A. FURTHER INFORMATION ABOUT OUR GROUP

1. Incorporation of our Company

Our Company, formerly known as True Health (Beijing) Medical Technology Co., Ltd. (真健康(北京)醫療科技有限公司), was incorporated in the PRC on March 16, 2018. On August 2, 2023, our Company was renamed as True Health (Guangdong Hengqin) Medical Technology Co., Ltd. (真健康(廣東橫琴)醫療科技有限公司). On October 29, 2025, our Company was converted from a limited liability company into a joint stock company with limited liability and renamed as Guangdong True Health Medical Technology Development Co., Ltd. (廣東真健康醫療科技開發股份有限公司). Our registered office is located at Room 101, 1/F, Building 9, 1889 Huandao East Road, Hengqin New District, Zhuhai, Guangdong Province, PRC.

Our Company has established a principal place of business in Hong Kong at 40/F, Dah Sing Financial Centre, 248 Queen's Road East, Wanchai, Hong Kong and was registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on [●]. Our Company has appointed Ms. Lam Wai Yee Sophie (林慧怡) as its authorized representative under the Companies Ordinance for the acceptance of service of process and notices in Hong Kong. The address for service of process on our Company in Hong Kong is the same as our principal place of business in Hong Kong as set out above.

As our Company is incorporated in the PRC, we are subject to relevant laws and regulations of the PRC. A summary of the relevant aspects of laws and regulations of the PRC and our Articles of Association is set out in Appendix IV and Appendix V to this document, respectively.

2. Changes in the share capital of our Company

Save as disclosed in "History and Corporate Structure—Corporate Development—Our Company," there has been no alteration in the share capital of our Company within two years immediately preceding the date of this document.

3. Shareholders' resolutions of our Company

Pursuant to the general meeting held on November 20, 2025, the following resolutions, among others, were duly passed by our Shareholders:

(a) the issue by our Company of H Shares of 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 be not more than 25% of the enlarged share capital of our Company upon completion of the [**REDACTED**] (in fulfillment of the lowest applicable public float requirement pursuant to the Listing Rules) and granting the [**REDACTED**] the [**REDACTED**] of no more than 15% of the above number of H Shares to be [**REDACTED**];

(c) subject to the completion of the [**REDACTED**], [**REDACTED**] Domestic Unlisted Shares in aggregate held by our Shareholders will be converted into H Shares on a one-for-one basis;

(d) subject to the completion of the [**REDACTED**], the conditional adoption of the Articles of Association, which shall become effective on the [**REDACTED**]; and

(e) authorization of our Board and its authorized persons to handle all matters relating to, among other things, the [**REDACTED**], the [**REDACTED**] of the H Shares on the Stock Exchange.

4. Changes in the registered capital of our subsidiaries

The list of our subsidiaries is set out in Note 1 to the Accountants' Report, the text of which is set out in Appendix I to this document.

The following alterations in the share capital of our subsidiaries have taken place within two years immediately preceding the date of this document:

(a) On December 14, 2023, the registered capital of True Health (Macau) was increased from MOP30,000 to MOP3,000,000;

(b) On December 26, 2023, the registered capital of True Health (Guangdong Hengqin) was increased from RMB10,000,000 to RMB20,000,000; and

(c) On July 28, 2025, the registered capital of True Health (Macau) was increased from MOP3,000,000 to MOP10,000,000.

5. Restriction on share repurchases

For details of the restrictions on share repurchases by our Company, see "Summary of the Articles of Association" which is set out in Appendix V to this document.

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of material contracts

We have entered into the following contract (not being contracts entered into in the ordinary course of business) within the two years immediately preceding the date of this document, which is or may be material:

(a) the investment agreement of our Company (《真健康(廣東橫琴)醫療科技有限公司增資協議》) dated June 12, 2024 entered into among (1) our Company, (2) True Health (Guangdong Henqin), (3) Beijing Weidao, (4) True Health (Hainan), (5) True Health (Beijing), (6) Zhuhai Jiansheng, (7) Zhenyida (Huzhou), (8) Zhenyida (Beijing), (9) True Health (Macau), (10) Ms. Cheong, (11) Renyang Biotechnology,

