

DIRECTORS AND SENIOR MANAGEMENT

DIRECTORS

Our Board currently consists of 11 Directors, including one executive Director, six non-executive Directors and four independent non-executive Directors. The table below sets forth certain information about our Directors:

Name	Age	Position	Roles and responsibilities	Date of appointment as a Director	Date of joining our Group	Relationship with other Directors and senior management
Mr. ZHAO Hong (趙宏)	57	Executive Director, Chief Executive Officer and President	In charge of overall operations, strategies and decision making of our Group	June 2020	April 2013	None
Mr. LI Zhenfu	57	Non-executive Director and Chairman	Participating in the formulation of business plans, strategies and major decisions of our Group through the Board	June 2020	October 2017	None
Dr. VASELLA Daniel Luzius	67	Non-executive Director	Participating in the formulation of business plans, strategies and major decisions of our Group through the Board	August 2020	August 2020	None
Ms. LIN Shirley Yi-Hsien	38	Non-executive Director	Participating in the formulation of business plans, strategies and major decisions of our Group through the Board	February 2021	October 2017	None
Ms. LI Quan (李泉)	40	Non-executive Director	Participating in the formulation of business plans, strategies and major decisions of our Group through the Board	June 2020	October 2017	None
Mr. SHI Cen (石岑)	45	Non-executive Director	Participating in the formulation of business plans, strategies and major decisions of our Group through the Board	June 2020	June 2020	None
Ms. WANG Xiaozhuo (王曉卓)	42	Non-executive Director	Participating in the formulation of business plans, strategies and major decisions of our Group through the Board	June 2020	October 2017	None
Dr. LIU Guoen (劉國恩)	63	Independent Non-executive Director	Providing independent opinion and judgment to our Board	February 2021	February 2021	None
Dr. CHEN Ping	62	Independent Non-executive Director	Providing independent opinion and judgment to our Board	February 2021	February 2021	None
Mr. GU Alex Yushao	51	Independent Non-executive Director	Providing independent opinion and judgment to our Board	February 2021	February 2021	None
Ms. HAYES Wendy	50	Independent Non-executive Director	Providing independent opinion and judgment to our Board	February 2021	February 2021	None

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Executive Director

Mr. ZHAO Hong (趙宏), aged 57, is our executive Director, chief executive officer and president. Mr. Zhao has more than 30 years of experience in the medical and pharmaceutical industry. Prior to joining our Group, he served as a lecturer of Nanjing Medical University (南京醫科大學) from July 1986 to September 1992, and served in Xian Janssen Pharmaceutical Ltd. (西安楊森製藥有限公司) from December 1992 to July 1995, a regional sales manager, national sales director and senior vice president of Beijing Novartis Pharmaceutical Co., Ltd. (北京諾華製藥有限公司) from July 1995 to February 2011, and an executive vice president of Simcere Pharmaceutical Group (先聲藥業集團) from February 2011 to April 2013. Mr. Zhao joined SciClone US in April 2013 and served as its CEO (China Operations), in charge of its operations in China before the incorporation of the Company.

Mr. Zhao received his bachelor's degree in clinical medicine from Nanjing Medical University (南京醫科大學) (formerly known as Nanjing Medical College (南京醫學院)) in July 1986, in Jiangsu province, the PRC. He obtained his Executive Master of Business Administration ("EMBA") from China Europe International Business School (中歐國際工商學院) in April 2002, in Shanghai, the PRC.

Non-executive Directors

Mr. LI Zhenfu, aged 57, is our non-executive Director and the Chairman of the Board. Mr. Li is the founder of GL Capital Group (德福資本), one of our substantial Shareholders, and has served as its president and chief executive officer since February 2010. Prior to founding GL Capital Group, Mr. Li served as the China president of Novartis Overseas Investment AG Beijing Representative Office from June 2004 to January 2010.

Mr. Li also has served as a director of The Nature Conservancy (大自然保護協會) since September 2009, a director of China Entrepreneur Club (中國企業家俱樂部) since April 2009, and a vice executive president of Pharmaceutical Chamber of Commerce of All-China Federation of Industry and Commerce (中華全國工商聯醫藥業商會) since December 2010.

Mr. Li obtained his bachelor's degree in materials science from Beihang University (北京航空航天大學) in July 1986, in Beijing, the PRC, and his master's degree in metallurgical engineering from Illinois Institute of Technology in December 1988, in Chicago, the U.S.

