

DIRECTORS, SENIOR MANAGEMENT AND ADVISORS

BOARD OF DIRECTORS

As of the date of this document, our Board of Directors consists of nine Directors, comprising four executive Directors, two non-executive Directors and three independent non-executive Directors.

The table below sets forth certain information in respect of the members of the Board of Directors of our Company:

Name	Age	Date of Joining our Group	Date of Appointment as a Director	Position	Roles and Responsibilities
Dr. Lian Yong CHEN	57	February 27, 2018	May 23, 2018	Chairman of the Board and executive Director	Providing overall guidance on the business and strategic development and the management of our Group
Mr. Ye LIU	48	August 1, 2018	November 23, 2018	Executive Director and CEO	Overall strategic planning, business direction and daily management
Dr. Zhaopeng HU (胡兆鵬)	47	September 3, 2018	April 24, 2020	Executive Director	Participating in strategic planning and management of regulatory affairs
Dr. Wei LI	48	February 27, 2018	April 13, 2018	Executive Director	Participating in the formulation of Company’s corporate and business strategies and the management
Mr. Yanling CAO (曹彥凌)	36	June 18, 2019	June 18, 2019	Non-executive Director	Participating in formulating the Company’s corporate and business strategies

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Name	Age	Date of Joining our Group	Date of Appointment as a Director	Position	Roles and Responsibilities
Mr. Lefei SUN (孫樂非)	40	April 24, 2020	April 24, 2020	Non-executive Director	Participating in formulating the Company’s corporate and business strategies
Mr. Ting Yuk Anthony WU (胡定旭)	65	[●]	[●]	Independent non-executive Director	Supervising and providing independent judgment to our Board
Mr. Lianming HE (何連明)	55	[●]	[●]	Independent non-executive Director	Supervising and providing independent judgment to our Board
Mr. Yiran HUANG (黃翼然)	65	[●]	[●]	Independent non-executive Director	Supervising and providing independent judgment to our Board

Executive Directors

Dr. Lian Yong CHEN, aged 57, has been the Chairman of the Board and a Director since May 23, 2018. Dr. Chan is responsible for providing overall guidance on the business and strategic development and the management of our Group.

Dr. Chen has over 20 years of experience in the life sciences industry. He is currently the founding managing partner and CEO of 6 Dimensions Capital. He has been the founder and managing partner at Frontline BioVentures since 2012 and a partner at FIL Capital Management (Hong Kong) Limited in Asia from May 2008 to March 2014.

Dr. Chen has been a director of 111, Inc. (111集團), a company listed on the Nasdaq Stock Market (stock code: YI.NASDAQ), since May 2019. He has been a director of Shanghai Hile Bio-Technology Co. Ltd. (上海海利生物技術股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 603718) since December 2014. He has been a non-executive Director of CStone Pharmaceuticals (基石藥業), a company listed on the Stock Exchange (stock code: 2616) since October 2018. Dr. Chen was appointed as a director of Hua Medicine (華領醫藥), a company listed on the Stock Exchange (stock code: 2552), in January 2015. He

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has also been a director of Hua Medicine Technology (Hong Kong) Limited (華領醫藥技術(香港)有限公司) since January 2015 and Hua Medicine (Shanghai) Co., Ltd. (華領醫藥技術(上海)有限公司) from April 2014 to April 2016 and from August 2018 onwards, both of which are subsidiaries of Hua Medicine.

Dr. Chen conducted postdoctoral research in chemistry at the Massachusetts Institute of Technology in the United States from August 1991 to December 1992 after obtaining his Ph.D. in chemistry (with top honor) from the University of Louvain, located in Louvain-la-Neuve, Belgium, in June 1991. He graduated from Peking University (北京大學) majoring in chemistry in Beijing, China in July 1984.

Mr. Ye LIU, aged 48, joined our Group as CEO on August 1, 2018 has been our executive Director since November 23, 2018. Mr. Liu is responsible for overall strategic planning, business direction and daily management of the Company.

Mr. Liu has over 20 years of experience in the pharmaceutical industry. Prior to joining our Group, he served as the chairman and general manager in Santen Pharmaceutical (China) Co., Ltd. (參天製藥(中國)有限公司) from October 2014 to July 2018. From February 2009 to September 2014, Mr. Liu served as the head of pharmaceutical affair division and later became the general manager of Eisai (China) Inc. (衛材(中國)藥業有限公司), responsible for the management of pharmaceutical affairs and development, and the overall corporate operation, respectively. From October 2006 to February 2009, Mr. Liu held positions including the national sales, senior business development manager, and the head of sales in Sandoz China Pharmaceutical Co., Ltd. (山德士(中國)製藥有限公司), responsible for marketing, sales and business development.

Mr. Liu obtained his Master of Science in pharmacology from Dalhousie University in Canada in August 2003. He graduated with a Bachelor of Science in pharmaceutical chemistry from Shanghai Medical University (上海醫科大學), in Shanghai, China in July 1993.

