## A. FURTHER INFORMATION ABOUT OUR GROUP

### 1. Incorporation of our Company

Our Company was established as a limited liability company in the PRC on November 3, 1998, and converted to a joint stock limited liability company on June 29, 2007. Our Company completed the listing of our A Shares on the Shenzhen Stock Exchange (stock code: 002294) on September 10, 2009. For further details on our incorporation and our listing of A Shares, see the section headed "History and Corporate Structure—Establishment and Major Shareholding Changes of our Company" in this document.

Our registered office is located at Area A, 4/F, 289 Digital Peninsula, No. 2 Hongliu Road, Fubao Community, Fubao Street, Futian District, Shenzhen, Guangdong Province, PRC. We have established a place of business in Hong Kong at Room 1910, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong, and were registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on February 24, 2026 under the same address. Ms. Lam Mei Fun (林美芬), one of our joint company secretaries, [has] been appointed as our authorized representative for the acceptance of service of process and notices on our behalf in Hong Kong.

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

### 2. Changes in our share capital

As of the Latest Practicable Date, we completed the repurchase of 6,610,940 A Shares at a total consideration of approximately RMB212.45 million (excluding transaction fees) through our Company's dedicated securities account under a share repurchase mandate approved by our Board on May 29, 2026. For further details, see "History—Establishment and Major Shareholding Changes of our Company—(6) Share Repurchase Mandate and Repurchase of A Shares" of this document.

Save as disclosed above and as mentioned in the subsection headed "4. Resolutions of our Shareholders" below, there has been no alteration in our share capital within the two years immediately preceding the date of this document.

### 3. Changes in the share capital of our subsidiaries

Details of our major subsidiaries are set out in the section headed "History and Corporate Structure—Our Major Subsidiaries" and Note 1 to the Accountants' Report as set out in Appendix I to this document.

The following sets out the changes in the share capital of our subsidiaries during the two years immediately preceding the date of this document:

- Between September 4, 2024 and January 30, 2026, Salubris Biotechnology Limited issued: (a) 11,759,124 series A-1 preferred shares and 15,262,147 series A-2 preferred shares to Salubris Biotech Holdings Ltd., and (b) 456,988 ordinary shares to three individual shareholders, each an Independent Third Party as of the Latest Practicable Date.

- On December 12, 2024 and November 13, 2025, Splendris International Limited issued 194,782,250 and 389,408,500 Shares, respectively, to our Company as its sole shareholder.

- On June 26, 2025, the registered capital of Salubris Medtech was increased from RMB112,500,000 to RMB115,565,265.

Save as disclosed above, there has been no alteration in the share capital of our subsidiaries within the two years immediately preceding the date of this document.

### 4. Resolutions of our Shareholders

Pursuant to the shareholders' meeting held on February 6, 2026, the following resolutions, among other things, were duly passed:

(a) the [**REDACTED**] by our Company of H Shares of nominal value of RMB1.00 each and such H Shares be [**REDACTED**] on the [**REDACTED**];

(b) the number of H Shares to be [**REDACTED**] shall not exceed [**REDACTED**]% of the total issued share capital of our Company as enlarged by the [**REDACTED**] (before the exercise of the [**REDACTED**]), and the grant of the [**REDACTED**] of not more than [**REDACTED**]% of the total number of H Shares to be [**REDACTED**] initially under the [**REDACTED**];

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

(d) authorization to the Board and/or its authorized persons to handle relevant matters relating to the [**REDACTED**], including but not limited to the [**REDACTED**] and the [**REDACTED**] of the H Shares.

## B. FURTHER INFORMATION ABOUT OUR BUSINESS

### 1. Summary of Material Contract

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

(a) [**REDACTED**].

### 2. Intellectual Property Rights of our Group

As of the Latest Practicable Date, the following intellectual property rights are, in the opinion of our Directors, material to our Group's business.

#### *(a) Trademarks*

As of the Latest Practicable Date, our Group had registered the following trademarks which are material to our business:

| No. | Trademark | Registered Owner | Place of Registration | Expiry Date | Registered Number |
|---|---|---|---|---|---|
| 1 . . . | 信立坦 | the Company | China | 2034-05-13 | 11816730 |
| 2 . . . | 信超妥 | the Company | China | 2031-10-20 | 54963645 |

