

DIRECTORS AND SENIOR MANAGEMENT

OVERVIEW

Upon [REDACTED], our Board will consist of eight Directors, including four executive Directors, one non-executive Director and three independent non-executive Directors. The Board is responsible for, and has the general authority of, the management and operation of the Company. Our Directors are appointed for a term of three years and are eligible for re-election upon expiry of their term of office.

DIRECTORS

The following table provides key information about our Directors:

Name	Age	Position	Major duties	Date of joining our Group	Date of appointment as Director	Relationship with other Directors and senior management
Executive Directors						
Mr. Yan Jianya (嚴建亞)	55	Chairman of the Board, executive Director and chief executive officer	Responsible for overall strategy management and development, business planning and overall operation of our Group	May 8, 2000	November 30, 2021	Spouse of Dr. Fan Yubo Father of Ms. Yan Yujuan Brother of Ms. Yan Yajuan
Dr. Fan Daidi (范代娣)	56	Executive Director and chief scientific officer	Responsible for technology research and development of our Group	May 8, 2000	July 28, 2021	Spouse of Mr. Yan Yubo Mother of Ms. Yan Yubo Sister-in-law of Ms. Yan Yajuan
Ms. Ye Juan (葉娟)	51	Executive Director and senior vice president	Responsible for the management of clinical project, procurement and human resource of our Group	April 18, 2016	November 30, 2021	None
Ms. Fang Juan (方娟)	49	Executive Director and senior vice president	Responsible for the sales channel management of our Group	December 13, 2000	November 30, 2021	None

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Name	Age	Position	Major duties	Date of joining our Group	Date of appointment as Director	Relationship with other Directors and senior management
Non-executive Director						
Mr. Chen Jinhao (陳錦浩)	41	Non-executive Director	Providing guidance on the overall development and strategy formulation of our Group	November 30, 2021	November 30, 2021	None
Independent Non-executive Directors						
Mr. Huang Jin (黃進)	63	Independent non-executive Director	Responsible for supervising and providing independent advice on the operation and management of the Group	April 21, 2022	April 21, 2022 ^{Note}	None
Mr. Shan Wenhua (單文華)	52	Independent non-executive Director	Responsible for supervising and providing independent advice on the operation and management of the Group	April 21, 2022	April 21, 2022 ^{Note}	None
Ms. Wong Sze Wing (黃斯穎)	43	Independent non-executive Director	Responsible for supervising and providing independent advice on the operation and management of the Group	April 21, 2022	April 21, 2022 ^{Note}	None

Note: The appointment of the independent non-executive Directors will take effect on [●], 2022.

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Executive Directors

Mr. Yan Jianya (嚴建亞), aged 55, is an executive Director, the chairman of the Board and the chief executive officer of our Company.

Mr. Yan founded our Group in May 2000. He is a director and general manager of certain operating subsidiaries of our Group, including Xi’an Giant Biogene and Shaanxi Giant Biotechnology. In 2002, Mr. Yan founded Xi’an Weili Communication Co., Ltd. (西安威力通信有限責任公司) (the predecessor of Xi’an Triangle Defense Incorporated Company (西安三角防務股份有限公司) (a company listed on the ChiNext Market of Shenzhen Stock Exchange, stock code: 300775) (“**Triangle Defense**”)) and has been serving as the chairman of the board of Triangle Defense since September 2015. He served as a director of Xi’an Libang Clinical Nutrition Corporation., Ltd. (西安力邦臨床營養股份有限公司) (a company listed on the National Equities Exchange and Quotations, stock code: 835791) from August 2019 to March 2020.

Mr. Yan obtained a bachelor’s degree in chemical engineering from Northwest University (西北大學) in the PRC in July 1988.

Mr. Yan has been awarded the following awards in recognition of his achievements:

Award	Awarding Authority	Date of Award
Top Ten Science and Technology Entrepreneurs in Xi’an (西安市十佳科技企業家)	Xi’an People’s Government	April 2018
Outstanding Private Entrepreneur of the 40th Anniversary of Reform and Opening Up (改革開放40周年優秀民營企業家)	Xi’an Municipal Committee, Xi’an People’s Government	November 2018

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Award	Awarding Authority	Date of Award
Outstanding Private Entrepreneur of Shaanxi Province (陝西省優秀民營企業家)	General Office of the Shaanxi Provincial Committee (中共陝西省委辦公廳), General Office of the People’s Government of Shaanxi Province (陝西省人民政府辦公廳)	December 2018
Science and Technology Innovation and Entrepreneurship Talent (陝西省科技創新創業人才)	Shaanxi Provincial Department of Science and Technology (陝西省科學技術廳)	November 2021