Dr. Zhaopeng HU, aged 47, joined our Group in September 3, 2018 as the vice president of regulatory affairs and has been our executive Director since April 24, 2020. Dr. Hu is primarily responsible for participating in strategic planning and management of regulatory affairs.

Dr. Hu has around 20 years of experience in pharmaceutical industry. From July 2006 to August 2018, he held positions including plant technique and registration group manager, registration and pharmaceutical department director, clinical development department director and internal audit department director in Santen Pharmaceutical (China) Co., Ltd., mainly responsible for clinical development compliance and other drug-related regulations and compliance.

Dr. Hu obtained his doctorate degree in pharmacokinetics in March 2002 and his master's degree in pharmaceutics in March 1999 from Kyoto Pharmaceutical University in Japan. He obtained his bachelor's degree in pharmacy in Shenyang Pharmaceutical University in China (瀋陽藥科大學) in July 1996.

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Dr. Wei LI, aged 48, has been a Director since April 13, 2018. Dr. Li is primarily responsible for participating in the formulation of Company’s corporate and business strategies and the management.

Dr. Li has over 20 years of experience in the biotech industry. He is a founding partner of Creacion Ventures L.P. He has served as the Managing Partner of 6 Dimensions Capital since October 2017 and is a founding partner and the managing partner at WuXi Healthcare Ventures since July 2015. He has also been a non-executive director of CStone Pharmaceuticals (stock code: 2616.HK) since October 2018.

During his scientific research career, Dr. Li has first-authored numerous scientific publications in journals including Science, Proceedings of the National Academy of Sciences, and Journal of Biological Chemistry.

Dr. Li received a Ph.D. in chemistry from Harvard University in the United States in November 1998, and an MBA from the J. L. Kellogg School of Management at Northwestern University in the United States in June 2003. He graduated with a Bachelor of Science in chemical physics from the University of Science and Technology of China (中國科學技術大學) in Anhui, China in July 1993.

Non-executive Directors

Mr. Yanling CAO, aged 36, has been a non-executive Director since June 18, 2019. Mr. Cao is primarily responsible for participating in formulating the Company’s corporate and business strategies.

Mr. Cao has over 10 years of experience in private equity investment and management. He served as a senior investment manager of General Atlantic LLC, a company primarily engaged in private equity and venture capital investment, and was responsible for development, execution and management of equity investment from December 2007 to January 2011. He is one of the founding members of Boyu Capital Group Management Ltd. since March 2011 and is currently serving as a partner, mainly responsible for investments in the healthcare industry. Mr. Cao served as a director of CStone Pharmaceuticals (stock code: 2616.HK) from April 2016 to March 2017 and has been a non-executive director since May 2019. He has been a non-executive director of Wuxi Biologics (Cayman) Inc. (藥明生物技術有限公司) (stock code: 2269. HK) since May 2016. He has also been a non-executive director of Viela Bio, Inc. (stock code: VIE. NASDAQ) since February 2018.

Mr. Cao obtained a bachelor’s degree in economics and mathematics from Middlebury College in the United States in May 2006.

Mr. Lefei SUN, aged 40, has been a non-executive Director since April 24, 2020. Mr. Sun is primarily responsible for participating in formulating the Company’s corporate and business strategies.

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Mr. Sun has been a non-executive director of Hong Kong Asia Medical Holding Limited (香港亞洲醫療股份有限公司), a leading hospital management group in Asia with hospital assets such as Wuhan Asia Heart Hospital (武漢亞洲心臟病醫院), from November 2018. He is also a non-executive director of various biotech companies such as Adagene Inc. and CANbridge Pharmaceuticals Inc.

Mr. Sun has served as head of China healthcare at General Atlantic since May 2018, and has been a managing director from January 2020, in charge of private equity investment and portfolio management in healthcare and life sciences sectors. From December 2014 to April 2018, Mr. Sun was a founding partner and a member of investment committee of Beijing HuaTai Ruihe Investment Fund Management Company (LLP) (北京華泰瑞合投資基金管理合夥企業(有限合夥)), also known as Huatai Healthcare Investment Fund (華泰醫療產業投資基金).

Mr. Sun obtained his master’s degree in neurosciences from Johns Hopkins University School of Medicine in the United States in May 2006, and his bachelor’s degree in basic sciences from Tsinghua University (清華大學) in Beijing, China in July 2002.

Independent non-executive Directors

Mr. Ting Yuk Anthony WU, aged 65, has been an independent non-executive Director of the Company since [●]. Mr. Wu is primarily responsible for supervising and providing independent judgment to our Board.