(12) Chengzhen Health, (13) Jiarun Tongchuang, (14) Jiarun Hechuang, (15) Zhuhai Meijirui, (16) Jiarun New Innovation Technology, (17) Taiping (Shenzhen) Medical and Health Industry Private Equity Investment Fund Partnership (Limited Partnership)* (太平(深圳)醫療健康產業私募股權投資基金合夥企業(有限合夥)) ("**Taiping Medical Investment Fund**") and (18) Hengqin Shenhe Industrial Investment Co., Ltd.* (橫琴深合產業投資有限公司) ("**Hengqin Shenhe Industrial Investment**"), pursuant to which Taiping Medical Investment Fund and Hengqin Shenhe Industrial Investment agreed to subscribe for the increased registered capital of our Company of RMB719,334, and RMB431,600, respectively, at the considerations of RMB50,000,000 and RMB30,000,000, respectively;

(b) the shareholders' agreement of our Company (《真健康(廣東橫琴)醫療科技有限公司股東協議》) dated June 12, 2024 entered into among (1) our Company, (2) Ms. Cheong, (3) Renyang Biotechnology, (4) Chengzhen Health, (5) Jiarun Tongchuang, (6) Jiarun Hechuang, (7) Zhuhai Meijirui, (8) Jiarun Xinchuang, (9) Zhuhai Taike Maidi Technology Development Center (Limited Partnership)* (珠海泰科麥迪科技發展中心(有限合夥)) ("**Taike Maidi**"), (10) Beijing Shuimu Dongfang Medical Robotic Technology Innovation Center Co., Ltd.* (北京水木東方醫用機器人技術創新中心有限公司) ("**Shuimu Dongfang**"), (11) Beijing New Energy Technology Innovation Fund (Limited Partnership)* (北京新動能科技創新基金(有限合夥)) ("**Beijing New Energy**"), (12) Beijing Gaorong Phase IV Kangteng Equity Investment Partnership (Limited Partnership)* (北京高榕四期康騰股權投資合夥企業(有限合夥)) ("**Gaorong Phase IV**"), (13) JingDe (Guangzhou) Equity Investment Partnership (LP)* (景得(廣州)股權投資合夥企業(有限合夥)) ("**JingDe (Guangzhou)**"), (14) KIP (ZhangJiaGang) Venture Capital LLP* (韓投(張家港)股權投資合夥企業(有限合夥)) ("**KIP (ZhangJiaGang)**"), (15) Beijing Zhongguancun Zhiyou Investment Partnership (L.P.) (北京中關村智友投資合夥企業(有限合夥)) ("**Zhongguancun Zhiyou**"), (16) Beijing Jingantai Technology Development Co., Ltd.* (北京京安泰科技發展有限公司) ("**Beijing Jingantai**"), (17) Zhuhai Hengqin Golden Investment Venture Capital Fund Partnership (Limited Partnership)* (珠海橫琴金投創業投資基金合夥企業(有限合夥)) ("**Hengqin Golden Investment**"), (18) Qingdao Rongyu Venture Capital Fund Partnership (Limited Partnership)* (青島榮昱創業投資基金合夥企業(有限合夥)) ("**Qingdao Rongyu**"), (19) Beijing Shuimu Linghang Entrepreneurship Investment Center (Limited Partnership)* (北京水木領航創業投資中心(有限合夥)) ("**Shuimu Linghang**"), (20) Novel Robotics Limited ("**Novel Robotics**"), (21) X Technology Fund, L.P. ("**X Technology**"), (22) Zhuhai Huajin Lingyue Intelligent Manufacturing Industry Investment Fund (Limited Partnership)* (珠海華金領越智能製造產業投資基金(有限合夥)) ("**Huajin Lingyue**"), (23) Zhuhai Hengqin Xinti Investment Partnership (Limited Partnership)* (珠海橫琴辛醍投資合夥企業(有限合夥)) ("**Hengqin Xinti**"), (24) Zhuhai Ligao No. 2 Equity Investment Fund Partnership (Limited Partnership)* (珠海力高貳號股權投資基金合夥企業(有限合夥)) ("**Ligao No. 2**"), (25) Beijing Dongsheng Bozhan Science & Technology Development Co., Ltd.* (北京東升博展科技發展有限公司) ("**Dongsheng Bozhan**"), (26) Chengdu Tianfu New Area Gaorong Phase IV Kangyong Investment Partnership (Limited Partnership)* (成都市天府新區高榕四期康永投資合夥企業(有限合夥) ("**Kangyong Investment**"), (27) Beijing Lide Gongchuang Intelligent Robotic Technology Co., Ltd.* (北京立德共創智能機器人科技有限公司) ("**Lide Gongchuang**"), (28) Beijing Deruida Wealth Technology Management Center (Limited Partnership)* (北京德睿達財富科技管理中心(有限合夥)) ("**Deruida Wealth**"), (29) Xinhui Runkang, (30) Shenzhen Ruisheng Equity Investment Fund Partnership (Limited Partnership)* (深圳瑞昇股權投資基金合夥企業(有限合夥)) ("**Shenzhen Ruisheng**"), (31) Huzhou CICC Qihe Equity Investment Partnership (Limited Partnership)* (湖州中金啟合股權投資合夥企業(有限合夥)) ("**CICC Qihe**"), (32) Dongrong No. 1 (Zhuhai Hengqin) Equity Investment Partnership (Limited Partnership)* (東融壹號(珠海橫琴)股權投資合夥企業(有限合夥)) ("**Dongrong No. 1**"), (33) Hengqin Guangdong Macao Deep Cooperation Zone Industrial Investment Fund (Limited Partnership)* (橫琴粵澳深度合作區產業投資基金(有限合夥)) ("**Hengqin Industrial**"), (34) Beijing Jinke Huiyu Venture Capital Partnership (Limited Partnership)* (北京金科匯鈺創業投資合夥企業(有限合夥)) ("**Jinke Huiyu**"), (35) Taiping Medical Investment Fund and (36) Hengqin Shenhe Industrial Investment, pursuant to which the parties thereto agreed on shareholders' matters, among other things the special rights granted to the parties thereto;