On June 23, 2017, the National Equities Exchange and Quotations System Co. Ltd. (“NEEQ”) issued a warning letter against Triangle Defense, as well as its chairman of the board Mr. Yan and secretary of the board, due to its failure to publish its 2016 Annual Report within the statutory timeframe before April 30, 2017, which is in breach of the relevant PRC securities rules and regulations (the “**Triangle Defense’s Incident**”). Prior to the issue of such warning letter, on April 5, 2017, Triangle Defense published an announcement stating that its trading on NEEQ was suspended due to its proposed IPO on the ChiNext Market of Shenzhen Stock Exchange. On April 20, 2017, Triangle Defense promulgated an indicative announcement to notify NEEQ and its investors that the disclosure of its 2016 Annual Report was expected to be delayed to May 2017. Subsequently on May 17, 2017, Triangle Defense released its 2016 Annual Report. In response to NEEQ’s warning letter dated June 23, 2017 with respect to the Triangle Defense’s Incident, on June 27, 2017, Triangle Defense published another announcement, stating that the Triangle Defense’s Incident was due to the reason that Triangle Defense was in the process of an IPO on the ChiNext Market of Shenzhen Stock Exchange and additional time was needed to prepare its financial statements as included in the 2016 Annual Report. The Board is of the view that the Triangle Defense’s Incident would not affect the suitability of Mr. Yan as the Director of the Company as such incident did not involve any dishonesty of Mr. Yan and accordingly shall not impair his character, industry experience and integrity as required under Rules 3.08 and 3.09 of the Listing Rules.

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Dr. Fan Daidi (范代娣), aged 56, is an executive Director and the chief scientific officer of our Company.

Dr. Fan founded our Group in May 2000. From May 2000 to December 2020, she served as director and general manager of certain operating subsidiaries of our Group, including Xi'an Giant Biogene and Shaanxi Giant Biotechnology. She served as a vice dean in the School of Chemical Engineering of Northwest University (西北大學化工學院) in the PRC from March 2005 to July 2016. Dr. Fan currently holds positions in, among others, the following institutions in the PRC:

Institution	Role	Term
School of Chemical Engineering of Northwest University (西北大學化工學院)	Dean	July 2021 to present
National Local Joint Engineering Research Center for Biomaterials (生物材料國家地方聯合工程研究中心)	Director	July 2012 to present
Academic Committee of Northwest University (西北大學學術委員會)	Vice director	December 2017 to present
Institute of Biomedical Research of Northwest University (西北大學生物醫藥研究院)	Dean	April 2017 to present

Dr. Fan obtained a bachelor's degree in inorganic chemical engineering in July 1988 and a master's degree in chemical engineering in July 1991 from Northwest University in the PRC. She obtained a doctoral degree in chemical engineering from East China University of Science and Technology (華東理工大學) in the PRC in July 1994. She was a senior visiting scholar at the National Center for Biological Engineering at Massachusetts Institute of Technology in the United States from January 1999 to January 2000.

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Dr. Fan has also received, among others, the following awards in recognition of her achievements:

Award	Awarding Authority	Date of Award
Second Prize of National Technology Invention Award as Inventor (Creation and Application of Human-like Collagen Biomaterials) (類人膠原蛋白生物材料的創製及應用, 國家技術發明獎二等獎, 發明人)	State Council	December 2013
China Patent Gold Award as Inventor (A class of human-like collagen and its production method) (一種類人膠原蛋白及其生產方法, 中國專利獎金獎, 發明人)	PRC State Intellectual Property Office (國家知識產權局) and World Intellectual Property Organization	December 2016
National Innovation and Pioneer Award (全國創新爭先獎)	Ministry of Human Resources and Social Security of the PRC, China Association of Science and Technology (中國科學技術協會), Ministry of Science and Technology of the PRC, State-owned Assets Supervision and Administration Commission of the State Council	May 2017
Highest Science and Technology Award of Shaanxi Province for the year 2020 (2020年陝西省最高科學技術獎)	People's Government of Shaanxi Province	March 2021

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Ms. Ye Juan (葉娟), aged 51, is an executive Director and a senior vice president of our Company.