Mr. Wu is a leader in the healthcare industry and has extensive management experience in medical system. He joined the Hong Kong Hospital Authority in 1999 and was formerly its chairman from 2004 to 2013. He is the longest-serving chairman of the Hospital Authority. He had led the team of the Hospital Authority to manage all public hospitals and public clinics in Hong Kong and implement the public health policy of the Hong Kong Government. He had also actively promoted a number of public and private medical co-operation projects during his tenure. Mr. Wu is currently an advisor to the Public Policy Advisory Committee of the National Health Commission of, the principal advisor for international cooperation to the State Administration of Traditional Chinese Medicine of the People’s Republic of China and a member of the Chinese Medicine Reform and Development Advisory Committee. He was a member of the State Council’s Medical Reform Leadership Advisory Committee.

Other important public positions that Mr. Wu has served include a member of the 9th, 10th and 11th of, and a standing committee member of the 12th and 13th of the National Committee of the Chinese People’s Political Consultative Conference, and a member of the Chief Executive’s Council of Advisers on Innovation and Strategic Development and the Task Force on Land Supply of the Hong Kong SAR, and has been awarded Gold Bauhinia Star and Justice of the Peace by the government of Hong Kong SAR. Mr. Wu was a member of the General Committee of the Hong Kong General Chamber of Commerce from 2000 to 2017, served as its chairman from 2010 to 2012, and is currently a member of its Council. Mr. Wu was a director of the Fidelity Funds from 2011 to 2014 and was the chairman of Bauhinia Foundation Research Centre from 2007 to 2012. Mr. Wu was a partner of Ernst & Young (“EY”) from July 1985 to December 2005, and served as chairman of the EY’s Far East Region

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from 2000 to 2005. He was also the chief advisor to MUFG Bank, Ltd., the chairman of The Board of Trustees of China Oxford Scholarship Fund, an honorary professor of the Faculty of Medicine of the Chinese University of Hong Kong and the Peking Union Medical College Hospital, and an honorary fellow of the Hong Kong College of Community Medicine.

Mr. Wu has directorships in certain Hong Kong listed companies. He is an independent non-executive director of Power Assets Holdings Limited (電能實業有限公司) (stock code: 0006), Guangdong Investment Limited (粵海投資有限公司) (stock code: 0270) and China Taiping Insurance Holdings Company (中國太平保險控股有限公司) Limited (stock code: 0966), the chairman and independent non-executive director of China Resources Medical Holdings Company Limited (華潤醫療控股有限公司) (stock code: 1515) and the independent non-executive director of CStone Pharmaceuticals (stock code: 2616.HK) and Venus Medtech (Hangzhou) Inc. (杭州啟明醫療器械股份有限公司) (stock code: 2500). He was an independent non-executive director of Agricultural Bank of China Limited (中國農業銀行股份有限公司) (stock code: 1288) from January 2009 to June 2015. He was an executive director of Sincere Watch (Hong Kong) Limited (先施表行(香港)有限公司) (stock code: 0444) from March 2015 to August 2018.

Mr. Wu confirmed that he is able to devote sufficient time to act as our independent non-executive Director, though he's currently engaged as independent non-executive director of six companies listed on the Stock Exchange, based on the following:

- Mr. Wu is neither a full time member of these companies nor involved in the daily operations or management of such companies. As such, he has no executive and management responsibility therein;
- Mr. Wu is primarily required to attend relevant board meetings, committee meetings and shareholders' meetings of these listed companies. He has maintained a high attendance rate for board meetings, committee meetings and shareholders' meetings for such listed companies during the respective latest financial period since his appointment date;
- with his background and experience, Mr. Wu is fully aware of the responsibilities and expected time involvements for independent non-executive director. He has not found difficulties in devoting to and managing his time with numerous companies and he is confident that with his experience in being responsible for several roles, he will be able to discharge his duties to our Company; and
- Mr. Wu's role in our Group is non-executive in nature and he will not be involved in the daily management of our Group's business, thus his engagement as our independent non-executive Director will not require his full-time participation.

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Based on the foregoing, our Directors do not have reasons to believe that the various positions currently held by Mr. Wu will result in Mr. Wu not having sufficient time to act as our independent non-executive Director or not properly discharging his fiduciary duties as a director of our Company.

Mr. Wu completed a foundation course in accountancy at the then Teesside Polytechnic in the United Kingdom in July 1975. Mr. Wu is a fellow of Hong Kong Institute of Certified Public Accounts (“HKICPA”) and the Institute of Chartered Accountants in England and Wales (“ICAEW”), and the honorary chairman of the Institute of Certified Management Accountants (Australia) Hong Kong Branch.

On December 24, 2013, the Disciplinary Committee of the HKICPA found Mr. Wu’s failure to observe, maintain or otherwise apply the requirements of the HKICPA in preserving the appearance of independence by acting as an independent financial advisor on behalf of EY to a non-listed company whilst also being a senior partner of EY who acted as auditors of such company in respect of the financial years ended December 31, 1995 to December 31, 1997, and is therefore a deemed auditor of that company under the Companies Ordinance, to be a professional misconduct (the “**Incident**”). Mr. Wu was ordered to pay a penalty of HK\$250,000, had his name removed from the register for a period of two years from July 23, 2014, and together with the other respondents, was ordered to pay the costs of HK\$2 million to the HKICPA. This incident was then referred to the ICAEW by the HKICPA in 2014, and was dismissed by the ICAEW in 2017.