(c) the investment agreement of our Company (《真健康(廣東橫琴)醫療科技有限公司增資協議》) dated January 23, 2025 entered into among (1) our Company, (2) True Health (Guangdong Henqin), (3) True Health (Hainan), (4) True Health (Beijing), (5) Zhenyida (Huzhou), (6) Zhenyida (Beijing), (7) True Health Jiesheng (Guangdong Hengqin), (8) True Health (Macau), (9) Ms. Cheong, (10) Renyang Biotechnology, (11) Chengzhen Health, (12) Jiarun Tongchuang, (13) Jiarun Hechuang, (14) Zhuhai Meijirui, (15) Jiarun Xinchuang and (16) Hengqin Guangdong-Macao Development & Investment Co., Ltd.* (橫琴粵澳開發投資有限公司) ("**Guangdong-Macao Investment**"), pursuant to which Guangdong-Macao Investment agreed to subscribe for the increased registered capital of our Company of RMB2,877,336 at a consideration of RMB200,000,000;

(d) the shareholders' agreement of our Company (《真健康(廣東橫琴)醫療科技有限公司股東協議》) dated January 23, 2025 entered into among (1) our Company, (2) Ms. Cheong, (3) Renyang Biotechnology, (4) Chengzhen Health, (5) Jiarun Tongchuang, (6) Jiarun Hechuang, (7) Zhuhai Meijirui, (8) Jiarun Xinchuang, (9) Taike Maidi, (10) Shuimu Dongfang, (11) Beijing New Energy, (12) Gaorong Phase IV, (13) JingDe (Guangzhou), (14) KIP (ZhangJiaGang), (15) Zhongguancun Zhiyou, (16) Beijing Jingantai, (17) Hengqin Golden Investment, (18) Qingdao Rongyu, (19) Shuimu Linghang, (20) Novel Robotics, (21) X Technology, (22) Huajin Lingyue, (23) Hengqin Xinti, (24) Ligao No. 2, (25) Dongsheng Bozhan, (26) Kangyong Investment, (27) Lide Gongchuang, (28) Deruida Wealth, (29) Xinhui Runkang, (30) Shenzhen Ruisheng, (31) CICC Qihe, (32) Dongrong No. 1, (33) Hengqin Industrial, (34) Jinke Huiyu, (35) Taiping Medical Investment Fund, (36) Hengqin Shenhe Industrial Investment and (37) Guangdong-Macao Investment, pursuant to which the parties thereto agreed on shareholders' matters, among other things the special rights granted to the parties thereto;

(e) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated May 20, 2025 entered into among (1) Lide Gongchuang, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Lide Gongchuang;

(f) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated May 23, 2025 entered into among (1) Zhongguancun Zhiyou, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Zhongguancun Zhiyou;

(g) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated May 27, 2025 entered into among (1) Deruida Wealth, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Deruida Wealth;

(h) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated May 27, 2025 entered into among (1) Hengqin Xinti, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Hengqin Xinti;