Ms. Ye has around 20 years of experience in the biotechnology and technical engineering industries. Prior to joining our Group, Ms. Ye worked in the risk management department in China Construction Bank Corporation (a company listed on the Shanghai Stock Exchange (stock code: 601939) and the Hong Kong Stock Exchange (stock code: 939)) from July 1993 to May 2003. She then served as a deputy general manager and subsequently a board secretary in Xi'an Starwave (USA) Communication Equipment Co., Ltd. (西安達威(美國)通信設備有限公司) from July 2003 to February 2010. She then served as a board secretary in Well Logging Energy Technology Xi'an Co., Ltd. (西安威爾羅根科技有限公司) from April 2010 to December 2015. She joined our Group in April 2016 as a deputy general manager of Xi'an Giant Biogene and has served as its director since May 2020.

Ms. Ye obtained a bachelor's degree in law from Northwestern Polytechnical University (西北工業大學) in the PRC in July 2002.

Ms. Fang Juan (方娟), aged 49, is an executive Director and a senior vice president of our Company.

Ms. Fang has over 20 years of experience in the biotechnology industry. She joined our Group in December 2000 as a manager of Xi'an Giant Biogene and has served as its deputy general manager and director since December 2003 and May 2020, respectively.

Ms. Fang obtained a college degree in international enterprise management from Shaanxi College of Finance and Economics (陝西財經學院) (currently known as School of Economics and Finance of Xi'an Jiaotong University (西安交通大學經濟與金融學院)) in July 1995.

Non-executive Director

Mr. Chen Jinhao (陳錦浩), aged 41, is a non-executive Director.

Mr. Chen has over 15 years of experience in the investment and strategic management industry. He worked as a co-director in Guangdong Yingfeng Venture Capital Management Co., Ltd. (廣東盈峰創業投資管理有限公司) from December 2009 to November 2010, an investment general manager in Bank of China Investment Zheshang Industry Fund Management Co., Ltd. (中銀投資浙商產業基金管理有限公司) from November 2010 to February 2013, a senior investment manager in China Life Investment Holdings Company Limited (國壽投資控股有限公司) from May 2014 to September 2016, a managing director from October 2016 to December 2020 in China Life Private Equity Investment Company Limited (國壽股權投資有限公司), an executive director and chief executive officer at Town Health International Medical Group Limited (a company listed on the Hong Kong Stock Exchange, stock code: 03886) from December 2019 to March 2021, and concurrently a director at Dareway Software Co., Ltd. (山大地緯軟件股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 688579) from August 2017 to December 2020.

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Mr. Chen has served as a managing director of Beijing Panmao Investment Management Co., Ltd. (北京磐茂投資管理有限公司) since January 2021, a director of Beijing Shenrui Bolian Technology Co., Ltd. (北京深睿博聯科技有限責任公司) since May 2021, a director of CPE Collagen Investment Limited since August 2021, a limited partner of Tianjin Panmao Corporate Management Limited Partnership (天津磐茂企業管理有限合夥企業(有限合夥)) since July 2021, and a director of Shenzhen SiBionics Co. Ltd. (深圳矽基仿生科技有限公司) since January 2022. He has also been a representative of the managing partner (執行事務合夥人委派代表) in Shanghai Rongping Enterprise Management Limited Partnership (上海鎔平企業管理有限合夥企業(有限合夥)) since June 2021, a representative of the managing partner in Tianjin Yuanfeng Ronghe Corporate Management Limited Partnership (天津源峰鎔和管理有限合夥企業) since April 2021, a representative of the managing partner in Tianjin Rongtai Corporate Management Limited Partnership (天津鎔肽企業管理有限合夥企業(有限合夥)) since October 2021 and a representative of the managing partner in Tianjin Yuanfeng Rongsheng Corporate Management Limited Partnership (天津源峰鎔笙企業管理有限合夥企業(有限合夥)) since July 2021.

Mr. Chen obtained a bachelor’s degree in mathematics from Sun Yat-sen University (中山大學) in the PRC in June 2001 and a master’s degree in business administration from University of Wales in the United Kingdom in July 2003.

Independent Non-executive Directors

Mr. Huang Jin (黃進), aged 63, was appointed as an independent non-executive Director on April 21, 2022, with effect on [●], 2022.

Mr. Huang has around 40 years of experience in the field of law. He has held various positions in Wuhan University (武漢大學) from December 1984 to February 2009, including assistant lecturer, lecturer, assistant professor, professor, and vice principal. He then was appointed as a professor and the principal of China University of Political Science and Law (中國政法大學) from February 2009 to April 2019. He has been the president of the Chinese Society for Private International Law (中國國際私法學會) since 2003. He is currently a professor of the School of Comprehensively Administering the Country According to Law (China University of Political Science and Law) (中國政法大學全面依法治國研究院). He has served as a director of Beijing Baimtec Material Co., Ltd. (北京航空材料研究院有限公司) since December 2021.