The Board is of the view that the Incident does not affect Mr. Wu’s suitability to act as an independent non-executive Director of the Company for the following reasons:

- (a) The Incident took place over 20 years ago and was in relation to the “appearance” of independence which does not impair the character and integrity of Mr. Wu. The decision by the ICAEW, one of the oldest and most respectable accounting bodies in the world, to dismiss the case is the best endorsement;
- (b) Mr. Wu’s contribution to the companies listed on the Stock Exchange, of which he currently is or has acted as a director has been widely recognized, despite the Incident; and
- (c) The perspective, skills and experience of Mr. Wu in relation to his professional career and public services that can be brought to the Board will benefit the future advancement and strategy of the Company.

Mr. Lianming HE, aged 55, has been an independent non-executive Director of the Company since [●]. Mr. He is primarily responsible for supervising and providing independent judgment to our Board.

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Mr. He has over 30 years of experience as a lawyer. He is currently a senior partner at TMI Associates, a law firm in Japan. Mr. He was appointed as an adjunct professor by China University of Political Science and Law (中國政法大學) in May 2019.

Mr. He has been an overseas committee member of the All-China Federation of Returned Overseas Chinese (中華全國歸國華僑聯合會) since September 2018. He served as a legal adviser of Embassy of the People’s Republic of China in Japan (中華人民共和國駐日本大使館) from August 2005 to May 2019. He has also served as the honorary president of Association of China Lawyers in Japan since December 2018. In addition, Mr. He was a visiting professor at the law school of Senshu University from April 2004 to March 2008.

Mr. He was qualified as a lawyer in China in 1989 and was registered as a foreign lawyer in Japan in 1999. He obtained his master’s degree in law from Chuo University in Japan in March 1999 and his bachelor’s degree in law from China University of Political Science and Law in July 1988.

Mr. Yiran HUANG, aged 65, has been an independent non-executive Director of the Company since [●]. Mr. He is primarily responsible for supervising and providing independent judgment to our Board.

Mr. Huang is currently a professor of urology, chief physician and doctoral supervisor of Renji Hospital (上海交通大學醫學院附屬仁濟醫院). He is also a leading committee member of the committee of urology of Shanghai Association of Social Medical Institutions (上海市社會醫療機構協會), a standing committee member of the urology branch of Chinese Medical Association (中華醫學會), and the founder of Yiran Education Foundation (翼然教育基金會).

From May 2016 to December 2019, Mr. Huang was the chairman of Shanghai International Medical Center (上海國際醫學中心). From June 2009 to January 2015, Mr. Huang served as vice chairman of the Renji Hospital. From April 2001 to April 2016, he served as director of the urology department of the Renji Hospital.

Mr. Huang obtained his master’s degree in urology from Shanghai Second Medical University (上海第二醫科大學) in July 1989. He graduated with a Bachelor of Medicine from Jiangxi Medical College (江西醫學院) in December 1982.

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SENIOR MANAGEMENT

Our senior management is responsible for the day-to-day management of our business. The table below shows certain information in respect of the senior management of our Company:

Name	Age	Date of Joining our Group	Date of Appointment	Position	Roles and Responsibilities
Mr. Ye LIU	48	August 1, 2018	August 1, 2018	CEO and executive Director	Overall strategic planning, business direction and daily management
Dr. Zhaopeng HU (胡兆鵬)	47	September 3, 2018	September 3, 2018	Vice president of regulatory affairs	Responsible for regulatory affairs
Dr. Changdong LIU	58	July 10, 2018	October 28, 2019	Chief scientific officer	Leading scientific research and development
Dr. DongHong CHEN	49	October 28, 2019	October 28, 2019	Chief medical officer	Leading clinical development
Mr. Qinglei ZUO (左清磊)	36	September 3, 2018	September 3, 2018	Vice president of commercialization	Responsible for drug commercialization

Mr. Ye LIU, aged 48, has been our CEO since August 1, 2018. For further details, please see the paragraphs headed “—Board of Directors—Executive Directors” in this section.

Dr. Zhaopeng HU, aged 47, has been our vice president of regulatory affairs since September 3, 2018. For further details, please see the paragraphs headed “—Board of Directors—Executive Directors” in this section.

Dr. Changdong LIU, aged 58, has been our chief scientific officer since October 28, 2019, responsible for leading scientific research and development.

