

**DIRECTORS AND SENIOR MANAGEMENT**

**BOARD OF DIRECTORS**

Upon [REDACTED], our Board will consist of nine Directors, including four executive Directors, two non-executive Directors and three independent non-executive Directors. The table below sets forth certain information in respect of our Directors:

Name	Position	Age	Date of appointment as Director	Date of joining our Group	Roles and responsibilities	Relationship with other Directors and our senior management
Gao Tieta (高鐵塔)	Executive Director, chairman of the Board and chief executive officer	57	December 29, 2017	August 27, 1998	Responsible for the overall strategic development of our Group, overseeing the overall operations and management of our Group, participating in the decision-making of major issues such as investment plans and annual business goals formulation	Brother-in-law of Zhang Jianjun
Zhang Jianjun (張建軍)	Executive Director and president	58	December 29, 2017	August 27, 1998	Responsible for the supervision and management of our business operation in the PRC (including Hong Kong), participating in the decision-making of overall operations and management of our Group	Brother-in-law of Gao Tieta

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<b>Name</b>	<b>Position</b>	<b>Age</b>	<b>Date of appointment as Director</b>	<b>Date of joining our Group</b>	<b>Roles and responsibilities</b>	<b>Relationship with other Directors and our senior management</b>
Liu Xinwei (劉新偉)	Executive Director and chief financial officer	40	November 21, 2019	April 1, 2016	Responsible for the financial and investment management, overseeing international operations and certain R&D sections of our Group, participating in the decision-making of overall operations and management of our Group	N/A
Zhao Xinli (趙新禮)	Executive Director and chief compliance officer	55	December 29, 2017	May 1, 2005	Responsible for the legal and compliance affairs, overseeing the internal audit and supervisory function of our Group, participating in the decision-making of overall operations and management of our Group	N/A
David Guowei Wang (formerly known as Wang Guowei (王 國璋))	Non-executive Director	60	December 29, 2017	December 29, 2017	Participating in the formulation of our Company’s corporate and business strategies, advising on the operation of the Group	N/A

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Name	Position	Age	Date of appointment as Director	Date of joining our Group	Roles and responsibilities	Relationship with other Directors and our senior management
Shi Long (施瓏)	Non-executive Director	42	April 1, 2021	April 1, 2021	Participating in the formulation of our Company’s corporate and business strategies, advising on the operation of the Group	N/A
Feng Xin (馮昕)	Independent non-executive Director	51	[●]	[●]	Supervising and providing independent judgment to the Board	N/A
Wang Li-Shin (王立新)	Independent non-executive Director	62	[●]	[●]	Supervising and providing independent judgment to the Board	N/A
Chan Fan Shing (陳帆城)	Independent non-executive Director	45	[●]	[●]	Supervising and providing independent judgment to the Board	N/A

**Executive Directors**

**Gao Tieta (高鐵塔)**, aged 57, is an executive Director, the chairman of the Board and the chief executive officer of our Company. Mr. Gao is responsible for the overall strategic development of our Group. He oversees the overall operations and management of our Group and participates in the decision-making of major issues such as investment plans and annual business goals formulation. He is also in charge of research and development, international business and human resources management of our Group.

Mr. Gao founded our Group with other co-founders in August 1998. During the first few years after our Group was founded, Mr. Gao was responsible for the strategic planning of our Group and the overall supervision and management of upper stream resources. From September 2014 to November 2017, he served as an executive director of Beijing Meicheng Medical Technology Limited\* (北京美程醫療技術有限公司). He joined the Board as a Director since December 29, 2017 and was re-designated as our executive Director on November 18, 2021. He began serving as our chief executive officer since January 2018 and was appointed as chairman of

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the Board on December 28, 2018. Mr. Gao also holds directorship in Gaush Medical Corporation, Gaush BVI, Gaush HK, GMC BVI, GMC HK, Suzhou Gaush Clear and Shenzhen Gaush Clear.

Mr. Gao obtained his master of science degree in nuclear physics and nuclear technology and his bachelor of science degree in nuclear physics from Peking University (北京大學) in the PRC in June 1990 and July 1987, respectively.

Save as disclosed in this document, Mr. Gao did not hold any directorship in any listed companies during the last three years.