| No. | Trademark | Registered Owner | Place of Registration | Expiry Date | Registered Number |
|---|---|---|---|---|---|
| 3 . . . | 复立坦 | the Company | China | 2030-03-20 | 40046645 |
| 4 . . . | 复立安 | the Company | China | 2031-03-27 | 48136768 |
| 5 . . . | 信立汀 | the Company | China | 2028-01-27 | 22264340 |
| 6 . . . | 泰络喜 | the Company | China | 2028-01-27 | 22264343 |
| 7 . . . | 欣复泰 | the Company | China | 2037-02-06 | 18750769 |
| 8 . . . | 欣复泰Pro | the Company | China | 2032-02-27 | 59163107 |
| 9 . . . | 信立泰 SALUBRIS | the Company | China | 2030-05-27 | 6335805 |
| 10 . . | SALUBRIS | the Company | China | 2037-05-06 | 4099656 |
| 11 . . | | the Company | China | 2030-07-27 | 1425490 |
| 12 . . | 信立泰 | the Company | China | 2031-01-20 | 7724135 |
| 13 . . | 信立泰 | the Company | China | 2030-02-27 | 6183131 |
| 14 . . | 信立泰 | the Company | China | 2037-04-06 | 4147293 |
| 15. . . | 欣复泰Plus | the Company | China | 2023-12-31 | 49485854 |
| 16 . . | 信泰医疗 | Salubris Medtech | China | 2034-12-20 | 79336415 |
| 17 . . | Gstream | Salubris Medtech | China | 2034-11-20 | 78812191 |
| 18 . . | 信泰医疗 | Salubris Medtech | China | 2034-09-13 | 69806227 |
| 19 . . | Maurora | Salubris Medtech | China | 2032-07-06 | 61680662 |
| 20 . . | SaExten | Salubris Medtech | China | 2032-06-13 | 61671866 |
| 21 . . | 信立泰医疗 | Salubris Medtech | China | 2032-02-27 | 59140285 |
| 22 . . | SALUBRIS 信立泰医疗 | Salubris Medtech | China | 2032-02-27 | 59140280 |
| 23 . . | SALUBRIS MEDTECH | Salubris Medtech | China | 2032-02-27 | 59136943 |
| 24 . . | LAMax LAAC | Salubris Medtech | China | 2031-02-27 | 46636024 |
| 25 . . | Maurora | Salubris Medtech | China | 2036-07-27 | 17020204 |
| 26 . . | SALUBRIS | Salubris Medtech | China | 2030-12-06 | 7724139 |
| 27 . . | 信立泰 SALUBRIS | Salubris Medtech | China | 2030-02-13 | 6335806 |
| 28 . . | | Salubris Medtech | China | 2030-02-13 | 6335804 |
| 29 . . | 信立泰 | Salubris Medtech | China | 2029-12-27 | 6183132 |

### *(b) Patents*

As of the Latest Practicable Date, our Group had registered the following patents which are material to our business:

| No. | Patent | Patent Owner | Type of Patent | Place of Registration | Expiry Date | Registration Number | Origin |
|---|---|---|---|---|---|---|---|
| 1 | Pharmaceutical Compositions | the Company | Invention | China | 2028-01-07 | ZL200880001668.0 | Acquired |
| 2 | 3-(3-Aminopiperidin-1-yl)-5-oxo-1,2,4-triazine Derivatives as Dipeptidyl Peptidase IV (DPP-IV) Inhibitors | the Company | Invention | China | 2030-12-28<br>2030-12-28 | ZL201080060362.X<br>ZL201310676817.6 | Acquired |
| 3 | Amorphous Form of Allisartan Isoproxil, Preparation Method Therefor and Pharmaceutical Compositions Comprising Said Amorphous Form | the Company | Invention | China | 2034-10-28<br>2034-10-28<br>2034-10-28 | ZL201410587163.4<br>ZL201811293433.5<br>ZL201910658813.2 | Internally Developed |
| 4 | A Solid Dispersion of Allisartan Isoproxil and Pharmaceutical Compositions Containing the Same | the Company | Invention | China | 2035-06-16 | ZL201510334498.X | Internally Developed |
| 5 | A Pharmaceutical Composition Comprising Allisartan Isoproxil, a Salt Thereof, a Hydrolysate Thereof or a Salt of the Hydrolysate, and Use Thereof | the Company | Invention | China | 2036-03-11 | ZL201610140591.1 | Internally Developed |
| 6 | Complexes of Metabolites of Angiotensin II Receptor Antagonists and Neprilysin (NEP) Inhibitors, and Preparation Methods Thereof | the Company | Invention | China, Hong Kong, Taiwan, United States, South Korea, Australia, South Africa, Russia, Mexico, Indonesia, Europe | 2037-01-19<br>2037-01-19 | ZL201780004975.3<br>ZL202210026536.5 | Internally Developed |