Dr. VASELLA Daniel Luzius, aged 67, is our non-executive Director. Dr. Vasella has over 40 years of experience in the medical and pharmaceutical industry. Prior to joining our Group, from December 1996 to February 2010 Dr. Vasella was chief executive officer and from February 1999 to February 2013 chairman of the board of Novartis International AG (New York Stock Exchange: NVS and Six Swiss Exchange: NOVN). Dr. Vasella served as a director of XBiotech Inc. (NASDAQ: XBIT) from November 2014 to January 2018.

Dr. Vasella has served as an independent non-executive director of PepsiCo, Inc. (NASDAQ: PEP) since February 2002 and an independent non-executive director of American Express Company

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(New York Stock Exchange: AXP) since July 2012. Dr. Vasella was appointed as Economic Advisor to Governor of Guangdong Province, the PRC by the governor of Guangdong Province, the PRC in November 2003.

Dr. Vasella obtained the FMH Specialty certification in internal medicine in November 1985; he pursued his psychodynamic and psychotherapy training at the University of Bern and Freud-Institut Zürich from September 1978 to May 1988, the Program of Management Development certification from Harvard Business School in December 1989; the certified coach qualification from Der Deutsche Bundesverband Coaching (DBVC) in Germany in June 2014; and the certified coach qualification from “The Leadership Circle” in September 2016.

Dr. Vasella received Ordem Cruzeiro do Sul from President of Brazil, in 2000, Harvard Business School’s Alumni Achievement Award from Harvard Business School, in October 2003, first international award for responsible capitalism 2003 by the archbishop of canterbury, the most Rev & Rt Hon Dr Rowan Williams PC FBA in December 2003, was entitled the foreign honorary membership of American Academy of Arts and Sciences in 2008, and Prix Pasteur from the Institut Pasteur, in France in 2007. Dr. Vasella was adjudged the winner of Golden Peacock Leadership Award for Corporate Social Responsibility 2010 by the chairman of the Golden Peacock Global Awards in September 2010.

Dr. Vasella obtained his Swiss medical diploma from the University of Bern in December 1979, in Bern, the Switzerland, and his doctor of medicine degree from the University of Bern in October 1980, in Bern, Switzerland.

Ms. LIN Shirley Yi-Hsien, aged 38, is our non-executive Director. Ms. Lin has extensive experience in investment and is currently the managing director of private equity investment department of GL Capital, one of our substantial Shareholders. She has been with GL Capital since August 2011.

Ms. Lin obtained her bachelor’s degree in management science and engineering from Stanford University in June 2004.

Ms. LI Quan (李泉), aged 40, is our non-executive Director. Ms. Li has over ten years of experience in investment management. Ms. Li served as an executive director of CDH Investments Management (Hong Kong) Limited, one of our substantial Shareholders, from December 2010 to May 2017 and has served as a managing director in private equity department since June 2017, responsible for the management of CDH Fund V.

Ms. Li obtained her double bachelor’s degree in cell biology and genetics, and economy from Peking University (北京大學) in July 2002, in Beijing, the PRC, and her master’s degree in school of computing in bioinformatics from National University of Singapore in July 2004, in Singapore.

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Mr. SHI Cen (石岑), aged 45, is our non-executive Director. Mr. Shi has about 20 years of experience in the field of investment management. Mr. Shi joined Ascendent Capital Partners (Asia) Limited (上達資本(亞洲)有限公司) in April 2011, and currently serves as a partner. He currently holds directorships in several companies including an independent non-executive director of IDG Energy Investment Limited (Hong Kong Stock Exchange: 0650) since August 2016, and a director of BE Education Ltd. (必益教育有限公司) since May 2019. Mr. Shi served as an analyst of Goldman Sachs from November 2000 to May 2003, a vice president of CCMP Capital Asia Pte Ltd. (formerly known as JP Morgan Partners Asia) from May 2003 to June 2007, a senior vice president of D. E. Shaw & Co. from June 2007 to March 2011, and a director of Ningxia Xiajin Dairy Group Company Limited (寧夏進乳業集團股份有限公司) from June 2014 to July 2020.

Mr. Shi obtained his bachelor's degree and master's degree, both in economics, from Tsinghua University (清華大學) in July 1997 and June 1999, respectively, in Beijing, the PRC.