Dr. Liu has around 35 years of experience in the biotech industry and ophthalmology. Dr. Liu joined our Group on July 10, 2018 and served as our chief medical officer before he was appointed as our chief scientific officer. Prior to joining our Group, from August 2016 to June 2018, he held positions including head of clinical oncology and vice president of clinical development in Livzon Mabpharm Inc. (珠海市麗珠單抗生物技術有限公司), responsible for clinical development and clinical trial execution. From December 2015 to July 2016, he served as chief medical officer and senior vice president in Qilu Pharmaceutical Co., Ltd. (齊魯製藥

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有限公司), responsible for clinical development and clinical trial management. From November 2014 to December 2015, he served as senior vice president of clinical development department in Bio-Thera Solution, Ltd. (百奧泰生物製藥股份有限公司), a company listed on Shanghai Stock Exchange (stock code: 688177), responsible for product development and clinical development. From 2002 to 2014, he served in Alcon AG, a company listed on the Switzerland Exchange (stock code: ALC), in Fort Worth, United States, and later became the clinical lead, responsible for global clinical and regulatory affairs.

Dr. Liu served as a senior research scientist from 1999 to 2002 at University of Pennsylvania and conducted postdoctoral research in ophthalmology from 1995 to 1999 at the University of Pennsylvania, after serving as an ophthalmologist at Wuhan University Hospital (武漢大學附屬醫院) from 1991 to 1995, at General Military Hospital of Nanjing (南京軍區總醫院) from 1989 to 1990 and at Wuhan Union Hospital (華中科技大學同濟醫學院附屬協和醫院) from 1983 to 1988. Dr. Liu obtained his Master of Medicine in ophthalmology (comparable to master’s degree in medical sciences with specification in ophthalmology in the United States) and his Bachelor of Medicine (comparable to Doctor of Medicine in the United States) from Tongji Medical University (同濟醫科大學) in June 1988 and August 1983, respectively.

Dr. DongHong CHEN, aged 49, has been our chief medical officer since October 28, 2019, responsible for leading clinical development.

Dr. Chen has around 30 years of experience in ophthalmology. From March 2016 to October 2019, she served as head of clinical development and medical affairs in Alcon Hong Kong Ltd., primarily responsible for clinical development and medical affairs in Hong Kong and Korea. From March 2015 to April 2016, she served as deputy general manager of R&D department in Vanway Pharmaceutical Holdings Ltd (宏威製藥集團有限公司), responsible for strategy planning of the department. From February 2013 to December 2014, she served as APAC medical director and clinical advisor in STAAR Surgical Company, a company listed on Nasdaq Stock Market (stock code: STAA), responsible for leading company’s clinical and medical activities in APAC. From November 2010 to January 2013, she served as a senior scientist in GlaxoSmithKline (China) R&D Company Limited (葛蘭素史克(上海)醫藥研發有限公司), primarily responsible for clinical research and studies in ophthalmology. From March 2006 to August 2010, she served as a senior scientist in Wellstat Ophthalmics Corporation, responsible for designing and conducting preclinical and clinical research in ophthalmic diseases. Dr. Chen served as an eye surgeon at The First Hospital of Yangzhou (揚州市第一人民醫院) from September 1997 to July 2000. She also served as head of resident ophthalmologist between March 2002 and March 2003 in Eye & ENT Hospital of Fudan University (復旦大學附屬眼耳鼻喉醫院).

From 2003 to 2005, Dr. Chen conducted postdoctoral research in ophthalmology successively at the University of Miami and Emory University. Dr. Chen obtained her Doctor of Medicine in clinical ophthalmology from Fudan University Medical School (復旦大學醫學院) in June 2003. She obtained her master’s degree in clinical ophthalmology from Nanjing Medical University (南京醫科大學) in July 1997. She graduated from Yangzhou Medical College (揚州醫學院) majoring in medicine in Yangzhou, China in July 1991.

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Mr. Qinglei ZUO, aged 36, has been our vice president of commercialization since September 3, 2018, responsible for drug commercialization.

Prior to joining our Group, Mr. Zuo held positions including manager of business development department, director of business development department and head of sales of the pharmaceutical department of Santen Pharmaceutical (China) Co., Ltd. from April 2015 to August 2018. From October 2010 to March 2015, he successively served as associate product manager and district sales manager of gastrointestinal and liver diseases department in Eisai (China) Inc., where he was responsible for sales of drugs. From June 2009 to September 2010, he served as a preclinical project manager of R&D department in Shanghai Hengrui Pharmaceutical Co., Ltd. (上海恒瑞醫藥有限公司).

Mr. Zuo obtained his master’s degree in pharmacology in Shanghai Institute of Pharmaceutical Industry (上海醫藥工業研究院) in May 2009. He graduated with bachelor’s degree in pharmacy from Yantai University (煙臺大學) in June 2006.

Directors’ and Senior Management’s Interests

Save as disclosed above, none of our Directors or senior management members has been a director of any public company the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this document.

Save as disclosed above, to the best of the knowledge, information and belief of our Directors having made all reasonable enquiries, there was no other matter with respect to the appointment of our Directors that needs to be brought to the attention of our Shareholders and there was no information relating to our Directors that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules as of the Latest Practicable Date.

As of the Latest Practicable Date, save for the interests in the Shares held by Mr. Ye LIU and Dr. Zhaopeng HU, which are disclosed in the section headed “Statutory and General Information—C. Further Information about Our Directors” in Appendix IV in this document, none of our Directors held any interest in the securities within the meaning of Part XV of the SFO.