| No. | Patent | Patent Owner | Type of Patent | Place of Registration | Expiry Date | Registration Number | Origin |
|---|---|---|---|---|---|---|---|
| 7 . . | Salt Crystal Forms of Allisartan Isoproxil and Pharmaceutical Compositions Comprising Said Salt Crystal Forms | the Company | Invention | China | 2038-10-24 | ZL201811242825.9 | Internally Developed |
| 8 . . | A Pharmaceutical Composition of Allisartan Isoproxil or a Salt Thereof and a Diuretic | the Company, Huizhou Salubris, Shandong Salubris | Invention | China | 2038-11-23<br>2038-11-23 | ZL201811409917.1<br>ZL202110679939.5 | Internally Developed |
| 9 . . | A Compound Pharmaceutical Composition of Allisartan Isoproxil or a Salt Thereof and a Calcium Channel Blocker | the Company, Huizhou Salubris, Shandong Salubris | Invention | China | 2038-11-23<br>2038-11-23 | ZL201811409928.X<br>ZL202110679958.8 | Internally Developed |
| 10 . . | Use of Complexes of Metabolites of Angiotensin II Receptor Antagonists and Neprilysin (NEP) Inhibitors in Treating Heart Failure | the Company | Invention | China, Hong Kong, Taiwan, United States, Japan, South Korea, South Africa, Australia, Russia, Europe | 2040-09-18<br>2040-09-18 | ZL202080008624.1<br>ZL202211186846.X | Internally Developed |
| 11 . . | Novel Uses of Complexes of Metabolites of Angiotensin II Receptor Antagonists and Neprilysin (NEP) Inhibitors | the Company | Invention | China | 2040-05-26<br>2040-05-26 | ZL202080008628.X<br>ZL202210127199.9 | Internally Developed |
| 12 . . | Complexes of Angiotensin II Receptor Antagonists and Neprilysin (NEP) Inhibitors, and Preparation Methods Thereof | the Company | Invention | China | 2040-11-09 | ZL202080076793.9 | Internally Developed |
| 13 . . | Novel Application of a Compound Pharmaceutical Composition of Allisartan Isoproxil and Indapamide | the Company | Invention | China | 2041-11-11 | ZL202111334633.2 | Internally Developed |

| No. | Patent | Patent Owner | Type of Patent | Place of Registration | Expiry Date | Registration Number | Origin |
|---|---|---|---|---|---|---|---|
| 14 . . | Novel Application of a Compound Pharmaceutical Composition of Allisartan Isoproxil and Amlodipine | the Company | Invention | China | 2041-11-11 | ZL202111334645.5 | Internally Developed |
| 15 . . | A Pharmaceutical Composition of a Complex and Preparation Method Thereof | the Company | Invention | China | 2041-06-17<br>2041-06-17 | ZL202180004442.1<br>ZL202211269494.4 | Internally Developed |
| 16 . . | A Pharmaceutical Composition and Application Thereof | the Company | Invention | China | 2041-07-19 | ZL202180005272.9 | Internally Developed |
| 17 . . | Application of Complexes of Metabolites of Angiotensin II Receptor Antagonists and Neprilysin (NEP) Inhibitors in Heart Failure | the Company | Invention | China | 2041-08-16 | ZL202180030807.8 | Internally Developed |
| 18 . . | A Compound Pharmaceutical Composition of Allisartan Isoproxil or a Salt Thereof and Pitavastatin or a Salt Thereof | the Company | Invention | China | 2042-04-27 | ZL202210452639.8 | Internally Developed |
| 19 . . | An Endothelin A (ETA) Receptor Antagonist Compound, Preparation Method Therefor and Pharmaceutical Use Thereof | the Company | Invention | China, Russia, South Africa, Turkmenistan, Kazakhstan, Armenia, Azerbaijan, Belarus, Kyrgyzstan, Tajikistan | 2042-09-02 | ZL202280006429.4 | Internally Developed |
| 20 . . | A Pharmaceutical Composition of an Angiotensin Receptor-Neprilysin Inhibitor (ARNi) and a Calcium Channel Blocker, and Application Thereof | the Company | Invention | China, Russia, Japan, Turkmenistan, Kazakhstan, Armenia, Azerbaijan, Belarus, Kyrgyzstan, Tajikistan | 2042-08-25 | ZL202280006430.7 | Internally Developed |