Ms. WANG Xiaozhuo (王曉卓), aged 42, is our non-executive Director. Ms. Wang has about 17 years of experience in the field of finance and investment. Ms. Wang has served as an executive vice president of Bank of China Group Investment Limited (中銀集團投資有限公司, "BOCGI"), one of our substantial Shareholders, since March 2016, and holds several directorships in subsidiaries of BOCGI, and companies in which BOCGI holds equity interests. Ms. Wang held several positions within Bank of China (中國銀行) (Hong Kong Stock Exchange: 3988 and Shanghai Stock Exchange: 601988) from July 2003 to March 2016, with her last position serving as the head of financing department at the head office of Bank of China from July 2004 to March 2016.

Ms. Wang obtained her bachelor's degree in international finance from Ocean University of China (中國海洋大學, formerly known as Qingdao Ocean University) in July 2001, in Shandong Province, the PRC, and her master's degree in economics from Peking University (北京大學) in June 2003, in Beijing, the PRC.

Independent Non-executive Directors

Dr. LIU Guoen (劉國恩), aged 63, is our independent non-executive Director. Dr. Liu has been a BOYA Professor of economics of National School of Development of Peking University (北京大學國家發展研究院), MOH Yangtze River Scholar Professor (長江學者特聘教授) of economics and a vice dean of Faculty of Economics and Management of Peking University (北京大學經濟管理學部) and the director of PKU China Center for Health Economic Research (北京大學中國衛生經濟研究中心) since 2006. Dr. Liu has served as an independent non-executive director of MicroPort Scientific Corporation (微創醫療科學有限公司 (Hong Kong Stock Exchange: 0853) since September 2010.

Dr. Liu graduated from mathematics, physics and chemistry department of Southwest Minzu University (西南民族大學) in 1982, in Sichuan Province, the PRC, and obtained his master's degree in statistics from Southwestern University of Finance and Economics (西南財經大學) in 1985, in Sichuan Province, the PRC, his doctoral degree in economics from the City University of New York in 1991.

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Dr. CHEN Ping, aged 62, is our independent non-executive Director. Dr. Chen is the founder of PharmaResources (Shanghai) Co., Ltd. (上海泓博智源醫藥股份有限公司) and has been served as its chairman of the board and the chief executive officer since December 2007. Prior to that, Dr. Chen once served in Bristol Myers Squibb Company (New York Stock Exchange: BMY) and was the main inventor of several patents including Dasatini.

Dr. Chen obtained his bachelor's degree in organic chemistry from Peking University (北京大學) in April 1982 in Beijing, the PRC, and his doctoral degree in organic chemistry from Duke University in May 1990 in North Carolina State, the U.S.

Mr. GU Alex Yushao, aged 51, is our independent non-executive Director. Mr. Gu has over 26 years of experience in business administration and corporate management. Mr. Gu serves as a senior vice president, president of Greater China operations and a member of global executive committee of Medtronic since January 2018. Prior to that, Mr. Gu once served as a consultant of McKinsey & Company and a corporate executive of base resins and the business leader in Asia Pacific of SABIC Innovative Plastics. He has also served as the corporate executive of China of General Electric Company (New York Stock Exchange: GE) from May 2004 to May 2008, the president in China of Covidien Healthcare International Trading (Shanghai) Co., Ltd. (which is currently a part of Medtronic plc) from September 2009 to January 2015. Mr. Gu then joined Medtronic plc (New York Stock Exchange: MDT), and served as a vice president, and the president of Medtronic's Minimum Invasive Therapy Group (MITG) and Regional Growth Initiative Group from January 2015 to December 2017.

Mr. Gu obtained his bachelor's degree in engineering and Master of Science degree in Mississippi State University in December 1991 and December 1993, respectively, in Mississippi State, the U.S., and his MBA from the University of Chicago's Booth School of Business in June 2001, in Chicago, the U.S.

Ms. HAYES Wendy, aged 50, is our independent non-executive Director. Ms. Hayes is currently an ALI Fellow at Harvard University. Ms. Hayes has served as an independent director of Burning Rock Biotech Limited (NASDAQ: BNR) since June 2020, Tuanche Limited (NASDAQ: TC) since November 2018 and Xinyuan Real Estate Co., Ltd. (New York Stock Exchange: XIN) since January 2020. Between May 2013 and September 2018, Ms. Hayes served as the inspections leader at the Public Company Accounting Oversight Board in the United States. Prior to that, Ms. Hayes was an audit partner at Deloitte (China).