**Zhang Jianjun (張建軍)**, aged 58, is an executive Director and the president of our Company. Mr. Zhang is responsible for the supervision and management of our business operation in the PRC (including Hong Kong), and participates in the decision-making of overall operations and management of our Group. Mr. Zhang is also in charge of the operational development, operational management, commerce, registration and international business development departments of our Group.

Mr. Zhang joined our Group in August 1998. From August 1998 to May 2011, he successively served as a regional manager, the sales manager and the marketing director of Global Vision Corporation. He has served as an executive director of Shanghai Mingwang since November 2009, where he is responsible for daily management. From June 2012 to November 2017, he successively served as the general manager of Mingwang Medical and as a president for the medical device sector of Gaush Medical Corporation. He has served as a Director of our Company since December 29, 2017 and was re-designated as our executive Director on November 18, 2021. He also holds directorship in Global Vision HK and Mingwang Medical and is a supervisor of Gaush Technology, Gaush Diopsys and Gaush Medical Service.

Mr. Zhang graduated from Gansu Jiuquan Normal School (甘肅酒泉師範學校) in July 1985. He passed the self-study normal college-level examination (高等師範專科自學考試) in geography of Gansu Normal College (甘肅教育學院) (currently part of Lanzhou University of Arts and Science (蘭州文理學院)) in the PRC in June 1996.

Save as disclosed in this document, Mr. Zhang did not hold any directorship in any listed companies during the last three years.

**Liu Xinwei (劉新偉)**, aged 40, is an executive Director and the chief financial officer of our Company. Mr. Liu is responsible for the financial and investment management of our Group, oversees international operations and certain research and development sections of our Group and participates in the decision-making of overall operations and management of our Group.

Mr. Liu has around eight years of experience in the medical industry. Mr. Liu joined our Group as the board secretary of Gaush Medical Corporation in May 2016. Mr. Liu has served as our chief financial officer since December 2018. He has served as a Director of our Company since November 21, 2019 and was re-designated as our executive Director on November 18, 2021. Mr. Liu also holds directorship in Gaush Germany, Gaush Netherlands and Gaush Teleon. Before joining our Group, from April 2013 to March 2016, Mr. Liu served as assistant to the president of Beijing Naton Group Co., Ltd.\* (北京納通科技集團有限公司), a company engaged in the R&D, manufacturing and sales of orthopaedic products.

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Mr. Liu received his master degree in business administration from Tsinghua University (清華大學) in July 2013. He received his bachelor degree in information engineering from Zhejiang University (浙江大學) in June 2004. Mr. Liu holds a legal professional qualification (法律職業資格) certificate issued by the Ministry of Justice of the PRC in March 2013 and became a non-practising member of the Beijing Institute of Certified Public Accountants (北京註冊會計師協會) in April 2017.

Mr. Liu did not hold any directorship in any listed companies during the last three years.

**Zhao Xinli (趙新禮)**, aged 55, is an executive Director and the chief compliance officer of our Company. Mr. Zhao is responsible for the legal and compliance affairs, oversees the internal audit and supervisory function of our Group, and participates in the decision-making of overall operations and management of our Group.

Mr. Zhao has around 29 years of experience in the field of medical and scientific devices. Mr. Zhao joined our Group in May 2005 and successively served as a manager and deputy general manager of Global Vision Corporation from April 2005 to July 2011, responsible for procurement and logistics. From July 2011 to January 2018, Mr. Zhao served as vice president of our Group. He has served as a Director of our Company since December 29, 2017 and was re-designated as our executive Director on November 18, 2021. Before joining our Group, Mr. Zhao worked at Oriental Scientific Instrument Import & Export Group Corporation\* (東方科學儀器進出口集團有限公司) from July 1992 to April 2005 (currently known as OSIC Holding Group Co., Ltd.\* (東方科儀控股集團有限公司)), a company engaged in international trade of technology and equipment, with his last position as a project manager.

Mr. Zhao obtained a certificate of completion of the joint EMBA Study Program provided by The University of Wisconsin-Madison (in the United States) and The Chinese Academy of Sciences (in the PRC) in December 2002. He received his master of science degree in physical chemistry from the Institute of Photographic Chemistry of the Chinese Academy of Sciences (中國科學院感光化學研究所) (currently part of the Technical Institute of Physics and Chemistry of the Chinese Academy of Sciences (中國科學院理化技術研究所)) in October 1992. He received his bachelor of science degree in applied chemistry from Peking University (北京大學) in July 1987.