| No. | Patent | Patent Owner | Type of Patent | Place of Registration | Expiry Date | Registration Number | Origin |
|---|---|---|---|---|---|---|---|
| 21 . . | Pharmaceutically Acceptable Salt Crystal Forms of an Endothelin A (ETA) Receptor Antagonist Compound and Preparation Methods Thereof | the Company | Invention | China | 2043-07-24 | ZL202310914632.8 | Internally Developed |
| 22 . . | A Salt of an Endothelin A (ETA) Receptor Antagonist Compound, Preparation Method Therefor and Pharmaceutical Use Thereof | the Company | Invention | China | 2043-07-24 | ZL202380050825.1 | Internally Developed |
| 23 . . | Compositions for PCSK9 Gene Modification or Editing and Methods of Use Thereof | Salubris Life Sciences (Shenzhen) Co., Ltd. | Invention | China | 2044-02-26 | ZL202410211895.7 | Acquired |
| 24 . . | Novel Anti-PCSK9 Antibodies | Chengdu Salubris | Invention | China | 2037-12-10 | ZL201710816808.0 | Acquired |
| 25 . . | Stable Formulations Comprising Anti-PCSK9 Antibodies, Preparation Methods Therefor and Uses Thereof | Chengdu Salubris | Invention | China | 2041-10-12 | ZL202111184183.3 | Internally Developed |
| 26 . . | Method for Synthesizing Tetrazole by Recovering Triphenylmethyl Ether from Allisartan Isoproxil Waste Residues | Shandong Salubris | Invention | China | 2044-07-26 | ZL202411008942.4 | Internally Developed |
| 27 . . | An Intracranial Vascular Stent | Leland Biotech (Suzhou) Co., Ltd. | Invention | China | 2044-06-26 | ZL202410840883.0 | Internally Developed |
| 28 . . | Drug Coatings, Drug-Eluting Stents Comprising the Same, and Preparation Methods Thereof | Beijing Salubris Medtech Co. Ltd., Salubris Medtech | Invention | China | 2043-04-27 | ZL202310477399.1 | Internally Developed |
| 29 . . | Drug Coatings for Medical Devices | Beijing Salubris Medtech Co. Ltd., Salubris Medtech | Invention | China | 2043-04-27 | ZL202310477330.9 | Internally Developed |
| 30 . . | A Luminal Stent, Preparation Method Therefor and Application Thereof | ShenZhen KYD Biomedical Technology Co., Ltd. | Invention | China | 2042-12-28 | ZL202211715027.X | Internally Developed |

| No. | Patent | Patent Owner | Type of Patent | Place of Registration | Expiry Date | Registration Number | Origin |
|---|---|---|---|---|---|---|---|
| 31 . . | A Vena Cava Filter | ShenZhen KYD Biomedical Technology Co., Ltd. | Invention | China | 2040-09-10 | ZL202010948228.9 | Internally Developed |
| 32 . . | Surface Chemical Modification Method for PET Barrier Membranes, Surface-Chemically Modified PET Barrier Membranes and Left Atrial Appendage Occluders | ShenZhen KYD Biomedical Technology Co., Ltd. | Invention | China | 2036-12-26 | ZL202210171703.5 | Internally Developed |
| 33 . . | Left Atrial Appendage Occluders | ShenZhen KYD Biomedical Technology Co., Ltd., Salubris Medtech | Invention | China | 2035-12-29 | ZL201511003714.9 | Internally Developed |
| 34 . . | Human neuregulin-1 (NRG-1) recombinant fusion protein compositions and methods of use thereof | Salubris Bio, Chengdu Salubris | Invention | Europe, Cambodia, Morocco, Tunisia | 2039-4-11 | EP3774859B1 | Internally Developed |
| 35 . . | Human neuregulin-1 (NRG-1) recombinant fusion protein compositions and methods of use thereof | Salubris Bio, Chengdu Salubris | Invention | United States | 2039-4-11 | US11046741B2 | Internally Developed |
| 36 . . | Human neuregulin-1 (NRG-1) recombinant fusion protein compositions and methods of use thereof | Salubris Bio, Chengdu Salubris | Invention | United States | 2039-4-11 | US11718652B2 | Internally Developed |

### *(c) Domain Names*

As of the Latest Practicable Date, our Group had registered the following domain names which are material to our business:

| No. | Domain Name | Registered Owner | Registration Date | Expiry Date |
|---|---|---|---|---|
| 1. . | **www.salubris.com** | the Company | 2001-10-05 | 2033-10-05 |
| 2 . . | **www.salubris.cn** | the Company | 2003-04-13 | 2035-04-13 |
| 3 . . | **www.salubrismed.com** | Salubris Medtech | 2022-09-21 | 2028-09-21 |

## C. FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

### 1. Disclosure of Interests

#### *(a) Interests of the Directors and chief executive of our Company in the Shares, underlying Shares and debentures of our Company and its associated corporations*

Immediately following the completion of the [**REDACTED**] (assuming that the [**REDACTED**] is not exercised), the interests or short positions of our Directors or chief executive 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 us and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO) or which will be required, under section 352 of the SFO, to be entered in the register referred to in that section, or which will be required, under the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules (the "**Model Code**") to be notified to us and the Stock Exchange, in each case once the H Shares are [**REDACTED**] on the [**REDACTED**] will be as follows:

*(i) Interest in Shares of our Company*

| Name of Director or chief executive | Nature of interest | Description of Shares upon completion of the [REDACTED] | Number of Shares | Approximate percentage of shareholding in the total issued share capital of our Company as of the Latest Practicable Date | Approximate percentage of shareholding in the total share capital of our Company upon completion of the [REDACTED][(1)] |
|---|---|---|---|---|---|
| Mr. Ye . . . . . | Interest in controlled corporation[(2)] | A Shares | 641,890,320 | 57.58% | [**REDACTED**]% |
| Mr. Yan Jie (顏傑) . . . . . | Beneficial owner[(3)] | A Shares | 883,099 | 0.08% | [**REDACTED**]% |
| Mr. Yang Jianfeng (楊健鋒) . | Beneficial owner[(4)] | A Shares | 517,700 | 0.05% | [**REDACTED**]% |
| Dr. Xu Wenjie (許文傑) . . . | Beneficial owner[(5)] | A Shares | 150,000 | 0.01% | [**REDACTED**]% |

*Notes:*

(1) The calculation is based on the assumption that the [**REDACTED**] is not exercised.

