥企業(有限合夥)), a limited liability partnership established in the PRC on July 7, 2020 with Mr. Liu as its general partner holding 11.7% partnership interest therein, an employee incentive platform of our Company, and one of our Controlling Shareholders
“Shanghai Ruiru L.P.”	Shanghai Ruiru Medical Technology Partnership (Limited Partnership)* (上海睿如醫療科技合夥企業(有限合夥)), a limited liability partnership established in the PRC on July 15, 2021, with Mr. Liu as its general partner holding 99% partnership interest and Ms. Lu Ying (路迎) (the spouse of Mr. Liu) as its limited partner holding 1% partnership interest, and one of our Controlling Shareholders
“Shanghai Stock Exchange”	the Shanghai Stock Exchange (上海證券交易所)
“Share(s)”	ordinary share(s) in the capital of our Company with a nominal value of RMB1.0 each before the Shares Subdivision and nominal value of RMB[0.1] each after the Shares Subdivision, comprising Unlisted Shares and H Shares
“Shareholder(s)”	holder(s) of our Share(s)

DEFINITIONS

“Shares Subdivision”	the subdivision of one Share with nominal value of RMB1.00 each into ten Shares with nominal value of RMB0.10 each, to be effected immediately prior to the completion of the [REDACTED], further information of which is set out in “History, Development and Corporate Structure — Our Corporate Developments — Shares Subdivision” in this document
“Shenzhen Stock Exchange”	the Shenzhen Stock Exchange (深圳證券交易所)
“Sole Sponsor”	China Everbright Capital Limited, a licensed corporation under the SFO to carry out type 1 (dealing in securities), type 4 (advising on securities) and type 6 (advising on corporate finance)
“Sophisticated Investor(s)”	has the meaning ascribed to it under the Chapter 2.3 of the Guide for New Listing Applicants
[REDACTED]	
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“Stock Exchange” or “Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited, a wholly owned subsidiary of Hong Kong Exchanges and Clearing Limited
“subsidiarie(s)”	has the meaning ascribed thereto under the Listing Rules
“substantial shareholder(s)”	has the meaning ascribed thereto under the Listing Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buybacks issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the two years ended December 31, 2024 and the six months ended June 30, 2025
“U.S. dollars,” “US\$” or “USD”	United States dollars, the lawful currency of the United States

DEFINITIONS

“U.S. Securities Act” the United States Securities Act of 1933, as amended and supplemented or otherwise modified from time to time, and the rules and regulations promulgated thereunder

[REDACTED]

“United States,” “US,” “USA” or “U.S.” the United States of America, its territories, its possessions and all areas subject to its jurisdiction

“Unlisted Share(s)” ordinary share(s) in the share capital of our Company, with a nominal value of RMB1.0 each before the Shares Subdivision and nominal value of RMB[0.1] each after the Shares Subdivision, which are subscribed for and paid up in Renminbi and are unlisted Shares not currently [REDACTED] or [REDACTED] on any stock exchange

“VAT” value added tax

“%” per cent

For the purpose of this document, references to “provinces” of China include provinces, municipalities under direct administration of the central government and provincial-level autonomous regions.