Mr. Huang obtained a bachelor’s degree in law from Hubei College of Finance and Economics (湖北財經學院) (currently known as the Zhongnan University of Economics and Law (中南財經政法大學)) in the PRC in January 1982. He obtained a master’s degree in December 1984 and a doctoral degree in June 1988, both in international law, from Wuhan University (武漢大學) in the PRC.

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Mr. Shan Wenhua (單文華), aged 52, was appointed as an independent non-executive Director on April 21, 2022, with effect on [●], 2022.

Mr. Shan has extensive experience in the field of law. He was a lecturer and a vice researcher at the School of Law at Xiamen University (廈門大學) from 1996 to 1998. He was a visiting researcher at the Lauterpacht Centre for International Law at the University of Cambridge from 1998 to 1999. He then held various positions including lecturer, senior lecture, reader, and professor in the Law School of Oxford Brookes University from 2002 to 2013. He was a visiting researcher at the National University of Singapore from 2004 to 2005. From 2005 to 2007, he served as the dean of the School of Humanities and Social Science at Xi’an Jiaotong University (西安交通大學), during which he was appointed as The Distinguished Professor for the Soar Scholar Talent Program (騰飛學者特聘教授). He assisted Xi’an Jiaotong University to found its School of Law in 2008 and was appointed as its first dean. He served as a Senior Fellow at the Lauterpacht Centre for International Law at the University of Cambridge from 2013 to 2020, and the assistant to the principal of Xi’an Jiaotong University from 2016 to 2018. He concurrently served as a dean of the School of International Education at Xi’an Jiaotong University from 2016 to 2021.

Mr. Shan obtained the PRC lawyer certificate from the PRC Ministry of Justice in 1994. He was selected as a Special Government Allowance Expert by the PRC State Council in 2009 and as a Changjiang Scholar Chair Professor by the PRC Ministry of Education in 2008. He was then selected as member of two national talent plans.

Mr. Shan obtained the Qian Duansheng Award for Legal Research in 2014 from the Fund of Qian Duansheng Award for Legal Research, the First Pioneer Award for Innovative Talents in Chinese Think Tanks from the Chinese Academy of Social Sciences and the China Social Science Evaluation Center in 2018, and the Springer-Nature Award for New Developments in China from Springer-Nature in 2019. He was awarded with the First Prize for Outstanding Achievements in Philosophy and Social Sciences of Shaanxi Province by the Shaanxi Provincial People’s Government in 2019 and the First-class prize of Excellent Achievements in Scientific Research (Humanities and Social Sciences) of Higher Education Institutions by the PRC Ministry of Education in 2020.

Mr. Shan obtained a bachelor’s degree in law in July 1991 from the Sun Yet-Sen University in the PRC, a master’s degree in corporate management from Jinan University (暨南大學) in the PRC in June 1994, a doctoral degree in international economic law from Xiamen University (廈門大學) in July 1996, and a doctoral degree in international law from the University of Cambridge in the United Kingdom in May 2004.

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Ms. Wong Sze Wing (黃斯穎), aged 43, was appointed as an independent non-executive Director on April 21, 2022, with effect on [●], 2022.

Ms. Wong has over twenty years of experience in accounting and management. She served as a manager at PricewaterhouseCoopers from September 2001 to October 2006. She then successively served as the chief financial officer of Orange Sky Entertainment Group (International) Holding Company Limited (橙天娛樂集團(國際)控股有限公司) from August 2007 to July 2008. She served as the joint company secretary of Yingde Gases Group Company Limited (盈德氣體集團有限公司) from February 2009 to March 2017 and has served as its chief financial officer since July 2010. She has been an independent non-executive director of Orange Sky Golden Harvest Entertainment (Holdings) Limited (a company listed on the Hong Kong Stock Exchange, stock code: 1132) since April 2010, an independent non-executive director of Rici Healthcare Holdings Limited (a company listed on the Hong Kong Stock Exchange, stock code: 1526) since June 2016, and an independent non-executive director of Wangsu Science and Technology Co., Ltd (網宿科技股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 300017) since March 2017, an independent non-executive director of Ganfeng Lithium Co., Ltd. (a company listed in Hong Kong Stock Exchange (stock code 1772) and Shenzhen Stock Exchange (stock code 002460)) since July 2018. She also served as an independent director of Zhejiang Dahua Technology Co., Ltd. (浙江大華技術股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002236) from April 2017 to August 2020 and an independent non-executive director of Xinjiang La Chapelle Fashion Co., Ltd. (a company listed on the Hong Kong Stock Exchange, stock code: 06116) from January 2021 to June 2021.