(2) As of the Latest Practicable Date, Salubris HK was held as to 50% by each of Mei Zhou and Mr. Ye. Mei Zhou in turn was held as to 50% by each of Mr. Ye and Ms. Liu, the spouse of Mr. Ye. As such, Mr. Ye is deemed to be interested in the 635,279,380 A Shares held by Salubris HK and the 6,610,940 A Shares repurchased and held in our Company's stock repurchase account as treasury shares, in which Salubris HK is deemed to be interested under the SFO.

(3) As of the Latest Practicable Date, Mr. Yan Jie directly held 133,099 A Shares and was interested in 750,000 A Shares underlying awards granted under ESOP Phase 3.

(4) As of the Latest Practicable Date, Mr. Yang Jianfeng directly held 117,700 A Shares and was interested in 400,000 A Shares underlying awards granted under ESOP Phase 3.

(5) As of the Latest Practicable Date, Dr. Xu Wenjie was interested in 150,000 A Shares underlying awards granted under ESOP Phase 3.

*(ii) Interest in shares of associated corporations of our Company*

| Name of Director or chief executive | Name of associated corporation | Nature of interest | Number of share(s) held in associated corporation | Approximate percentage of interest in the associated corporation |
|---|---|---|---|---|
| Mr. Kevin Sing Ye[(1)] . . . | Salubris Medtech | Interested in controlled corporation | 2,583,852 | 2.24% |
| Mr. Yan Jie . . . . . | Salubris Medtech | Beneficial Owner | 163,761 | 0.15% |
| Ms. Eastine Chen[(2)] . . . | Salubris Biotechnology Limited | Beneficial Owner | 70,812 | 0.05% |

*Notes:*

(1) As of the Latest Practicable Date, Shenzhen Xinxin Enterprise Management Partnership (Limited Partnership) (深圳信芯企業管理合夥企業(有限合夥)) ("**Shenzhen Xinxin**") held 2,583,852 shares of Salubris Medtech, representing approximately 2.24% of the total equity interest in Salubris Medtech. As of the Latest Practicable Date, the general partner of Shenzhen Xinxin was Mr. Kevin Sing Ye. As such, Mr. Kevin Sing Ye is deemed to be interested in the shares of Salubris Medtech held by Shenzhen Xinxin under the SFO.

(2) As of the Latest Practicable Date, Ms. Eastine Chen was interested in 70,812 shares of Salubris Biotechnology Limited ("**Salubris Biotechnology**"), representing shares which may be issued upon the exercise of options granted under a share incentive plan adopted by Salubris Biotechnology. As of the Latest Practicable Date, no option has been exercised. For further details of the share incentive plan, see Note 36 to the Accountants' Report in Appendix I to this document.

***(b) Interests and short positions of the substantial shareholders in the Shares and underlying Shares of our Company***

Save as disclosed in the section headed "Substantial Shareholders" in this document, as of the Latest Practicable Date, our Directors or chief executive are not aware of any other person, not being a Director or chief executive of our Company, who has any interest or short position in the Shares and underlying Shares of our Company which, once the H Shares are [**REDACTED**] (assuming no changes to our issued share capital between the Latest Practicable Date and the [**REDACTED**]), would fall to be disclosed to our Company 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 issued share capital carrying rights to vote in all circumstances at general meetings of our Company.

***(c) Interests of the substantial shareholders in any member of our Group (other than our Company)***

Immediately following the completion of the [**REDACTED**] (assuming that the [**REDACTED**] is not exercised), our Directors are not aware of any person, not being a Director or chief executive of our Company, who will have an interest or short position in our Shares or underlying Shares which would fall to be disclosed to us under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, will be, directly or indirectly, be interested in 10% or more of the nominal value of the share capital carrying rights to vote in all circumstances at general meetings of any member of our Group (other than our Company).

## 2. Particulars of Service Contracts and Appointment Letters

We [have entered] into a service contract or appointment letter with each of our Directors. The principal particulars of these service contracts and appointment letters are: (a) each of the service contracts and appointment letters is for a term of three years following his/her respective effective

date of his/her appointment; and (b) each of the contracts is subject to termination in accordance with their respective terms. The service contracts and appointment letters may be renewed in accordance with our Articles of Association and the applicable laws, rules and regulations from time to time.

Save as disclosed above, none of the Directors has or is proposed to have 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).

**3. Directors' Remuneration**

The aggregate amount of remuneration (including salaries, wages, benefits in kind, bonuses, pension scheme contributions and share-based payment expenses) and benefits in kind we paid to our Directors (including our former directors and former supervisors) in respect of the financial years ended December 31, 2023, 2024 and 2025 and the six months ended June 30, 2026 were approximately RMB7.91 million, RMB9.09 million, RMB9.27 million, and RMB4.14 million, respectively.