Save as disclosed in this document, Mr. Zhao did not hold any directorship in any listed companies during the last three years.

### Non-executive Directors

**David Guowei Wang** (formerly known as Wang Guowei (王國璋)), aged 60, has served as a Director of our Company since December 29, 2017 and was re-designated as our non-executive Director on November 18, 2021. Dr. Wang participates in the formulation of our Company’s corporate and business strategies and advises on the operation of the Group.

Dr. Wang has over 15 years of experience in the medical industry. From April 2006 to July 2011, he served as a managing director of WI Harper Group, a cross-border venture capital firm focusing on the fields of healthcare, biotech, artificial intelligence, robotics, fintech, sustainability and new media, where he was responsible for healthcare-related investment activities in China. Dr. Wang has been working at OrbiMed Advisors LLC, an investment fund with a focus on the

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healthcare industry, as a partner and senior managing director of Asia since August 2011 where he is responsible for healthcare investment in China.

Dr. Wang has served as a director of a number of listed companies in the healthcare and medical industry:

- (a) From October 2012 to May 2019, Dr. Wang served as a director of Suzhou Medical System Technology Co., Ltd., a company listed on the Shanghai Stock Exchange (stock code: 603990) engaged in provision of clinical information system solutions;
- (b) From June 2015 to August 2021, he served as a director of Amoy Diagnostics Co., Ltd., a company listed on the Shenzhen Stock Exchange (stock code: 300685) principally engaged in research and development, production and sales of tumor precision medical molecular diagnostic products;
- (c) Since April 2016, he has served as a non-executive director of AK Medical Holdings Limited, a company listed on the Hong Kong Stock Exchange (stock code: 1789) principally engaged in the design, development, manufacture and distribution of orthopedic implants;
- (d) From August 2018 to April 2020, Dr. Wang was a non-executive director of Union Medical Healthcare Limited (currently known as EC Healthcare), a company listed on the Hong Kong Stock Exchange (stock code: 2138) principally engaged in the provision of aesthetic medical services; and
- (e) Since March 2020, he has also served as a director of Gracell Biotechnologies Inc., a company listed on the Nasdaq Global Select Market with ticker symbol “GRCL” dedicated to discovery and development of cell therapies for treating cancer.

Dr. Wang received his doctorate in developmental biology from California Institute of Technology in the United States in June 1995. He received his bachelor degree in medicine from Beijing Medical University (北京醫科大學) (currently known as Peking University Health Science Center (北京大學醫學部)) in the PRC in July 1986.

Save as disclosed in this document, Dr. Wang did not hold any directorship in any listed companies during the last three years.

**Shi Long (施龍)**, aged 42, has served as a Director of our Company since April 1, 2021 and was re-designated as our non-executive Director on November 18, 2021. Mr. Shi participates in the formulation of our Company’s corporate and business strategies and advises on the operation of the Group.

Mr. Shi first joined the Shanghai branch of Beijing Warburg Pincus Investment Consulting Co., Ltd.\* (北京華平投資諮詢有限公司上海分公司) in November 2011 and served as an investment director focusing on investments in the healthcare sector in Asia until June 2014. From January 2015 to November 2019, he served as a director of Temasek Holdings Consulting (Shanghai) Co., Ltd., focusing on healthcare investments. He returned to the Shanghai branch of Beijing Warburg Pincus Investment Consulting Co., Ltd.\* (北京華平投資諮詢有限公司上海分公

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司) and served as an executive director since November 2019 and later transferred to Shanghai Warburg Pincus Private Equity Management Co., Ltd.\* (上海華平私募基金管理有限公司) in January 2020. Mr. Shi currently serves as a managing director of Shanghai Warburg Pincus Private Equity Management Co., Ltd., focusing on investments in the healthcare sector in Asia.

Mr. Shi received his bachelor's degree in economics (international finance) from Fudan University (復旦大學) in the PRC in 2002.

Save as disclosed in this document, Mr. Shi did not hold any directorship in any listed companies during the last three years.