As of the Latest Practicable Date, none of our Directors or senior management is related to other Directors or senior management of our Company.

ADVISORS

Our Company is backed by external scientists serving as our advisors, being Dr. Qin XIE (謝沁) and Dr. Steven Brian LANDAU, who are primarily responsible for promotion of the Company’s products outside of the PRC and sourcing potential in-license opportunities of ophthalmic drugs globally. Dr. Xie and Dr. Landau were also members of the incubation team for the development the Ocumension Platform before our Company was established.

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Dr. Qin XIE, aged 39, has been our advisor since February 27, 2018.

Dr. Xie has been a managing director of Frontline Bioventures (Shanghai) Limited (崇凱創業投資諮詢(上海)有限公司) (the management company of 6 Dimensions Capital) since March 2020. She served at 6 Dimensions Capital from January 2016 to February 2020. From January 2013 to December 2015, Dr. Xie served as a business development manager in Hisun Pfizer Pharmaceuticals Co., Ltd. (海正輝瑞製藥有限公司). Dr. Xie served as a senior investment manager in Shanghai Pharmaceuticals Holding Co. Ltd. (上海醫藥集團股份有限公司), a company listed on Shanghai Stock Exchange (stock code: 601607) and the Stock Exchange (stock code: 2607), from November 2010 to December 2012.

Dr. Xie received her doctorate degree in pharmacology and Master of Science in pharmacology from University of Oxford in the United Kingdoms in April 2011 and September 2004, respectively. She graduated with a Bachelor of Medicine in clinical medicine from the Xi'an Jiaotong University (西安交通大學) in Xian, China in July 2003.

Dr. Steven Brian LANDAU, aged 59, has been our advisor since February 27, 2018.

Dr. Landau has approximately 20 years of experience in biotechnology industry. He is currently a consultant to Transcenta Therapeutics, Inc. and an adjunct professor at Case Western Reserve University with other consulting engagements. He also had positions in various biotech companies, including Convelo Therapeutics, Hangzhou JUST Biotherapeutics Co., Ltd. (杭州奕安濟世生物藥業有限公司) and Dynogen Pharmaceuticals.

Dr. Landau completed his post-graduate training in medicine at the Beth Israel Hospital in 1989. He obtained his Medical Doctor from Case Western Reserve University in the United States in May 1986 and is a member of Alpha Omega Alpha and his bachelor's degree in Chemistry from Bowdoin College in June 1982 graduating Summa Cum Laude and a member of Phi Beta Kappa.

JOINT COMPANY SECRETARIES

Ms. Yun JI (季芸), aged 34, was appointed as our company secretary on April 28, 2020. Ms. Ji has been our strategic project director since February 27, 2020, responsible for execution of our strategic market capitalization projects. Prior to joining our Group, she served as head manager of board of directors office in Shanghai Pharmaceuticals Holding Co., Ltd. (上海醫藥集團股份有限公司) from September 2012 to February 2020, a company listed on Shanghai Stock Exchange (stock code: 601607) and the Stock Exchange (stock code: 2607), leading a team of the board of directors office, responsible for corporate governance, public disclosure, investor relations management and other securities affairs.

Ms. Ji obtained her bachelor's degree in business administration from Beijing Foreign Studies University in Beijing, China in July 2007.

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Ms. Pui Chun Hannah SUEN (孫佩真), aged 42, was appointed as our company secretary on March 12, 2020. Ms. Suen has been an assistant manager of corporate services of Vistra Corporate Services (HK) Limited, a corporate services provider, since August 2014. She has over thirteen years of experience in providing full range of company secretarial services and is currently serving a portfolio of clients including public listed companies, multinational corporations and private companies. Prior to her current role, Ms. Suen was a secretarial officer in KCS Hong Kong Limited between June 2011 and August 2014, and a company secretary of AG Consultants Limited between February 2010 and June 2011.

Ms. Suen has been an associate member of the Hong Kong Institute of Chartered Secretaries since November 2019.

Ms. Suen obtained her master's degree in Corporate Governance from the Open University of Hong Kong in August 2019 and her bachelor's degree in Translation and Interpretation from the City University of Hong Kong in November 2000.

KEY TERMS OF EMPLOYMENT CONTRACTS

We normally enter into (i) an employment contract, and (ii) a confidentiality and non-competition agreement with our senior management members and other key personnel. We normally enter into five- or three-year employment contract with our senior management members and other key personnel. Below sets forth the key terms of these contracts we enter into with our senior management and other key personnel.