(i) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated May 30, 2025 entered into among (1) Jinke Huiyu, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Jinke Huiyu;

(j) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated May 30, 2025 entered into among (1) Novel Robotics, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Novel Robotics;

(k) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated May 30, 2025 entered into among (1) Shuimu Dongfang, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Shuimu Dongfang;

(l) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated May 30, 2025 entered into among (1) Taike Maidi, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Taike Maidi;

(m) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated May 30, 2025 entered into among (1) Xinhui Runkang, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Xinhui Runkang;

(n) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated June 4, 2025 entered into among (1) Beijing Jingantai, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Beijing Jingantai;

(o) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated June 9, 2025 entered into among (1) X Technology, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to X Technology;

(p) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated June 16, 2025 entered into among (1) Beijing New Energy, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Beijing New Energy;

(q) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated June 16, 2025 entered into among (1) Qingdao Rongyu, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Qingdao Rongyu;

(r) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated June 20, 2025 entered into among (1) JingDe (Guangzhou), (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to JingDe (Guangzhou);

(s) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated June 20, 2025 entered into among (1) KIP (ZhangJiaGang), (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to KIP (ZhangJiaGang);

(t) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated July 4, 2025 entered into among (1) Dongsheng Bozhan, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Dongsheng Bozhan;

(u) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated July 4, 2025 entered into among (1) Shenzhen Ruisheng, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Shenzhen Ruisheng;

(v) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated July 9, 2025 entered into among (1) Shuimu Linghang, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Shuimu Linghang;

(w) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated August 6, 2025 entered into among (1) Huajin Lingyue, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Huajin Lingyue;

(x) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated August 20, 2025 entered into among (1) Dongrong No. 1, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Dongrong No. 1;

(y) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated August 20, 2025 entered into among (1) Gaorong Phase IV, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Gaorong Phase IV;

(z) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated August 20, 2025 entered into among (1) Hengqin Industrial, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Hengqin Industrial;

(aa) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated August 20, 2025 entered into among (1) Hengqin Shenhe Industrial Investment, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Hengqin Shenhe Industrial Investment;

(bb) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated August 20, 2025 entered into among (1) Kangyong Investment, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Kangyong Investment;

(cc) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated September 17, 2025 entered into among (1) Hengqin Golden Investment, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Hengqin Golden Investment;

(dd) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated October 20, 2025 entered into among (1) Taiping Medical Investment Fund, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Taiping Medical Investment Fund;

(ee) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated October 23, 2025 entered into among (1) Ligao No. 2, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Ligao No. 2;

(ff) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated November 25, 2025 entered into among (1) CICC Qihe, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to CICC Qihe;

(gg) the special rights termination agreement (《關於終止特殊權利條款的協議》) dated November 28, 2025 entered into among (1) Guangdong-Macao Investment, (2) our Company, (3) Ms. Cheong, (4) Renyang Biotechnology, (5) Chengzhen Health, (6) Jiarun Tongchuang, (7) Jiarun Hechuang, (8) Zhuhai Meijirui and (9) Jiarun Xinchuang in relation to the termination of special rights that were previously granted to Guangdong-Macao Investment; and

(hh) the [**REDACTED**].

2. Our material intellectual property rights

(a) Trademarks

As of the Latest Practicable Date, our Group was the registered proprietor of the following trademarks which we considered to be material to our business:

No.	Trademark	Registered Owner	Place of Registration	Classes	Registration Number	Expiry Date
1.	TrueHealth	Our Company	PRC	10	61682652	June 27, 2033
2.	TrueHealth Technology	Our Company	Hong Kong	5, 10, 42	306214464	April 10, 2033
3.	真健康科技	Our Company	Hong Kong	5, 10, 42	306214455	April 10, 2033
4.	真易达	Our Company	PRC	9, 10, 37, 42, 44	65129298	February 20, 2033
5.		Our Company	PRC	10	66078543	February 13, 2033

(b) Patents

As of the Latest Practicable Date, our Group was the registered proprietor of the following patents which we considered to be material to our business:

No.	Patent	Registered Owner	Patent Number	Patent Type	Jurisdiction	Date of Application
1.	A Medical Image Segmentation Method and Device (一種醫學圖像分割方法及設備)	Our Company	202411005271.6	Invention	PRC	July 25, 2024