### Independent Non-executive Directors

**Feng Xin (馮昕)**, aged 51, was appointed as our independent non-executive Director on [●]. Mr. Feng supervises and provides independent judgment to the Board.

Mr. Feng is a co-founder of Beijing 55 Investment Consultancy Limited\* (北京五五靈通投資顧問有限公司), a company principally engaged in investment consulting, business management consulting and conference services. He also serves as the general manager of WeFocus (Beijing) Technology Limited (真果聯動(北京)科技有限公司), a company principally engaged in business management consulting services, since May 2020.

Mr. Feng is currently a director of the following companies:

- (a) Since October 2015, Mr. Feng has served as a director of Beijing Hope Pharmaceutical Co., Ltd.\* (北京海步醫藥科技股份有限公司), a company previously listed on the NEEQ<sup>3</sup> (stock code: 836438) which is principally engaged in the research and development, production and sales of active pharmaceutical ingredients and pharmaceutical intermediates; and
- (b) Since October 2020, Mr. Feng has served as a director of Beijing Explorer Software Limited (北京探索者軟件股份有限公司), a company previously listed on the NEEQ<sup>4</sup> (stock code: 839007) which principally engaged in development of software.

Mr. Feng was a director of China 55 Club Co., Limited, a company incorporated in Hong Kong, which was dissolved by striking off<sup>5</sup> on April 9, 2010. The company had no actual business immediately prior to dissolution.

Mr. Feng received his Master of Business Administration degree from University of Illinois in the United States in May 2002.

3 Beijing Hope Pharmaceutical Co., Ltd. was voluntarily delisted from the NEEQ in January 2020.

4 Beijing Explorer Software Limited was voluntarily delisted from the NEEQ in May 2020.

5 The Registrar of Companies of Hong Kong may strike the name of a company off the Companies Register under Division 1 of Part 15 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) where the Registrar has reasonable cause to believe that the company is not in operation or carrying on business. The company shall be dissolved when its name is struck off the Companies Register.

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Save as disclosed in this document, Mr. Feng did not hold any directorship in any listed companies during the last three years.

**Wang Li-Shin (王立新)**, aged 62, was appointed as our independent non-executive Director on [●]. Mr. Wang supervises and provides independent judgment to the Board.

Mr. Wang has over 20 years of experience in the global healthcare industry. From October 2016 to January 2021, he was the executive president of Shanghai Bondent Technology Co., Ltd (上海博恩登特科技有限公司), a company which operates oral medical platform. Prior to joining Shanghai Bondent Technology Co., Ltd, Mr. Wang worked as the general manager of Leica Microsystems (Shanghai) Trading Co., Ltd. (徠卡顯微系統(上海)貿易有限公司) since February 2013, a company mainly engaged in the provision of microscopes and imaging systems. From September 2010 to November 2012, he served as the corporate vice president of the Asia Pacific region of Dako Denmark A/S, a provider of systems for cancer diagnostics. Prior to that, Mr. Wang also worked at Johnson & Johnson Medical.

Mr. Wang received Bachelor of Science in Physics from Tunghai University in Taiwan in June 1984 and Master of Science in Applied Physics from Georgia Institute of Technology in the United States in March 1989. He also obtained Master of Business Administration from The Wharton School of University of Pennsylvania in the United States in May 2000.

Mr. Wang did not hold any directorship in any listed companies during the last three years.

**Chan Fan Shing (陳帆城)**, aged 45, was appointed as our independent non-executive Director on [●]. Mr. Chan supervises and provides independent judgment to the Board.

Mr. Chan has extensive experience in auditing, finance and accounting management. From September 2009 to March 2016, Mr. Chan worked in CPMC Holdings Limited (stock code: 906), a company whose shares are listed on the Main Board of the Stock Exchange, where his last position was company secretary and financial controller, responsible for overall accounting and financial management and company secretarial activities. From March 2016 to November 2016, Mr. Chan worked as the company secretary and chief financial officer of Enhui Holdings (Cayman) Limited, responsible for company secretary activities and accounting and financial management. From April 2017 to September 2017, Mr. Chan was the financial controller and deputy company secretary of Leyou Technologies Holdings Limited (stock code: 1089), a company whose shares are listed on the Main Board of the Stock Exchange, responsible for accounting and financial management and company secretary matters. From October 2017 to August 2020, Mr. Chan served as an executive director of Tycoon Group Holdings Limited (stock code: 3390), a company whose shares are listed on the Main Board of the Stock Exchange.