Confidentiality

- *Scope of confidential information.* Information the employee shall keep confidential includes but is not limited to: inventions, trade secrets, confidential information, knowledge or data of the Company, or any of its clients, customers, consultants, shareholders, licensees, licensors, vendors or affiliates, that the employee may produce, obtain or otherwise acquire or have access to during the course of his employment by the Company.
- *Confidential obligation.* The employee shall (i) keep confidential information in confidence and shall not directly or indirectly use, divulge, publish or otherwise disclose or allow to be disclosed any aspect of confidential information to any entity or person whatsoever; (ii) refrain from any action or conduct which might be reasonably expected to compromise the confidentiality or proprietary nature of the confidential information; and (iii) follow good faith recommendations made by the Board of Directors of the Company from time to time regarding confidential information.
- *Confidential period.* The confidentiality obligation shall continue to be in effect after the departure of the employee.

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Inventions

- *Scope of inventions.* Inventions, discoveries, ideas, designs, copyrightable works, original works of authorship, developments, improvements, concepts, technical methods, know-how, trade secrets, and other productions or items containing intellectual properties of any nature, whether or not patentable or otherwise registrable under the laws of any jurisdictions, and whether or not reduced to practice, made or conceived by the employee, whether solely by the employee or jointly with others, during the period of the employee’s employment with the Company, (i) that relate in any manner to the actual or demonstrably anticipated business, work, or research and development of the Company, its affiliates or subsidiaries, or (ii) that are developed in whole or in part on the Company’s time or using the Company’s equipment, supplies, facilities or confidential information, or (iii) that result from or are suggested by any task assigned to the employee or any work performed by the employee for or on behalf of the Company, its affiliates or subsidiaries or within the scope of the employee’s duties and responsibilities with the Company, its affiliates or subsidiaries, and within five years after termination of the employee’s employment with the Company that are based upon any confidential information of the Company.
- *Assignment of inventions.* The Company shall have a complete, absolute and exclusive right, title, and interest in and for any and all of such inventions.

Non-competition clause

- *Non-competition obligation.* The employee shall not engage directly or indirectly in any work, employment, consulting or other services for remuneration of any kind for any other person or business entity whose products are with substantially similar indications as the existing products of the Company or its subsidiaries at the time of termination of the employment, or engage in any other activities which conflict with the obligations to the Company.
- *Term and Scope.* The non-competition obligation is effective during and for 24 months after the employee’s employment within the territory of China and any other countries or regions in which the Company or any of its affiliates or subsidiaries has legal presence and has conducted business or is in the process of establishing legal presence to conduct business at the time of the termination of the employment.

DIRECTORS’ REMUNERATION

For the details of the service contracts that we have entered into with our Directors, see the section headed “Statutory and General Information—C. Further Information about Our Directors—1. Particulars of Service Contracts and Appointment Letters” in Appendix IV to this document.

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The aggregate amount of fees, salaries, allowances and retirement benefit scheme contributions we paid to our Directors in respect of the financial years ended December 31, 2018 and 2019 was RMB3.5 million and RMB33.2 million, respectively. Further information on the remuneration of each Director during the Track Record Period is set out in note 12 in the Accountants’ Report set out in Appendix I to this document.

During the Track Record Period, no remuneration was paid to our Directors by our Group as an inducement to join or upon joining our Group. No compensation was paid or payable to our Directors, past Directors during the Track Record Period for the loss of office as director of any member of our Group or of any other office in connection with the management of the affairs of any member of our Group. None of our Directors waived any emoluments during the Track Record Period.

Under the arrangements currently in force, the aggregate amount of remuneration (including share-based payment and excluding any discretionary bonus which may be paid) payable by our Group to our Directors for the financial year ending December 31, 2020 is expected to be approximately RMB99.4 million.

For the financial years ended December 31, 2018 and 2019, the five highest paid individuals of our Group included one director and one director, and the aggregate amount of fees, salaries, allowances and retirement benefits scheme contributions we paid to the highest paid individuals who are neither Directors nor chief executives of our Company were RMB3.3 million and RMB21.8 million, respectively.

During the Track Record Period, no remuneration was paid to the five highest paid individuals of our Company as an inducement to join or upon joining our Company. No compensation was paid or payable to such individuals during the Track Record Period for the loss of any office in connection with the management of the affairs of any member of our Company.

For the details of the stock options that we granted to our Directors, see the section headed “Statutory and General Information—D. Share Incentive Schemes—1. Employee Stock Option Plan” in Appendix IV to this document.

CORPORATE GOVERNANCE

We have established the following committees in our Board of Directors: an Audit Committee, a Remuneration Committee, and a Nomination Committee. The committees operate in accordance with terms of reference established by our Board of Directors.

DIRECTORS, SENIOR MANAGEMENT AND ADVISORS

Audit Committee

The Company has established the Audit Committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and the Code of Corporate Governance and Corporate Governance Report in Appendix 14 to the Listing Rules. The Audit Committee consists of three independent non-executive Directors, namely, Mr. Ting Yuk Anthony WU, Mr. Lianming HE and Mr. Yiran HUANG. Mr. Ting Yuk Anthony WU, being the chairman of the Audit Committee, holds the appropriate professional qualifications as required under Rules 3.10(2) and 3.21 of the Listing Rules. The primary duties of the Audit Committee are to assist our Board of Directors by providing an independent view of the effectiveness of the financial reporting process, internal control and risk management systems of our Group, overseeing the audit process and performing other duties and responsibilities as assigned by our Board of Directors.