Ms. Hayes is a certified public accountant in the United States (California) and China. Ms. Hayes obtained her certified public accountant license from the California Board of Accountancy in November 1998.

Ms. Hayes received her bachelor's degree in international finance from University of International Business and Economics (對外經濟貿易大學) in June 1991, in Beijing, the PRC, and her executive MBA from Cheung Kong Graduate School of Business (長江商學院) in October 2012, in Shanghai, the PRC.

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Save as disclosed above, none of our Directors held any directorship in public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the date of this prospectus.

Save as disclosed herein, to the best knowledge, information and belief of our Directors having made all reasonable inquiries, there was no other matters with respect to the appointment of our Directors that need 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 Rule 13.51(2)(a) to (v) of the Listing Rules.

SENIOR MANAGEMENT

The following table sets forth certain information about the senior management of our Company:

Name	Age	Position	Roles and responsibilities	Date of appointment as senior management	Date of joining our Group	Relationship with other Directors and senior management
Mr. ZHAO Hong (趙宏)	57	Chief Executive Officer and President	Overall operations and decision making of our Group	April 2013	April 2013	None
Mr. SHAO Peter Chihwen	57	Vice President	Quality control and supply chain management	January 2017	February 2012	None
Mr. WU Mingxiang (吳明祥)	54	Vice President	Market access and commercial operation (MACO)	February 2014	February 2014	None
Mr. CHANG Yansong (常岩松)	52	Vice President	Marketing, business operation and management of the oncology department	June 2013	June 2013	None
Mr. JIA Min (賈敏)	49	Vice President	Marketing and sales of the immunization business department, and the Going To Patients project	March 2017	March 2017	None
Mr. WU Lianzong (武連宗)	46	Vice President	Regulatory registration	October 2016	October 2016	None
Dr. GUO Xiaoning (郭曉寧)	42	Vice President	Management of the research and development	March 2020	March 2020	None

For details of the biography of Mr. ZHAO Hong (趙宏), see “— Directors — Executive Director.”

Mr. SHAO Peter Chihwen, aged 57, is a vice president of our Company. Mr. Shao has over 20 years of experience in the pharmaceutical industry. Prior to joining our Group in February 2012, Mr. Shao worked at several U.S. pharmaceutical companies, including Noven Pharmaceuticals, Inc., Andrx Pharmaceuticals, Inc. (currently known as Actavis, Inc.), Nektar Therapeutics, Inc. (currently known as Novartis International AG (New York Stock Exchange: NVS and the Six Swiss Exchange: NOVN)), Jazz Pharmaceuticals plc (NASDAQ: JAZZ), Kanghong Sagent (Chengdu) Pharmaceutical

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Corporation Limited (康弘賽金(成都)藥業有限公司) (currently known as Segent (China) Pharmaceuticals Co., Ltd. (健進製藥有限公司)), Flavine North America, Inc. and Map Pharmaceuticals, Inc. (currently known as AbbVie Inc. (New York Stock Exchange: ABBV)).

Mr. Shao obtained his bachelor's degree in marine chemistry from Xiamen University (廈門大學) in July 1979 in Fujian Province, the PRC, his master's degree in analytical chemistry from Florida International University in April 1992 in Florida State, the U.S., and his MBA degree from San Jose State University in May 2007 in California State, the U.S.

Mr. WU Mingxiang (吳明祥), aged 54, is a vice president of our Company. Mr. Wu Mingxiang has 24 years of experience in sales and management in the medical and pharmaceutical industry. Prior to joining our Group, he served as a pharmaceutical sales representative and the director of South China region of Beijing Novartis Pharmaceutical Co., Ltd. (北京諾華製藥有限公司) from October 1996 to February 2014. Prior to this, Mr. Wu served as a lecturer of Jiangxi Medical College of Nanchang University (南昌大學江西醫學院) (formerly known as Jiangxi Medical College (江西醫學院)).

Mr. Wu received his bachelor degree in medicine from Jiangxi Medical College of Nanchang University (南昌大學江西醫學院) (formerly known as Jiangxi Medical College (江西醫學院) in June 1990 in Jiangxi Province, the PRC.