Details of our Directors' remuneration are also set out in Note 8 of the Accountants' Report set out in Appendix I to this document. Save as disclosed in the Accountants' Report, no other emoluments have been paid or are payable by our Company or any of our subsidiaries to our Directors during the Track Record Period.

None of the five highest paid individuals during the Track Record Period was a Director. During the Track Record Period, the total emoluments paid to the five highest paid individuals by us amounted to RMB19.49 million, RMB25.12 million, RMB26.52 million, and RMB11.98 million for the years ended December 31, 2023, 2024 and 2025 and the six months ended June 30, 2026 respectively.

Under the arrangements currently in force, the aggregate amount of remuneration and benefits in kind payable by our Company to our Directors (including our former Directors) for the financial year ending December 31, 2026 is estimated to be approximately RMB8.35 million.

None of the Directors (including former Directors and former supervisors) or the five highest paid individuals has been paid any sum of money for the Track Record Period (i) as an inducement to join or upon joining us; or (ii) as compensation for loss of office in connection with the management of the affairs of any member of our Group.

Save for the independent non-executive Directors, there has been no arrangement under which a Director (including any former Director and former supervisor) has waived or agreed to waive any remuneration or benefits in kind during the Track Record Period.

None of the Directors has been or is interested in the promotion of, or in the property proposed to be acquired by, us, and no sum has been paid or agreed to be paid to any of them in cash or shares or otherwise by any person either to induce him to become, or to qualify him as, a Director, or otherwise for services rendered by him in connection with the promotion or formation of our Company.

**4. Fees or commissions received**

Save in connection with the [**REDACTED**], no commissions, discounts, brokerages or other special terms had been granted or agreed to be granted in connection with the issue or sale of any capital of any member of our Group within the two years immediately preceding the date of this document.

**5. Disclaimers**

(a) Save as disclosed in the section headed "C. Further Information About our Directors and Substantial Shareholders—1. Disclosure of Interests" in this Appendix VI, none of our Directors or chief executives has any interests and short positions 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 have to be notified to us and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he is 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 will be required, pursuant to the Model Code to be notified to us and the Stock Exchange, in each case once our H Shares are [**REDACTED**] on the [**REDACTED**].

(b) None of our Directors or any of the parties listed in the paragraph headed "E. Other Information—6. Qualification of Experts" below is interested in our promotion, or in any assets which have, within the two years immediately preceding the issue of this document, been acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to us.

(c) 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.

(d) Save in connection with the [**REDACTED**], none of the parties listed in the paragraph headed "E. Other Information—6. Qualification of Experts" below: (i) is interested, legally or beneficially, in any of our Shares or any shares in any of our subsidiaries; or (ii) has any right or option (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

## D. ESOP PHASE 3

The Company adopted ESOP Phase 3 on January 8, 2024. ESOP Phase 3 is not subject to the provisions of Chapter 17 of the Listing Rules as it does not involve the grant of options by our Company to subscribe for new Shares or the award of Shares upon [**REDACTED**], and all A Shares under ESOP Phase 3 have been fully granted. The terms of ESOP Phase 3 are summarized below.

### (i) Participants

The participants of ESOP Phase 3 include Directors (excluding independent non-executive Directors), supervisors, senior management and other core and key personnel of our Group as set out in the plan.

### (ii) Source of Shares and participants' interest

The A Shares held under ESOP Phase 3 were repurchased by our Company from the open market through centralized competitive trading during the period from July 28, 2021 to June 14, 2022. The repurchased A Shares were transferred to the dedicated securities account of ESOP Phase 3 by means of non-transactional transfer as permitted under applicable laws and regulations. The purchase of A Shares under ESOP Phase 3 shall be funded by the legal income of the employees, self-raised funds or other sources permitted by applicable laws and regulations. Each participant holds a certain percentage of interests in ESOP Phase 3.

**(iii) Term**

ESOP Phase 3 is valid for a period of 48 months commencing from the date of approval by the Shareholders and the date of publication of announcement of our Company in respect of the transfer of the relevant A Shares from the dedicated securities account of our Company to ESOP Phase 3 (the "**Announcement Date**").

**(iv) Administration**

ESOP Phase 3 is administered by a committee (the "**Scheme Management Committee**"), which consists of three members elected by the participants, namely Mr. Yang Jianfeng, Mr. Yan Jie and Ms. Li Aizhen (李愛珍), all of whom are connected persons of our Company. The Scheme Management Committee oversees the day-to-day management of ESOP Phase 3 and exercises shareholders' rights in respect of the A Shares held under the plan on behalf of the individual participants.

