

DEFINITIONS

In this document, unless the context otherwise requires, the following terms and expressions shall have the meanings set out below. Certain other terms are explained in “Glossary of Technical Terms.”

“2021 Share Option Scheme”	the share option scheme adopted by our Company on September 1, 2021, details of which are set in “Appendix V – Statutory and General Information – D. Share Incentive Schemes – 2. Share Option Schemes”
“2024 Share Option Scheme”	the share option scheme adopted by our Company on February 2, 2024, details of which are set in “Appendix V – Statutory and General Information – D. Share Incentive Schemes – 2. Share Option Schemes”
“2025 Share Option Scheme”	the share option scheme adopted by our Company on December 5, 2025, details of which are set in “Appendix V – Statutory and General Information – D. Share Incentive Schemes – 2. Share Option Schemes”
“Accountants’ Report”	the accountants’ report of our Group set out in Appendix I to this document
“affiliate(s)”	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”	Accounting and Financial Reporting Council of Hong Kong
“Articles of Association” or “Articles”	the articles of association of our Company with effect from the [REDACTED], as amended, supplemented or otherwise modified from time to time, a summary of which is set out in “Appendix IV – Summary of Articles of Association”
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Audit Committee”	the audit committee of our Board
“Board Committee(s)”	The board committees of our Company, namely the Audit Committee, Nomination Committee and the Remuneration Committee
“Board” or “Board of Directors”	the board of Directors of our Company
“Business Day”	a day on which banks in Hong Kong are generally open for normal business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

DEFINITIONS

“China” or “PRC”	the People’s Republic of China and, for the purpose of this document and for geographical reference only, unless the context otherwise requires, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“close associate(s)”	has the meaning ascribed to it under the Listing Rules
“Companies Ordinance”	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”	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”	SKG Health Technologies Co., Ltd. (未來穿戴健康科技股份有限公司), a joint stock limited company established in the PRC on July 29, 2021, or, where the context requires, its predecessor, SKG Technologies Co., Ltd. (未來穿戴技術有限公司) (formerly known as SKG (Shenzhen) Co., Ltd. (未來穿戴(深圳)有限公司), Guangdong SKG Smart Technology Co., Ltd. (廣東艾詩凱奇智慧科技有限公司), Foshan SKG Electric Co., Ltd. (佛山艾詩凱奇電氣有限公司) and Foshan Shikai Home Appliances Co., Ltd. (佛山獅開生活電器有限公司)), a limited liability company established in the PRC on November 1, 2007
“Compliance Advisor”	Rainbow Capital (HK) Limited
“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 Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to Mr. Liu, Ms. Xu, Little Swan Ballet and Future Life Investment. See “Relationship with Our Controlling Shareholders” for details
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Corporate Governance Code”	Corporate Governance Code set out in Appendix C1 to the Listing Rules
“CSDC”	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)
“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 (《中華人民共和國企業所得稅法》), as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“Employee Incentive Platforms”	refers to Little Swan Lake and Little Swan Ballet, each being a shareholding platform established under the Employee Incentive Plans
“Employee Incentive Plans”	the pre-[REDACTED] employee incentive plans of our Company, adopted in November 2020, details of which are set out in “Statutory and General Information – D. Share Incentive Schemes – 1. Employee Incentive Plans” in Appendix V to this document
[REDACTED]	[REDACTED]
“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]	[REDACTED]
“Future Foshan”	SKG Technology (Foshan) Co., Ltd. (未來穿戴技術(佛山)有限公司), a limited liability company established in the PRC on August 9, 2024 and a wholly-owned subsidiary of our Company
“Future Hainan”	SKG (Hainan) Technology Co., Ltd. (未來穿戴(海南)技術有限公司), a limited liability company established in the PRC on October 14, 2021 and a wholly-owned subsidiary of our Company
“Future Life Investment”	Future Life Investment Group Co., Ltd. (未來生命投資集團有限公司), a limited liability company established in the PRC on July 29, 2013, which is owned as to approximately 85.71% by Mr. Liu and approximately 14.29% by Ms. Xu as of the Latest Practicable Date, and a member of our Controlling Shareholders
“Future Shenzhen”	Future Health Medicine (Shenzhen) Co., Ltd. (深圳未來健康醫療有限公司), a limited liability company established in the PRC on October 22, 2020 and a wholly-owned subsidiary of our Company
“Future Sunflower”	Future Sunflower Robot (Guangdong) Co., Ltd. (未來向日葵機器人(廣東)有限公司) (formerly known as Guangdong Shiqi Manufacturing Co., Ltd. (廣東詩奇製造有限公司), a limited liability company established in the PRC on December 5, 2019 and a wholly-owned subsidiary of our Company

DEFINITIONS

“Future Technology Hainan”	Future Wearable Health Technology (Hainan) Co., Ltd. (未來穿戴健康科技(海南)有限公司), a limited liability company established in the PRC on January 17, 2024 and a wholly-owned subsidiary of our Company
“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., our industry consultant, an independent market research and consulting company
“Frost & Sullivan Report”	the report commissioned by our Company and independently prepared by Frost & Sullivan, a summary of which is set out in “Industry Overview”
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Group,” “we” or “us”	our Company and our subsidiaries from time to time
“Guide”	the Guide for New Listing Applicants issued by the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“H Share(s)”	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, which will be [REDACTED] for and [REDACTED] in Hong Kong dollars and [REDACTED] on the Stock Exchange
[REDACTED]	[REDACTED]
“HK\$” or “Hong Kong dollar”	Hong Kong dollar, the lawful currency of Hong Kong
“HKFRS”	Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and the related interpretations issued by the Hong Kong Institute of Certified Public Accountants
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

DEFINITIONS

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

“Hong Kong”
[REDACTED]

the Hong Kong Special Administrative Region of the PRC
[REDACTED]