Ms. Wong obtained a bachelor's degree in business administration from the University of Hong Kong (香港大學) in Hong Kong in November 2001. She also obtained an EMBA from the China Europe International Business School (中歐國際工商學院) in the PRC in July 2012. Ms. Wong became a chartered member and then a fellow of the Hong Kong Institute of Certified Public Accountants in February 2004 and July 2016, respectively.

Save as disclosed above, none of our Directors held any directorship in public companies, the securities of which are listed on any security market in Hong Kong or overseas in the last three years immediately preceding the date of this document. Save as disclosed herein, to the best knowledge, information and belief of the Directors having made all reasonable inquiries, there are no other matters with respect to the appointment of the Directors that need to be brought to the attention of our Shareholders and there is 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.

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SENIOR MANAGEMENT

Our senior management is responsible for the day-to-day management of our business. The following table provides key information about the senior management of our Company:

Name	Age	Position	Major duties	Date of joining our Group	Date of appointment as senior management	Relationship with other Directors and senior management
Mr. Yan Jianya (嚴建亞)	55	Chairman of the Board, executive Director and chief executive officer	Responsible for overall strategy management and development, business planning and overall operation of our Group	May 8, 2000	April 21, 2022	Spouse of Dr. Fan Yubo Father of Ms. Yan Yujuan Brother of Ms. Yan Yajuan
Dr. Fan Daidi (范代娣)	56	Executive Director and chief scientific officer	Responsible for technology research and development of our Group	May 8, 2000	April 21, 2022	Spouse of Mr. Yan Yubo Mother of Ms. Yan Yubo Sister-in-law of Ms. Yan Yajuan
Ms. Ye Juan (葉娟)	51	Executive Director and senior vice president	Responsible for the management of clinical project, procurement and human resource of our Group	April 18, 2016	April 21, 2022	None
Ms. Fang Juan (方娟)	49	Executive Director and senior vice president	Responsible for the sales channel management of our Group	December 13, 2000	April 21, 2022	None

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Name	Age	Position	Major duties	Date of joining our Group	Date of appointment as senior management	Relationship with other Directors and senior management
Ms. Zhang Huijuan (張慧娟)	35	Chief financial officer	Responsible for the accounting, finance management and taxation affairs of our Group	January 1, 2022	April 21, 2022	None
Ms. Yan Yubo (嚴鈺博)	26	Joint company secretary and board secretary	Responsible for the Group’s financing, investor relationship management and corporate governance related work	October 1, 2018	April 21, 2022	Daughter of Mr. Yan and Dr. Fan Niece of Ms. Yan Yajuan
Mr. Duan Zhiguang (段志廣)	41	Senior vice president	Responsible for providing professional guidance and advice relating to the technology research and development of our Group	February 2, 2012	April 21, 2022	None
Ms. Yan Yajuan (嚴亞娟)	53	Senior vice president	Responsible for the overall production and quality control management of our Group	March 1, 2007	April 21, 2022	Sister of Mr. Yan Sister-in-law of Dr. Fan Aunt of Ms. Yan Yubo

Mr. Yan Jianya (嚴建亞)

Please refer to “Executive Directors – Mr. Yan Jianya” above for further details.

Dr. Fan Daidi (范代娣)

Please refer to “Executive Directors – Dr. Fan Daidi” above for further details.

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Ms. Ye Juan (葉娟)

Please refer to “Executive Directors – Ms. Ye Juan” above for further details.

Ms. Fang Juan (方娟)

Please refer to “Executive Directors – Ms. Fang Juan” above for further details.

Ms. Zhang Huijuan (張慧娟), aged 35, is the chief financial officer of our Company.

Ms. Zhang has around 14 years of experience in accounting and financial management. Prior to joining our Group, she was a senior auditor in the Tianjin Branch of Deloitte Touche Tohmatsu Certified Public Accountants LLP (德勤華永會計師事務所(特殊普通合夥)) from July 2008 to December 2010. She then joined Xi’an Branch of PricewaterhouseCoopers Zhong Tian LLP (普華永道會計師事務所) as an audit manager from January 2011 to September 2018. She served as the financial director at Easy Click Worldwide Network Technology Co., Ltd. (易點天下網絡科技股份有限公司) from April 2019 to January 2022.