No.	Patent	Registered Owner	Patent Number	Patent Type	Jurisdiction	Date of Application
2. .	Method for Identifying Surface Landmarks, Surgical Robot Navigation Method and Device (體表定位標記物識別方法、手術機器人導航方法及設備)	Our Company	202410526257.4	Invention	PRC	April 29, 2024
3. .	An End-Effector for Percutaneous Surgical Robot (一種用於穿刺手術機器人的末端夾具)	Our Company	202311710951.3	Invention	PRC	December 13, 2023
4. .	A Method and Device for Segmenting Surface-Based Localization Markers (一種體表定位標記物的分割方法及設備)	Our Company	202311709017.X	Invention	PRC	December 13, 2023
5. .	End-effector Gripper and Puncture Robot (末端套筒夾具和穿刺機器人)	Our Company	202210141016.9	Invention	PRC	February 16, 2022
6. .	Puncture Needle Holder and Puncture Robot (穿刺針夾具和穿刺機器人)	Our Company	202210141129.9	Invention	PRC	February 16, 2022
7. .	Puncture Sleeve Holder and Puncture Robot (穿刺套筒夾具和穿刺機器人)	Our Company	202210141124.6	Invention	PRC	February 16, 2022
8. .	3D Reconstruction Methods and Systems for Medical Images (醫學圖像三維重建方法及系統)	Our Company	202210024323.9	Invention	PRC	January 11, 2022
9. .	Control Method, Control Device, and Auxiliary System for Robotic Arms in Percutaneous Procedures (適用於穿刺手術機械臂的控制方法、控制設備和輔助系統)	Our Company	202210118435.0	Invention	PRC	December 23, 2021
10..	Registration Method for Body Surface Positioning Device, Puncture Guidance Method, and Equipment (體表定位裝置的配准方法、穿刺引導方法及設備)	Our Company	202110977438.5	Invention	PRC	August 24, 2021
11..	A Medical Image Registration Method and Device Based on a Body Surface Positioning Device (一種基於體表定位裝置的醫學圖像配准方法及設備)	True Health (Beijing)	202311268780.3	Invention	PRC	September 28, 2023

No.	Patent	Registered Owner	Patent Number	Patent Type	Jurisdiction	Date of Application
12. .	Flexible Body Surface Positioning Device and Percutaneous Surgical Navigation System (柔性體表定位裝置及穿刺手術導航定位系統)	True Health (Beijing)	202311268808.3	Invention	PRC	September 28, 2023
13. .	CT Image Segmentation Methods and Device (CT圖像分割方法及設備)	True Health (Beijing)	202310808690.2	Invention	PRC	July 4, 2023
14. .	Navigation and Positioning Method and Device for Microwave Ablation Equipment (微波消融設備的導航定位方法及設備)	True Health (Guangdong Hengqin)	202311758699.3	Invention	PRC	December 19, 2023
15. .	Control Method, Control Device, and Auxiliary System for Robotic Arm Used in Puncture Surgery (適用於穿刺手術機械臂的控制方法、控制設備和輔助系統)	True Health (Guangdong Hengqin)	202111584355.6	Invention	PRC	December 23, 2021

(c) Software copyrights

As of the Latest Practicable Date, our Group was the registered proprietor of the following software copyrights which we considered to be material to our business:

No.	Software Name	Owner	Registration Number	Date of Registration
1. .	True Health Pulmonary Minimally Invasive Surgery Spatial Registration System V1.0 (真健康肺部微創手術空間配準系統V1.0)	Our Company	2018SR778685	September 26, 2018
2. .	True Health Chest CT Medical Image 3D Reconstruction System V1.0 (真健康胸部CT醫學圖像三維重建系統V1.0)	Our Company	2018SR778800	September 26, 2018

No.	Software Name	Owner	Registration Number	Date of Registration
3. .	True Health Pulmonary Minimally Invasive Surgery Optical Positioning Control System V1.0 (真健康肺部微創手術光學定位控制系統V1.0)	Our Company	2018SR778808	September 26, 2018
4. .	True Health Pulmonary Minimally Invasive Surgery Robotic Control System V1.0 (真健康肺部微創手術機器人控制系統V1.0)	Our Company	2018SR778816	September 26, 2018

(d) Domain names

As of the Latest Practicable Date, our Group was the registered proprietor of the following domain names which we considered to be material to our business:

No.	Domain Name	Registered Owner	Date of Registration	Date of Expiration
1. .	truehealth.cn	Our Company	September 25, 2013	September 25, 2028
2. .	truehealth.com.cn	Our Company	March 24, 2022	March 24, 2026
3. .	truehealth.ai	Our Company	March 16, 2018	March 19, 2026

C. FURTHER INFORMATION ABOUT OUR DIRECTORS

1. Particulars of Directors' contracts

Each of our Directors has entered into a service contract with our Company. The service contracts may be renewed in accordance with the Articles of Association and the applicable laws, rules and regulations.