**(v) Unlocking of the Shares**

Each participant's entitlement to the corresponding portion of A Shares held by ESOP Phase 3 is subject to a lock-up period of 12 months, 24 months and 36 months commencing from the Announcement Date, respectively, and shall be unlocked in three tranches in the proportion of 50%, 30% and 20%, respectively, after the expiry of the foregoing lock-up periods. The unlocked A Shares shall be sold by the Scheme Management Committee in accordance with market conditions during the term of the plan through methods permitted by laws and regulations, and the proceeds will be distributed to the participants on a pro rata basis. Given that the unlocking of each participant's entitlement to the corresponding portion of A Shares held by ESOP Phase 3 will not involve any issue of new A Shares, there will neither be any dilution effect to the issued Shares nor any impact on the earnings per Share upon the expiration of the lock-up period.

**(vi) Distribution**

During the term of ESOP Phase 3, participants shall not request for distribution of the equity interest in the Shares held by ESOP Phase 3, and save as otherwise stipulated in the plan rules, the interest in the plan held by the participants shall not be transferred, used as collateral, or otherwise disposed of in a similar manner.

Upon expiry of the term of ESOP Phase 3, if the assets (if any) held by ESOP Phase 3 still include the Shares, the Scheme Management Committee shall determine how such Shares will be disposed of. The Scheme Management Committee may, with the authorization from the resolution of the participants, liquidate the plan within 15 working days from such expiration date, after deducting relevant taxes and fees as required by applicable laws. The proceeds from the said disposal shall be distributed to the participants on a pro rata basis.

**(vii) Total number of Shares held by ESOP Phase 3**

As of the Latest Practicable Date, the total number of A Shares held by ESOP Phase 3 was 11,728,848, representing approximately [**REDACTED**]% of the issued Shares immediately upon the completion of the [**REDACTED**] (assuming the [**REDACTED**] is not exercised and no other changes are made to our issued and outstanding Shares between the Latest Practicable Date and the [**REDACTED**]).

The table below sets forth the details of the A Shares held by ESOP Phase 3:

| Maximum number of grantees | Number of A Shares held by the plan as of the Latest Practicable Date | Approximate percentage of issued Shares as of the Latest Practicable Date | Approximate percentage of issued Shares immediately after completion of the [REDACTED][(1)] |
|---|---|---|---|
| 300 | 11,728,848 | 1.05% | [**REDACTED**]% |

*Note:*

(1) The calculation is based on the assumption that the [**REDACTED**] is not exercised, and no other changes are made to the issued share capital of our Company between the Latest Practicable Date and the [**REDACTED**].

As of the Latest Practicable Date, the aggregate number of A Shares underlying the awards granted under ESOP Phase 3 amounted to 1,300,000 and 1,187,500 A Shares to our Directors and other connected persons, representing approximately 0.12% and 0.11% interest in our Company, respectively. Apart from (i) Mr. Yan Jie, Mr. Yang Jianfeng and Dr. Xu Wenjie, each being a Director; and (ii) Ms. Zhao Songping (趙松萍), Mr. Chen Ping (陳平), Ms. Li Aizhen (李愛珍), Mr. Di Ziyuan (邸子淵), Ms. Cai Ruifen (蔡瑞芬) and Mr. Bi Yaowen (畢耀文), each being a director and/or supervisor of certain of our subsidiaries, none of the other grantees under ESOP Phase 3 was a connected person of our Company as of the Latest Practicable Date.

## E. OTHER INFORMATION

### 1. Estate Duty

Our Directors have been advised that currently no material liability for estate duty under PRC law is likely to fall upon our Company or any of our subsidiaries under the laws of Hong Kong and the PRC.

### 2. Litigation

As of the Latest Practicable Date, we are not aware of any litigation or arbitration proceedings of material importance pending or threatened against any member of our Group that could have a material adverse effect on our financial condition or results of operations.

### 3. Joint Sponsors

Each of the Joint Sponsors satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules. The fee payable to each of the Joint Sponsors in respect of its services as a sponsor for the [**REDACTED**] is US$300,000 per Joint Sponsor and payable by us.

### 4. Preliminary Expenses

We have not incurred any material preliminary expenses in relation to the incorporation of our Company.

### 5. Promoters

The promoters of our Company comprised all of the 3 then Shareholders of our Company as at June 29, 2007 before our conversion into a joint stock limited liability company.

| No. | Name |
|---|---|
| 1 . . . | Salubris Pharmaceuticals Limited<br>(信立泰藥業有限公司) |
| 2 . . . | Shenzhen Runfu Investment Development Co., Ltd.*<br>(深圳市潤復投資發展有限公司) |
| 3 . . . | Shenzhen Likanghua Trading Co., Ltd*†<br>(深圳市麗康華貿易有限公司) |

*Note:*

† Now as Urumqi Likanghua Equity Investment Partnership (Limited Partnership)* (烏魯木齊麗康華股權投資合夥企業(有限合夥)).

Within the two years immediately preceding the date of this document, no cash, securities or other benefits has been paid, allotted or given, or has been proposed to be paid, allotted or given, to any of the promoters named above in connection with the [**REDACTED**] or the related transactions described in this document.