Ms. Zhang obtained the certificate of certified public accountant from the PRC Ministry of Finance in December 2017, the certificate of certified internal auditor from the Institute of Internal Auditors in March 2015, and the certificate of intermediate accountant from the PRC Ministry of Human Resources and Social Security and the PRC Ministry of Finance in October 2013.

Ms. Zhang obtained a bachelor’s degree in Japanese (international business) from Tianjin Foreign Studies University (天津外國語大學) in July 2008.

Ms. Yan Yubo (嚴鈺博), aged 26, is a joint company secretary and the board secretary of our Company.

Ms. Yan joined Xi’an Giant Biogene in October 2018 as the board secretary and has been responsible for the affairs related to the Group’s financing, investor relationship management and corporate governance since then.

Ms. Yan obtained the certificate of Financial Risk Manager (FRM) from the Global Association of Risk Professionals in March 2021, the securities qualification certificate from the Securities Association of China in April 2021, the certificate of board secretary from Shanghai Stock Exchange in September 2020, the certificate of board secretary from Shenzhen Stock Exchange in July 2020, and the qualification certificate of fund practitioner from the Asset Management Association of China in November 2019.

Ms. Yan obtained a bachelor’s degree from the University of Toronto in Canada in June 2017, double majoring in financial economics and statistics. Ms. Yan obtained a master’s degree in applied economics from the University of California, Los Angeles in the United States in June 2018.

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Mr. Duan Zhiguang (段志廣), aged 41, is a senior vice president of our Company.

Mr. Duan has around 16 years of experience in the development of biomedical materials and related medical devices, biomanufacturing research of highly active natural products and the development of related products. He has been the director of R&D at Shaanxi Giant Biotechnology since February 2012 and has taken charge of the development of rare ginsenosides and other highly active natural products, medical device products, functional food and anti-tumor drugs. Before joining our group, Mr. Duan was a lecturer of Northwest University from July 2012 to June 2018 and has been an associate professor of Northwest University since July 2018. He was a reviewer of Fine Chemicals from March 2019 to August 2022 and has been serving as a member of the Third Council of Xi’an Chemical and Pharmaceutical Association since 2019.

Mr. Duan was awarded with the First Prize of Shaanxi Provincial Science and Technology Award for Technical Invention and the First Prize of Science and Technology Award of Shaanxi Province by the People’s Government of Shaanxi Province, respectively in December 2021 and in February 2018. He was awarded with the First Prize of Science and Technology Award of Shaanxi Higher Education Institution by the Department of Education of Shaanxi Province in April 2017, the First Prize of China Petroleum and Chemical Industry Science and Technology Award by the China Petroleum and Chemical Industry Federation in November 2016, the First Prize of Xi’an City Science and Technology Award by the Xi’an People’s Government in March 2016.

Mr. Duan obtained a bachelor’s degree in biotechnology from Henan Agricultural University (河南農業大學) in the PRC in July 2005, a master’s degree in microbiology from Northwest University in the PRC in June 2008, and a doctoral degree in biochemical engineering from Northwest University in the PRC in June 2012.

Ms. Yan Yajuan (嚴亞娟), aged 53, is a senior vice president of our Company.

Ms. Yan has over 30 years of experience in the biotechnology and technical engineering industries. Prior to joining our Group, Ms. Yan worked as a technician in Wugong Chemical Plant (武功化工廠) from July 1990 to July 1994, and subsequently as a workshop manager in Xianyang Great Wall Group Corporation (咸陽市長城集團總公司) from March 1994 to July 2002. Ms. Yan has been serving as the production technology director and deputy general manager of Xi’an Giant Biogene since March 2002, and its director since December 2020.

Ms. Yan obtained a diploma in inorganic chemical engineering from the Northwest University in the PRC in December 1990.

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JOINT COMPANY SECRETARIES

Ms. Yan Yubo (嚴鈺博) was appointed as a joint company secretary of our Company on April 21, 2022. Please refer to “Senior Management – Ms. Yan Yubo” above for further details.

Ms. Yiu Suk Han (姚淑嫻), aged 48, was appointed as a joint company secretary of our Company on April 21, 2022.