Save as disclosed above, none of the Directors has or is proposed to enter into 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

For details of the remuneration or benefits in kind paid to our Directors during the Track Record Period, see "Directors and Senior Management" and Note 9 to the Accountants' Report in Appendix I to this document.

During the Track Record Period, no fees were paid by our Group to any of our Directors or the five highest paid individuals as an inducement to join us or as compensation for loss of office, and there has been no arrangement under which a Director has waived or agreed to waive any emoluments.

D. DISCLOSURE OF INTERESTS

1. Disclosure of interests of Directors and chief executive of our Company

Immediately following the completion of the [**REDACTED**] (assuming the [**REDACTED**] is not exercised), the interest and/or short position (as applicable) of our Directors and chief executives of our Company in the shares, underlying shares and debentures of our Company or its associated corporations (within the meaning of Part XV of the SFO) which will be required to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short positions which they were 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 as set out in Appendix C3 to the Listing Rules, to be notified to our Company and the Stock Exchange, once the H Shares are [**REDACTED**], will be as follows:

		As of the Latest Practicable Date(1)		Immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised)(1)	
Name of Director or chief executive of our Company	**Nature of interest**	**Number of Shares**	**Approximate percentage of interest in our Company**	**Number of H Shares**	**Approximate percentage of interest in our Company**
Ms. Cheong .	Interest in controlled corporation(2)	14,959,232(L)	46.63%	[REDACTED]	[REDACTED]%

Notes:

1. The letter "L" denotes the entity/person's long position (as defined under Part XV of the SFO) in such Shares.

2. See "Substantial Shareholders".

2. Disclosure of interests of substantial shareholders

Save as disclosed in the section headed "Substantial Shareholders" in this document, our Directors are not aware of any person (other than our Director or chief executive of our Company) who will, immediately following completion of the [**REDACTED**] (assuming that the [**REDACTED**] is not exercised), have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to us and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who is, directly or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of our Group.

3. Disclaimers

Save as disclosed in the sections headed "Business" and "Substantial Shareholders" in this document and the paragraphs headed "C. Further Information about our Directors" and "D. Disclosure of Interests" in this section:

(a) none of our Directors or chief executive has any direct or indirect interest in the promotion of our Company, or in any assets which have within the two years immediately preceding the date of this document been 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;

(b) none of our Directors is materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to the business of our Group taken as a whole;

(c) none of our Directors is interested in any business (other than the business of our Group) which competes or is likely to compete, directly or indirectly, with our business; and

(d) without taking into account any Shares which may be taken up under the [**REDACTED**], none of our Directors knows of any person (not being a Director or chief executive of our Company) who will, immediately following completion of the [**REDACTED**], be interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at shareholders' meetings of any member of our Group in the Shares or underlying Shares of our Company.

E. PRE-[REDACTED] EMPLOYEE INCENTIVE SCHEME

In May 2022, we adopted the Pre-[**REDACTED**] Employee Incentive Scheme, which is not subject to the provisions of Chapter 17 of the Listing Rules as it does not involve the grant of Shares or the grant of options by our Company to subscribe for the Shares after the [**REDACTED**]. Considering the underlying Shares under the Pre-[**REDACTED**] Employee Incentive Scheme have already been issued, there will not be any dilution effect to the issued Shares upon the vesting of the awards under the Pre-[**REDACTED**] Employee Incentive Scheme.

(a) Purpose

The purpose of the Pre-[**REDACTED**] Employee Incentive Scheme is to align the interests of the Participants (as defined below) with our Group's development objectives and to recognize their valuable contribution to our Group's overall performance.

(b) Participants

The participants of the Pre-[**REDACTED**] Employee Incentive Scheme (the "**Participants**") include full-time employees who have signed employment contracts and confidentiality agreements with our Company and have made material contributions to our Company's R&D, production and management, including our Directors, senior management, service backbones of our Group who are crucial to our Group's overall performance and long-term development.