Mr. CHANG Yansong (常岩松), aged 52, is a vice president of our Company and the vice president and general manager of oncology business unit of our Company. Mr. Chang has 27 years of experience of marketing and business operation in the pharmaceutical industry. Prior to joining our Group, Mr. Chang served as an engineer of Northeast Pharmaceutical Group Co., Ltd. (東北製藥集團股份有限公司) (Shenzhen Stock Exchange: 000597), formerly known as Northeast General Pharmaceutical Factory (東北製藥總廠) from July 1991 to February 1994, a national business manager of Sino-American Shanghai Squibb Pharmaceuticals Co., Ltd. (中美上海施貴寶製藥有限公司) from May 1995 to February 2008, and a marketing manager of Medtronic (Shanghai) Management Co., Ltd. (美敦力(上海)管理有限公司) from March 2008 to May 2013.

Mr. Chang obtained his bachelor's degree in biochemistry from Jilin University (吉林大學) in July 1991 in Jilin Province, the PRC, and his EMBA from Shanghai Jiao Tong University (上海交通大學) in December 2008 in Shanghai, the PRC.

Mr. JIA Min (賈敏), aged 49, is a vice president and the head of the immunization business department of our Company. Mr. Jia has 24 years of experience relating to sales and market development in the medical and pharmaceutical industry. Prior to joining our Group, Mr. Jia held several positions with Shanghai Roche Pharmaceuticals Ltd. (上海羅氏製藥有限公司) from April 1996 to April 2010 with his last position serving as a business unit director (business unit head) of Shanghai Roche Pharmaceuticals Ltd. Mr. Jia served as a marketing director of Nycomed Pharmaceutical Consulting (Shanghai) Co., Ltd. (奈科明醫藥諮詢(上海)有限公司) from August 2010 to June 2011, and a general manager of anti-inflammatory, analgesic and rheumatic immunity

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department in Simcere Pharmaceutical Co., Ltd. (先聲藥業集團) from August 2011 to August 2013. From August 2013 to March 2017, Mr. Jia served as a deputy general manager and general manager of business unit of Sunshine Guojian Pharmaceutical (Shanghai) Co., Ltd. (三生國健藥業(上海)股份有限公司) (formerly known as Shanghai CP Guojian Pharmaceutical Development Co., Ltd., 上海中信國健醫藥發展有限公司), and a vice president of 3SBio Inc. (三生製藥) (Hong Kong Stock Exchange: 1530).

Mr. Jia was awarded the Gold Award for Excellence of Innovation in Roche Global Pharmaceuticals 2003 Olympiad Award Competition by the Roche Global Pharmaceuticals Division in May 2004, and won 2008 Roche Global Pharma CEO Award for Innovation and Excellence by the Roche Global Pharmaceuticals Division in December 2008.

Mr. Jia received his MBA from Asia International Open University (Macau) (亞洲(澳門)國際公開大學) in March 2003, in Macau. Mr. Jia also received his diploma in management from China Europe International Business School (中歐國際工商學院) in December 2006 in Shanghai, the PRC, and completed the Chief Marketing Officer course for senior management from the same school in October 2015.

Mr. WU Lianzong (武連宗), aged 46, is the vice president of our Company. Mr. Wu has 22 years of experience in the regulatory registration in the pharmaceutical industry in China. Prior to joining our Group, he once served in Allergan Information Consulting (Shanghai) Co., Ltd., and the head of China regulatory affairs of Hospira (China) Enterprise Management Co., Ltd. (赫升瑞(中國)企業管理有限公司), from October 2012 to September 2016.

Mr. Wu received his qualification of pharmacist from China Pharmaceutical Association (中國藥學會) on July 15, 1998.

Mr. Wu obtained his bachelor's degree in medicine from Hebei Medical University (河北醫科大學) in June 1998 in Hebei Province, the PRC, and his master's degree in medicinal chemistry from Peking Union Medical College (北京協和醫學院) (whose Chinese name was formerly known as 中國協和醫科大學) in March 2004 in Beijing, the PRC.