Ms. Yiu has extensive experience in the corporate secretarial field. She is a manager of Corporate Services of Tricor Services Limited. She has been providing professional corporate services to Hong Kong listed companies as well as multinational, private and offshore companies.

Ms. Yiu is a Chartered Secretary, a Chartered Governance Professional and an Associate of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom. Ms. Yiu holds a bachelor’s degree in Social Sciences from The University of Hong Kong and a postgraduate diploma in Corporate Administration from the City University of Hong Kong.

BOARD COMMITTEES

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

Audit Committee

We have established an audit committee (the “**Audit Committee**”) in compliance with Rule 3.21 of the Listing Rules and the Corporate Governance Code set out in Appendix 14 to the Listing Rules. The primary duties of the Audit Committee are to review and supervise the financial reporting process and related internal control systems of our Group, review the financial information of our Group and consider issues relating to the external auditors and their appointment. The Audit Committee comprises Ms. Wong Sze Wing, Mr. Huang Jin and Mr. Shan Wenhua, each of whom is our independent non-executive Director. Ms. Wong Sze Wing, being the chairperson of the Audit Committee, has appropriate accounting and related financial management expertise as required under Rules 3.10(2) and 3.21 of the Listing Rules.

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Nomination Committee

We have established a nomination committee (the “**Nomination Committee**”) in compliance with Rule 3.27A of the Listing Rules and the Corporate Governance Code set out in Appendix 14 to the Listing Rules, the primary duties of which are to review the structure, size and composition of the Board, assess the independence of the independent non-executive Directors, and make recommendations to the Board on the appointment or reappointment of Directors and succession planning for Directors. The Nomination Committee comprises Mr. Yan, Mr. Huang Jin and Mr. Shan Wenhua. Mr. Yan currently serves as the chairman of the Nomination Committee.

Remuneration Committee

We have established a remuneration committee (the “**Remuneration Committee**”) in compliance with Rule 3.25 of the Listing Rules and the Corporate Governance Code set out in Appendix 14 to the Listing Rules. The primary duties of the Remuneration Committee are to make recommendations to the Board on our Group’s policy and structure for all remuneration of the Directors and senior management and on the establishment of a formal transparent procedure for development remuneration policy. The Remuneration Committee comprises Mr. Shan Wenhua, Mr. Yan and Ms. Wong Sze Wing. Mr. Shan Wenhua currently serves as the chairman of the Remuneration Committee.

Corporate Governance Committee

We have established a corporate governance committee (the “**Corporate Governance Committee**”) with written terms of reference. The primary duties of the Corporate Governance Committee are to ensure compliance with the matters related to the environmental protection, social responsibility and corporate governance of the Company as well as the adequacy and effectiveness of regulatory compliance procedures and related internal control system. The Corporate governance Committee comprises Mr. Yan, Ms. Fang Juan and Mr. Shan Wenhua. Mr. Yan currently serves as the chairman of the Corporate Governance Committee.

COMPETING INTEREST

As of the Latest Practicable Date, none of our Directors or any of their respective associates had interests in any other companies as at the Latest Practicable Date that may, directly or indirectly, compete with our business and would require disclosure under Rule 8.10 of the Listing Rules.

DIRECTORS AND SENIOR MANAGEMENT

REMUNERATION AND COMPENSATION OF DIRECTORS AND SENIOR MANAGEMENT

Our Company offers the executive Directors and senior management, as its employees, with remuneration in the form of salaries, allowances, benefits in kind, performance-related bonuses, equity-settled share award, pensions, and other social insurance benefits. Independent non-executive Directors also receive compensation according to their duties (including serving as members or chairperson of the board committees).

The aggregate amount of remuneration incurred for our Directors in respect of the three years ended December 31, 2021 were approximately RMB0.7 million, RMB2.8 million and RMB13.1 million, respectively. In accordance with the arrangements currently in force, the aggregate remuneration before tax payable to the Directors for the year ending December 31, 2022 is estimated to be approximately RMB13.8 million.

The aggregate amount of remuneration incurred for our five highest paid individuals by our Group in respect of the three years ended December 31, 2021 were approximately RMB1.3 million, RMB3.7 million and RMB15.4 million, respectively. During the Track Record Period, no remuneration was paid by our Group or received by any Directors or the five highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office.

During the Track Record Period, none of the Directors waived any remuneration. Save as disclosed above, during the Track Record Period, there were no other payments paid or payable to our Directors or five highest paid individuals by our Company or any of its subsidiaries.