[REDACTED]

[REDACTED]

“Hong Kong Stock Exchange” or
“Stock Exchange”
[REDACTED]

The Stock Exchange of Hong Kong Limited, a wholly
owned subsidiary of Hong Kong and Clearing Limited
[REDACTED]

[REDACTED]

[REDACTED]

“IFRS”
“independent third party(ies)”

the International Financial Reporting Standards
entity(ies) or person(s) who is/are not connected person(s)
of our Company or our subsidiaries within the meaning of
the Listing Rules

[REDACTED]

[REDACTED]

DEFINITIONS

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

“Latest Practicable Date”

August 12, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication

[REDACTED]

[REDACTED]

[REDACTED]

[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

“Little Swan Ballet”

Shenzhen Little Swan Ballet Enterprise Management Partnership (Limited Partnership) (深圳小鵝芭蕾舞企業管理合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on December 9, 2020, one of the Employee Incentive Platforms and a member of our Controlling Shareholders

“Little Swan Lake”

Shenzhen Little Swan Lake Enterprise Management Partnership (Limited Partnership) (深圳小鵝湖企業管理合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on December 10, 2020 and one of the Employee Incentive Platforms

“Main Board”

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

“Model Code”

Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules

“MOF”

Ministry of Finance of the PRC (中華人民共和國財政部)

DEFINITIONS

“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“Ms. Xu”	Xu Siying (徐思英), a member of our Controlling Shareholders and the spouse of Mr. Liu
“Mr. Liu”	Liu Jie (劉傑), our founder, the chairman of our Board, executive Director, general manager of our Company and a member of our Controlling Shareholders
“NDRC”	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)
“NEEQ”	National Equities Exchange and Quotations (全國中小企業股份轉讓系統)
“Nomination Committee”	the nomination committee of our Board
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“OTO Shenzhen”	OTO Health Technology (Shenzhen) Co., Ltd. (歐拓健康科技(深圳)有限公司), a limited liability company established in the PRC on July 15, 2025 and a wholly-owned subsidiary of our Company
[REDACTED]	[REDACTED]
[REDACTED]	[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》), as amended, supplemented or otherwise modified from time to time
“PBOC”	People’s Bank of China (中國人民銀行), the central bank of the PRC

DEFINITIONS

“PRC AoA Guidelines”	Guidelines for the Articles of Association of Listed Companies (《上市公司章程指引》), as amended, supplemented or otherwise modified from time to time
“PRC Company Law”	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
“PRC GAAP”	PRC Accounting Standards and Accounting Regulations for Business Enterprise (《中國企業會計準則》), as amended, supplemented or otherwise modified from time to time
“PRC Legal Advisor”	Grandway Law Offices, our legal advisor as to PRC law
“Pre-[REDACTED] Investment”	the investment in our Company by the Pre-[REDACTED] Investor, the details of which are set out in “History, Development and Corporate Structure
“Pre-[REDACTED] Investor”	the investor making investment in our Company prior to the [REDACTED], the details of which are set out in “History, Development and Corporate Structure
[REDACTED]	[REDACTED]
“document”	this document being issued in connection with the [REDACTED]
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration Committee”	the remuneration and appraisal committee of our Board
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAIC”	State Administration of Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局), the function of which has now been merged into the SAMR
“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)
“SASAC”	State-owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會)
“SFC”	Securities and Futures Commission of Hong Kong
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Shanghai-Hong Kong Stock Connect”	a securities trading and clearing links program developed by the Stock Exchange, the Shanghai Stock Exchange, HKSCC and the CSDC for mutual market access between Hong Kong and Shanghai

DEFINITIONS

“Share(s)”	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, comprising Unlisted Share(s) and H Share(s)
“Share Option Schemes”	The 2021 Share Option Scheme, 2024 Share Option Scheme and 2025 Share Option Scheme, a summary of the principal terms of which is set out in “Appendix V – Statutory and General Information – D. Share Incentive Schemes – 2. Share Option Schemes”
“Shareholder(s)”	holder(s) of the Share(s)
“Shenzhen-Hong Kong Stock Connect”	a securities trading and clearing links program developed by the Stock Exchange, the Shenzhen Stock Exchange, HKSCC and the CSDC for mutual market access between Hong Kong and Shenzhen
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Sole Sponsor”	the sole sponsor named in “Directors and Parties Involved in the [REDACTED]”
[REDACTED]	[REDACTED]
“STA”	State Taxation Administration of the PRC (中華人民共和國國家稅務總局)
[REDACTED]	[REDACTED]
“State Council”	State Council of the PRC (中華人民共和國國務院)
“Strategy Committee”	the strategy committee of our Board
“Stock Exchange”	The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“substantial Shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the period comprising the three years ended December 31, 2025 and the five months ended May 31, 2026
“treasury Share(s)”	has the meaning ascribed to it under the Listing Rules
“U.S.” or “United States”	the United States of America, its territories, possessions and all areas subject to its jurisdiction
“U.S. dollar” or “US\$”	United States dollar, the lawful currency of the United States

DEFINITIONS

“U.S. Securities Act”	United States Securities Act of 1933 and the rules and regulations promulgated thereunder, as amended, supplemented or otherwise modified from time to time
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Unlisted Share(s)”	ordinary share(s) issued by our Company with a nominal value of RMB1.00 each which is/are not [REDACTED] on any stock exchange
“VAT”	Value-added tax
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“%”	per cent

For ease of reference, the names of Chinese laws and regulations, governmental authorities, institutions, natural persons or other entities (including our subsidiary) have been included in this document in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail.

Certain amounts and percentage figures included in this document have been subject to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them. Any discrepancies in any table or chart between the total shown and the sum of the amounts listed are due to rounding.