## 6. Qualification of Experts

The following are the qualifications of the experts who have given opinion or advice which are contained in this document:

| Name | Qualification |
|---|---|
| Goldman Sachs (Asia) L.L.C. | A licensed corporation under the SFO to conduct type 1 (dealing in securities), type 4 (advising on securities), type 5 (advising on futures contracts), type 6 (advising on corporate finance) and type 9 (asset management) of the regulated activities under the SFO |
| Citigroup Global Markets Asia 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), type 6 (advising on corporate finance) and type 7 (providing automated trading services) of the regulated activities under the SFO |
| CITIC Securities (Hong Kong) Limited | A licensed corporation under the SFO to conduct type 4 (advising on securities) and type 6 (advising on corporate finance) of the regulated activities as defined under the SFO |
| King & Wood | Legal advisor to our Company as to PRC laws |
| Ernst & Young | Certified Public Accountants and Registered Public Interest Entity Auditor under the Accounting and Financial Reporting Council Ordinance |
| Frost & Sullivan (Beijing) Inc., Shanghai Branch Co. | Industry consultant |

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

## 7. Consents of Experts

Each of the persons named in "—6. Qualification of Experts" has given and has not withdrawn its respective written consent to the issue of this document with the inclusion of its report and/or letter and/or opinion (as the case may be) and/or the references to its name included in this document in the form and context in which it is respectively included.

## 8. Taxation of holders of H Shares

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 [**REDACTED**]. The rate charged on each of the purchaser and seller is 0.1% of the consideration of or, if higher, of the fair value of the H Shares being sold or transferred. For further details in relation to taxation, please refer to Appendix III to this document.

## 9. Binding Effect

This document shall have the effect, if an [**REDACTED**] is made in pursuance of this document, 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 insofar as applicable.

## 10. Restrictions on Share Repurchases

For details, see the sections headed "Appendix IV—Summary of Principal Legal and Regulatory Provisions" and "Appendix V—Summary of the Articles of Association" in this document.

## 11. Miscellaneous

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

(i) save as disclosed in the section headed "—A. Further Information about Our Group", 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 fully or partly paid either for cash or a consideration other than cash;

(ii) save in connection with the [**REDACTED**], 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 or loan capital of our Company or any of its subsidiaries;

(iii) save as disclosed in the section headed "Financial Information" of and Appendix I to this document, there are no bank overdrafts or other similar indebtedness by our Group;

(iv) save in connection with the [**REDACTED**], no commission has been paid or is payable for subscription, agreeing to subscribe, procuring subscription or agreeing to procure subscription of any share or debenture in our Company.

(b) Our Group has not issued any debentures nor does it have any outstanding debentures or any convertible debt securities.

(c) Pursuant to an investment agreement dated April 20, 2022 entered into between our Company, Mr. Kevin Sing Ye, Salubris Medtech, Shenzhen Xinshi Xinxing Industrial M&A Equity Investment Fund Partnership (Limited Partnership)* (深圳信石信興產業併購股權投資基金合夥企業(有限合夥)) ("**Xinshi Xinxing**") and Ningbo Meishan Bonded Port Area Xinshi Xinjie Investment Partnership (Limited Partnership)* (寧波梅山保稅港區信石信傑投資合夥企業 (有限合夥)) ("**Xinshi Xinjie**"; together with Xinshi Xinxing, the "Investors"), each of the Investors shall have the right to request our Company to repurchase all or part of the equity interest in Salubris Medtech held by such Investors (the "**Redemption Right**") if Salubris Medtech fails to complete a qualified initial public offering within 48 months of the closing date. The consideration for the redemption shall be determined with reference to the consideration paid at the time of the investment agreement with an annualized 9% compound interest. For further information, see Note 32 to the Accountant's Report in Appendix I to this document.

Save as disclosed above, no share or loan capital of our Company or any of its subsidiaries is under option or is agreed conditionally or unconditionally to be put under option.

(d) No founder or management or deferred shares of our Company or any of its subsidiaries have been issued or agreed to be issued.

(e) Our Directors confirm that:

(i) there has been no material adverse change in the financial or trading position or prospects of our Group since June 30, 2026 (being the date to which the latest consolidated financial statements of our Group were prepared); and

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

(iii) 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.

(f) Subject to and in compliance with all applicable PRC laws, regulations and procedural requirements, there are no substantive restrictions affecting the remittance of profits or repatriation of capital by us into Hong Kong from outside Hong Kong.

(g) There are no hire purchase commitments, guarantees or other material contingent liabilities of our Company or any member of our Group.

(h) Save for the A Shares of our Company that are listed on the Shenzhen Stock Exchange as set out in the sections headed "History and Corporate Structure" and "Share Capital" in this document, no company within our Group is presently listed on any stock exchange or traded on any trading system.

(i) The English 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).