For the details of the service contracts and appointment letters that we have entered into with our Directors, see the section headed “Statutory and General Information – C. 1. Particulars of Directors’ service contracts and appointment letters” in Appendix IV to this document.

BOARD DIVERSITY POLICY

We have adopted a board diversity policy which sets out the approach to achieve and maintain diversity in our Board. Pursuant to our board diversity policy, selection of Board candidates will be based on a range of diversity perspectives, including but not limited to gender, age, cultural and educational background, industry experience, technical capabilities, professional qualifications and skills, knowledge, length of service and other related factors. In particular, we currently have four male and four female Directors. We will also consider our own business model and special needs. The ultimate selection of Director candidates will be based on merits of the candidates and contribution that the candidates will bring to our Board.

Our Nomination Committee is responsible for the implementation of our board diversity policy. Upon completion of the [REDACTED], our Nomination Committee will review our board diversity policy from time to time to ensure its continued effectiveness and we will disclose the implementation of our board diversity policy in our corporate governance report on an annual basis.

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COMPLIANCE ADVISER

We have appointed Somerley Capital Limited as our compliance adviser (the "Compliance Adviser") upon the [REDACTED] in compliance with Rule 3A.19 of the Hong Kong Listing Rules. The material terms of the Compliance Adviser's agreement are as follows:

- (i) shall act as our compliance adviser for the purpose of Rule 3A.19 of the Hong Kong Listing Rules for a period commencing on the [REDACTED] and ending on the date on which we comply with Rule 13.46 of the Hong Kong Listing Rules in respect of our financial results for the first full financial year commencing after the [REDACTED], or until the agreement is terminated, whichever is earlier;
- (ii) the compliance adviser will provide us with certain services including proper guidance and advice as to compliance with the requirements under the Hong Kong Listing Rules and applicable laws, rules, codes and guidelines;
- (iii) the compliance adviser will, as soon as reasonably practicable, inform us of any amendment or supplement to the Hong Kong Listing Rules announced by the Stock Exchange from time to time, and of any amendment or supplement to the applicable laws and guidelines; and
- (iv) the compliance adviser will act as one of the key channels of communication of our Company with the Stock Exchange.

CORPORATE GOVERNANCE CODE

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

Our Directors recognize the importance of incorporating elements of good corporate governance in the management structures and internal control procedures of our Group to achieve effective accountability. Our Company intends to comply with all code provisions in the Corporate Governance Code as set out in Appendix 14 to the Listing Rules after the [REDACTED] except for Code Provision C.2.1 of the Corporate Governance Code, which provides that the roles of chairman of the board and chief executive officer should be separate and should not be performed by the same individual.

The roles of chairman of the Board and the chief executive officer are currently performed by Mr. Yan. In view of Mr. Yan's substantial contribution to our Group since our establishment and his extensive experience, we consider that having Mr. Yan acting as both our chairman of the Board and chief executive officer will provide strong and consistent leadership to our Group and facilitate the efficient execution of our business strategies. We consider it

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appropriate and beneficial to our business development and prospects that Mr. Yan continues to act as both our chairman of the Board and chief executive officer after the [REDACTED], and therefore currently do not propose to separate the functions of chairman of the Board and chief executive officer.

While this would constitute a deviation from Code Provision C.2.1 of the Corporate Governance Code, the Board believes that this structure will not impair the balance of power and authority between the Board and the management of our Company, given that: (i) there are sufficient checks and balances in the Board, as a decision to be made by our Board requires approval by at least a majority of our Directors, and our Board comprises three independent non-executive Directors, which is in compliance with the requirement under the Listing Rules; (ii) Mr. Yan and the other Directors are aware of and undertake to fulfil their fiduciary duties as Directors, which require, among other things, that he acts for the benefit and in the best interests of our Company and will make decisions for our Group accordingly; and (iii) the balance of power and authority is ensured by the operations of the Board which comprises experienced and high calibre individuals who meet regularly to discuss issues affecting the operations of our Company. Moreover, the overall strategic and other key business, financial, and operational policies of our Group are made collectively after thorough discussion at both Board and senior management levels. The Board will continue to review the effectiveness of the corporate governance structure of our Group in order to assess whether separation of the roles of chairman of the Board and chief executive officer is necessary.

RSU SCHEME

In order to promote the Group’s development in the long run and attract and retain senior management team and core talents of the Group, the RSU Scheme was approved and adopted by our Board on December 8, 2021. For further details about the RSU Scheme, see “Statutory and General Information – D. RSU Scheme” in Appendix IV.