(c) Administration

Our Board was authorized to manage the Pre-[**REDACTED**] Employee Incentive Scheme and our chairperson was authorized to determine the eligibility of the Participants, adjust or cancel the grant of Shares based on performance review of the Participants, and execute the relevant agreements in relation to the Pre-[**REDACTED**] Employee Incentive Scheme.

(d) Grant

Zhuhai Meijirui is our employee shareholding platform for the implementation of the Pre-[**REDACTED**] Employee Incentive Scheme. For details, see "History and Corporate Structure—Our Employee Shareholding Platform" in this document. The Participants subscribed for limited partnership interests from Zhuhai Meijirui (the "**Awards**"), thereby indirectly holding the Shares in our Company by virtue of their capacity as limited partners of Zhuhai Meijirui.

As of the Latest Practicable Date, Zhuhai Meijirui held 2,071,682 Shares, representing approximately 6.46% of the share capital in issue of our Company immediately prior to the completion of the [**REDACTED**] and approximately [**REDACTED**]% of the share capital in issue of our Company immediately following the completion of the [**REDACTED**] (assuming that the [**REDACTED**] is not exercised). No further awards will be granted under the Pre-[**REDACTED**] Employee Incentive Scheme after [**REDACTED**]. As of the Latest Practicable Date, all of the partnership interests in Zhuhai Meijirui have been granted to the Participants. Details of the Awards granted are as follows:

Name	Position(s)	Approximate partnership interests in Zhuhai Meijirui	Approximate number of Shares corresponding to partnership interests held by the grantees(1)	Approximate shareholding percentage of total issued Shares immediately prior to the [REDACTED](2)
Ms. Cheong	Executive Director, chairperson of our Board and general manager of our Company	97%	2,030,248.36	6.33%

Name	Position(s)	Approximate partnership interests in Zhuhai Meijirui	Approximate number of Shares corresponding to partnership interests held by the grantees(1)	Approximate shareholding percentage of total issued Shares immediately prior to the [REDACTED](2)
Ms. Guo Jian (郭健).	Executive Director and vice general manager of our Company	1%	20,716.82	0.06%
Mr. Shi Jipeng (史紀鵬)	R&D director of our Company	1%	20,716.82	0.06%

Notes:

(1) For illustrating the indirect interests of grantees in the Shares, the number of Shares is presented and calculated by multiplying their respective percentage of partnership interests in Zhuhai Meijirui by the total number of Shares held by Zhuhai Meijirui.

(2) [**REDACTED**] Domestic Unlisted Shares held by Zhuhai Meijirui will be converted into H Shares, subject to the relevant regulatory approvals and registration.

(e) Restrictions on transfer

The awarded Shares are subject to a lock-up period starting from the date on which the Participants were granted the Shares until the expiry of twelve (12) months upon [**REDACTED**]. During the lock-up period, save for an exit from the employee shareholding platform, the Participants shall not dispose of the Shares held by them under the Pre-[**REDACTED**] Employee Share Scheme.

F. OTHER INFORMATION

1. Estate duty

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

2. Litigation

As of the Latest Practicable Date, no member of our Group was engaged in any litigation or arbitration of material importance and, so far as our Directors are aware, no litigation or claim of material importance is pending or threatened by or against any member of our Group.

3. Joint Sponsors

The Joint Sponsors have made an application on behalf of our Company to the Stock Exchange for [**REDACTED**], and permission to [**REDACTED**] in, (i) the H Shares to be converted from our Domestic Unlisted Shares, and (ii) our H Shares to be issued pursuant to the [**REDACTED**] (including any H Shares which may be [**REDACTED**] pursuant to the exercise of the [**REDACTED**]). All necessary arrangements have been made to enable the securities to be admitted into [**REDACTED**].

DBS Asia Capital Limited satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules. As members of the sponsor group (as defined in the Listing Rules) of China International Capital Corporation Hong Kong Securities Limited collectively held or will hold, directly or indirectly, more than 5% of the number of issued shares of our Company as of the Latest Practicable Date and up to the [**REDACTED**], China International Capital Corporation Hong Kong Securities Limited does not satisfy the independence criteria applicable to sponsor set out in Rule 3A.07 of the Listing Rules.

The Joint Sponsors will receive an aggregate fee of US$700,000 for acting as the sponsors for the [**REDACTED**].

4. Preliminary expenses

Our Company did not incur any material preliminary expenses.

5. Promoters

The promoters of our Company comprised all of the 35 then Shareholders of our Company as of October 29, 2025 before our conversion into a joint stock Company with limited liability.