Dr. GUO Xiaoning (郭曉寧), aged 42, is a vice president, the head of research and development department and the chief medical officer of our Company. Dr. Guo has 15 years of R&D experience in the pharmaceutical industry. Prior to joining our group, Dr. Guo served as a research affiliate of Roswell Park Cancer Institute from July 2005 to April 2007, a senior scientist of AstraZeneca Pharmaceutical Company Limited (New York Stock Exchange: AZN, London Stock Exchange: AZN, and Nasdaq Stockholm AB: AZN) from June 2007 to December 2011, a program manager at Johnson & Johnson Medical (Shanghai) Ltd. (強生(上海)醫療器材有限公司) from January 2012 to February 2014, a senior director and a clinical drug development leader of Covance, Inc. from February 2014 to November 2018, and consecutively a deputy general manager, the head of clinical development and regulatory affairs of General Regeneratives (Shanghai) Limited (交晨生物醫藥技術(上海)有限公司) from November 2018 to March 2020.

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Dr. Guo obtained his bachelor's degree in chemistry from Nanjing University (南京大學) in July 2000 in Jiangsu Province, the PRC, and his doctoral degree in pharmacology from Shanghai Institute of Materia Medica of Chinese Academy of Sciences (中國科學院上海藥物研究所) in July 2005 in Shanghai, the PRC.

Save as disclosed herein, none of the senior management of our Company held any directorship in public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the date of this prospectus.

JOINT COMPANY SECRETARIES

Ms. PAN Rongrong (潘蓉蓉), aged 42, was appointed as our company secretary in August 2020 with effect from the date of this document. Ms. Pan is also the chief financial officer of our Company, and is responsible for overseeing the Group's financial reporting functions and specific financial projects. Prior to joining our Group, Ms. Pan worked at PricewaterhouseCoopers Zhong Tian CPAs Limited Company (普華永道中天會計師事務所有限公司) from July 2002 to November 2018 with last position as a partner, and served as an associate of auditing department of Arthur Andersen LLP (安達信華強會計師事務所) from August 2001 to June 2002. Ms. Pan joined our Group in November 2018 and has served as the vice president of finance. Ms. Pan obtained her bachelor's degree in economics from Shanghai International Studies University (上海外國語大學) in July 1998 in Shanghai, the PRC, and her master's degree in accounting from Fudan University (復旦大學) in July 2001 in Shanghai, the PRC. She is a member of China Certified Public Accountant Association.

Ms. CHAN Sin Man Nico (陳倩敏), aged 34, was appointed as our company secretary in August 2020 with effect from the date of this document. Ms. Chan joined corporate services of Tricor Services Limited in 2010 and currently serves as a senior manager. Ms. Chan has over 10 years of experience in the corporate secretarial field. She has been providing professional corporate services to Hong Kong listed companies as well as multi-national, private and offshore companies. Ms. Chan obtained her bachelor's degree in language studies (translation and interpretation) from City University of Hong Kong in July 2009 and her master's degree in professional accounting and corporate governance from City University of Hong Kong in July 2013. Ms. Chan is a chartered secretary, a chartered governance professional and an associate of both The Hong Kong Institute of Chartered Secretaries and The Chartered Governance Institute in the United Kingdom.

REMUNERATION OF THE DIRECTORS AND SENIOR MANAGEMENT

The aggregate amounts of fees, salaries, allowances, retirement benefits scheme contributions and other benefits we paid to our Directors in respect of the financial years ended December 31, 2017, 2018 and 2019 and the nine months ended September 30, 2020 were approximately RMB13.0 million, RMB7.7 million, RMB14.5 million and RMB17.8 million, respectively.

The five highest paid individuals of our Group for the years ended December 31, 2017, 2018 and 2019 and the nine months ended September 30, 2020 included one Director, whose remuneration

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is included in the aggregate amounts of fees, salaries, allowances, retirement benefits scheme contributions and other benefits we paid to the relevant Directors as set out above. In the years ended December 31, 2017, 2018 and 2019 and the nine months ended September 30, 2020, the total remuneration (including fees, salaries, allowances, retirement benefit scheme contributions and other benefits) we paid to the remaining four highest paid individuals amounted to approximately RMB67.2 million, RMB14.9 million, RMB18.6 million and RMB16.8 million, respectively.

Under the arrangements currently in force, the aggregate amount of remuneration (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 RMB27.0 million.

No remuneration was paid to our Directors or the five highest paid individuals as an inducement to join, or upon joining, our Group. During the Track Record Period, no compensation was paid to, or has been received by, our Directors, former Directors or the five highest paid individuals 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.