Remuneration Committee

The Company has established the Remuneration Committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and the Code of Corporate Governance and Corporate Governance Report in Appendix 14 to the Listing Rules. The Remuneration Committee consists of three independent non-executive Directors, namely, Mr. Lianming HE, Mr. Ting Yuk Anthony WU and Mr. Yiran HUANG. Mr. Lianming HE is the chairman of the Remuneration Committee. The primary duties of the Remuneration Committee include, but are not limited to, the following: (i) making recommendations to the Board of Directors on our policy and structure for all remuneration of Directors and senior management and on the establishment of a formal and transparent procedure for developing the policy on such remuneration; (ii) determining the specific remuneration packages of all Directors and senior management; and (iii) reviewing and approving performance-based remuneration by reference to corporate goals and objectives resolved by the Board of Directors from time to time.

Nomination Committee

The Company has established the Nomination Committee with written terms of reference in compliance with the Code of Corporate Governance and Corporate Governance Report in Appendix 14 to the Listing Rules. The Nomination Committee consists of one executive Director, namely, Dr. Lian Yong CHEN, and two independent non-executive Directors, namely, Mr. Lianming HE and Mr. Yiran HUANG. Dr. Lian Yong CHEN is the chairman of the Nomination Committee. The primary duties of the Nomination Committee include, without limitation, reviewing the structure, size and composition of the Board of Directors, assessing the independence of independent non-executive Directors and making recommendations to the Board of Directors on matters relating to the appointment of Directors.

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Diversity

We are committed to promoting the culture of diversity in the Company. We have strived to promote diversity to the extent practicable by taking into consideration a number of factors in our corporate governance structure.

We have adopted the board diversity policy which sets out the objective and approach to achieve and maintain diversity of our Board in order to enhance the effectiveness of our Board. Pursuant to the board diversity policy, we seek to achieve Board diversity through the consideration of a number of factors, including but not limited to gender, age, race, language, cultural background, educational background, industry experience and professional experience. Our Directors have a balanced mix of knowledge and skills, including knowledge and experience in the areas of pharmaceutical and medical industry, business management, investment, finance, legal profession, auditing and accounting. They obtained degrees in various majors including pharmaceuticals, chemistry, neurosciences, economics and law. Furthermore, our Board has a wide range of age, ranging from 36 years old to 65 years old. We have also taken, and will continue to take steps to promote gender diversity at all levels of our Company, including but without limitation at the Board and the management levels. In particular, a senior management member, an advisor and our joint company secretaries are female. While we recognize that the gender diversity at the Board level can be improved given its current composition of all-male directors, we will continue to apply the principle of appointments based on merits with reference to our diversity policy as a whole.

Our Nomination Committee is delegated by our Board to be responsible for compliance with relevant codes governing board diversity under the Corporate Governance Code. After the [REDACTED], our Nomination Committee will review the board diversity policy from time to time to ensure its continued effectiveness and we will disclose in our corporate governance report about the implementation of the board diversity policy on an annual basis.

Corporate Governance Code

We aim to achieve high standards of corporate governance which are crucial to our development and safeguard the interests of our Shareholders. To accomplish this, we expect to comply with the Corporate Governance Code after the [REDACTED].

Compliance Adviser

We have appointed Somerley Capital Limited as our Compliance Adviser pursuant to Rule 3A.19 of the Listing Rules. Our Compliance Adviser will provide us with guidance and advice as to compliance with the Listing Rules and applicable Hong Kong laws. Pursuant to Rule 3A.23 of the Listing Rules, our Compliance Adviser will advise our Company in certain circumstances including: (a) before the publication of any regulatory announcement, circular, or financial report; (b) where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues and share repurchases; (c) where we propose to use the [REDACTED] of the [REDACTED] in a manner different from that detailed in this document or where the business activities, development or results of our Group deviate from any forecast, estimate or other information in this document; and (d) where the Stock Exchange makes an inquiry to our Company under Rule 13.10 of the Listing Rules.

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The term of appointment of our Compliance Adviser shall commence on the [REDACTED] and is expected to end on the date on which we comply with Rule 13.46 of the Listing Rules in respect of our financial results for the first full financial year commencing after the [REDACTED].

COMPETITION

Each of our Directors confirms that as of the Latest Practicable Date, he did not have any interest in a business which competes or is likely to compete, directly or indirectly, with our business and requires disclosure under Rule 8.10 of the Listing Rules.

From time to time our non-executive Directors may serve on the boards of both private and public companies within the broader healthcare and biopharmaceutical industries. However, as these non-executive Directors are neither our Controlling Shareholders nor members of our executive management team, we do not believe that their interests in such companies as directors would render us incapable of carrying on our business independently from the other companies in which they may hold directorships from time to time.