Within the two years immediately preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given nor is any proposed to be paid, allotted or given to any promoters in connection with the [**REDACTED**] and the related transactions described in this document.

6. Qualifications of experts

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

Name of expert	Qualifications
China International Capital Corporation Hong Kong Securities Limited	A licensed corporation under the SFO to conduct type 1 (dealing in securities), type 2 (dealing in futures contracts), type 4 (advising on securities), type 5 (advising on futures contracts) and type 6 (advising on corporate finance) regulated activities as defined under the SFO
DBS Asia Capital Limited	Licensed to conduct Type 1 (dealing in securities), Type 4 (advising on securities) and Type 6 (advising on corporate finance) regulated activities under the SFO
Ernst & Young	Certified Public Accountants under Professional Accountant Ordinance (Chapter 50 of the Laws of Hong Kong) and Registered Public Interest Entity Auditor under Accounting and Financial Reporting Council Ordinance (Chapter 588 of the Laws of Hong Kong)
Beijing DeHeng Law Offices	Legal advisors to our Company as to the PRC law
China Insights Industry Consultancy Limited	Independent industry consultant

7. Consents of experts

Each of the parties named above has given and has not withdrawn its written consent to the issue of this document with the inclusion of its report and/or letter and/or opinion and/or references to its name included herein in the form and context in which it is respectively included.

As of the Latest Practicable Date, none of the experts named above has any shareholding interests 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.

8. Taxation of holders of H Shares

(a) Hong Kong

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty if such sale, purchase and transfer are effected on the H Share register of members of our Company, including in circumstances where such transactions are effected on the Stock Exchange. The current rate of Hong Kong stamp duty for such sale, purchase and transfer is 0.1% of the consideration or, if higher, the fair value of the H Shares being sold or transferred.

(b) Consultation with professional advisors

Intending holders of the H Shares are recommended to consult their professional advisors if they are in any doubt as to the taxation implications of [**REDACTED**] in the H Shares. It is emphasized that none of our Company, our Directors or the other parties involved in the [**REDACTED**] will accept responsibility for any tax effect on, or liabilities of, holders of H Shares resulting from their [**REDACTED**] in the H Shares or exercise of any rights attaching to them.

9. Binding effect

This document shall have the effect, if an application is made in pursuance hereof, of rendering all persons concerned bound by all of 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.

10. Related party transactions

Our Group entered into the related party transactions within the two years immediately preceding the date of this document as mentioned in Note 32 to the Accountants' Report in Appendix I to this document.

11. No material adverse change

Our Directors believe that there has been no material adverse change in the financial or trading position since June 30, 2025 (being the date to which the latest audited consolidated financial statements of the Group were prepared).

12. Miscellaneous

Save as disclosed in the sections headed "History and Corporate Structure", "Business", "Financial Information" and "[**REDACTED**]" in this document and the paragraph headed "A. Further Information about our Group" in this section:

(a) within the two years immediately preceding the date of this document:

(i) no share or loan capital of our Company or any of its subsidiaries has been issued or agreed to be issued or is proposed to be issued fully or partly paid either for cash or a consideration other than cash;

(ii) no share or loan capital of our Company or any of our subsidiaries is under option or is agreed conditionally or unconditionally to be put under option;

(iii) no commissions, discounts, brokerages or other special terms have been granted or agreed to be granted in connection with the issue or sale of any share of our Company or any of our subsidiaries; and

(iv) no commission has been paid or is payable for subscription, agreeing to subscribe, procuring subscription or agreeing to procure subscription for any share in or debentures of our Company;

(b) there are no founder, management or deferred shares or any debentures in our Company or any of our subsidiaries;

(c) there has not been any interruption in the business of our Group which may have or has had a significant effect on the financial position of our Group in the 12 months preceding the date of this document;

(d) our Company has no outstanding convertible debt securities or debentures;

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

(f) save for our H Shares to be [**REDACTED**] in connection with the [**REDACTED**], none of our equity and debt securities is listed or dealt with in any other stock exchange nor is any listing or permission to deal being or proposed to be sought;

(g) our Company currently does not intend to apply for the status of a sino-foreign investment joint stock limited liability company and does not expect to be subject to the Law of the PRC on Sino-foreign Equity Joint Ventures; and

(h) all necessary arrangements have been made to enable the H Shares to be admitted into [**REDACTED**] for clearing and settlement.

13. 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.