Save as disclosed above, no other payments have been paid or are payable in respect of the Track Record Period to our Directors by our Group.

See “Statutory and General Information — C. Further information about our Directors and Substantial Shareholders — 2. Particulars of Service Contract and Letters of Appointment” in Appendix V to this prospectus.

BOARD COMMITTEES

Our Company has established three Board committees in accordance with the relevant laws and regulations and the corporate governance practice under the Listing Rules, including the Audit Committee, the Remuneration Committee and the Nomination Committee.

Audit Committee

We have established an audit committee (the “Audit Committee”) in compliance with Rule 3.21 of the Listing Rules and with written terms of reference in compliance with the Corporate Governance Code set out in Appendix 14 to the Listing Rules. The Audit Committee consists of three Directors, namely Ms. HAYES Wendy, Ms. LI Quan and Mr. GU Alex Yushao with Ms. HAYES Wendy currently serving as the chairman. Ms. HAYES Wendy has the appropriate professional qualification and experiences as required under Rules 3.10(2) and 3.21 of the Listing Rules. The Audit Committee is mainly responsible for reviewing and overseeing the financial reporting procedure and internal control system of our Group.

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Remuneration Committee

We have established a remuneration committee (the “Remuneration Committee”) in compliance with Rule 3.25 of the Listing Rules and with written terms of reference in compliance with the Corporate Governance Code set out in Appendix 14 to the Listing Rules. The Remuneration Committee consists of three Directors, namely Mr. GU Alex Yushao, Mr. ZHAO Hong and Dr. CHEN Ping, with Mr. GU Alex Yushao currently serving as the chairman. The Remuneration Committee is mainly responsible for evaluating the remuneration policies for Directors and senior management of our Group and making recommendations thereon to the Board.

Nomination Committee

We have established a nomination committee (the “Nomination Committee”) with written terms of reference in compliance with the Code on Corporate Governance set out in Appendix 14 to the Listing Rules. The Nomination Committee consists of three Directors, namely Mr. LI Zhenfu, Ms. HAYES Wendy and Dr. LIU Guoen, with Mr. LI Zhenfu currently serving as the chairman. The Nomination Committee is mainly responsible for making recommendations to our Board regarding the appointment of Directors and Board succession.

BOARD DIVERSITY POLICY

The Board has adopted a board diversity policy (the “Board Diversity Policy”) in order to enhance the effectiveness of our Board and to maintain high standard of corporate governance. The Board Diversity Policy sets out the criteria in selecting candidates to our Board, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board. The Board is of the view that our current Board composition satisfies the Board Diversity Policy. The Nomination Committee is responsible for reviewing the diversity of the Board. After the Listing, the Nomination Committee will monitor and evaluate the implementation of the Board Diversity Policy from time to time to ensure its continued effectiveness. The Nomination Committee will also include in successive annual reports a summary of the Board Diversity Policy, including any measurable objectives set for implementing the Board Diversity Policy and the progress on achieving these objectives.

COMPLIANCE ADVISOR

We have appointed Maxa Capital Limited as our compliance advisor (the “Compliance Advisor”) pursuant to Rule 3A.19 of the Listing Rules. Our Compliance Advisor 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 Advisor will advise our Company in certain circumstances including:

- (a) before the publication of any regulatory announcement, circular, or financial report,

DIRECTORS AND SENIOR MANAGEMENT

- (b) where a transaction, which might be a notifiable or connected transaction under Chapters 14 or 14A of the Listing Rules, is contemplated, including share issues and share repurchases,
- (c) where we propose to use the proceeds of the Global Offering in a manner different from which has been detailed in this prospectus or where the business activities, development or results of our Group deviate from any forecast, estimate or other information in this prospectus, and
- (d) where the Stock Exchange makes an inquiry to our Company regarding unusual movements in the price or trading volume of its listed securities or any other matters in accordance with Rule 13.10 of the Listing Rules.

The term of appointment of our Compliance Advisor shall commence on the Listing Date 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 Listing Date.

CORPORATE GOVERNANCE CODE

Our Company is committed to achieving high standards of corporate governance with a view to safeguarding the interests of our Shareholders. To accomplish this, our Company intends to comply with all corporate governance requirements under the Corporate Governance Code and Corporate Governance Report set out in Appendix 14 to the Hong Kong Listing Rules after the Listing.