Mr. Chan has been serving as an independent non-executive director of Trigiant Group Limited (stock code: 1300) since September 2018 and an independent non-executive director of Joy City Property Limited (stock code: 207) since February 2020, each of which is a company whose shares are listed on the Main Board of the Stock Exchange.

Mr. Chan received his bachelor’s degree in business accounting from University of Glamorgan (currently known as University of South Wales) in the United Kingdom in June 1999 and his master’s degree in professional accounting from The Hong Kong Polytechnic University in

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October 2008. Mr. Chan is a fellow member of the Association of Chartered Certified Accountants since April 2008, a fellow member of CPA Australia since May 2018 and a fellow member of the Hong Kong Institute of Certified Public Accountants since March 2018. Mr. Chan is also a Chartered Professional Accountant, Certified General Accountant (CPA, CGA) of the Chartered Professional Accountants of British Columbia, Canada since April 2019.

Save as disclosed in this document, Mr. Chan did not hold any directorship in any listed companies during the last three years.

**SENIOR MANAGEMENT**

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

<u>Name</u>	<u>Position</u>	<u>Age</u>	<u>Date of appointment as our senior management member</u>	<u>Date of joining our Group</u>	<u>Roles and responsibilities</u>
Gao Tieta (高鐵塔) <sup>(1)</sup>	Executive Director, chairman of the Board and chief executive officer	57	December 2017	August 27, 1998	Responsible for the overall strategic development of our Group, overseeing the overall operations and management of our Group, participating in the decision-making of major issues such as investment plans and annual business goals formulation
Zhang Jianjun (張建軍) <sup>(1)</sup>	Executive Director and president	58	December 2017	August 27, 1998	Responsible for the supervision and management of our business operation in the PRC (including Hong Kong), participating in the decision-making of overall operations and management of our Group

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<b>Name</b>	<b>Position</b>	<b>Age</b>	<b>Date of appointment as our senior management member</b>	<b>Date of joining our Group</b>	<b>Roles and responsibilities</b>
Liu Xinwei (劉新偉)	Executive Director and chief financial officer	40	December 2018	April 1, 2016	Responsible for the financial and investment management, overseeing international operations and certain R&D sections of our Group, participating in the decision-making of overall operations and management of our Group
Zhao Xinli (趙新禮)	Executive Director and chief compliance officer	55	December 2017	May 1, 2005	Responsible for the legal and compliance affairs, overseeing the internal audit and supervisory function of our Group, participating in the decision-making of overall operations and management of our Group
Li Wenqi (李文奇)	Vice President	48	January 2018	August 27, 1998	Responsible for the financial management of our Group’s overall operation in the PRC (including Hong Kong)

*Note:*

(1) Zhang Jianjun is Gao Tieta’s brother-in-law.

**Gao Tieta** (高鐵塔), aged 57, is our executive Director, chairman of the Board and chief executive officer. For details of his biography, please see “— Board of Directors — Executive Directors” of this section.

**Zhang Jianjun** (張建軍), aged 58, is our executive Director and president. For details of his biography, please see “— Board of Directors — Executive Directors” of this section.

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**Liu Xinwei** (劉新偉), aged 40, is our executive Director and chief financial officer. For details of his biography, please see “— Board of Directors — Executive Directors” of this section.

**Zhao Xinli** (趙新禮), aged 55, is our executive Director and chief compliance officer. For details of his biography, please see “— Board of Directors — Executive Directors” of this section.

**Li Wenqi** (李文奇), aged 48, joined our Group in August 27, 1998 and has served as our vice president since January 2018. Ms. Li is responsible for the financial management of our Group’s overall operation in the PRC (including Hong Kong).

Ms. Li has over 20 years of experience in accounting and financial management. She first joined the Global Vision Corporation in August 1998 and served successively as cashier, accountant, financial supervisor, financial manager, financial controller and vice president.

Ms. Li received her bachelor’s degree in accounting from Beijing Wuzi University (北京物資學院) in the PRC in July 1995. She also obtained accounting specialist qualification conferred by the Ministry of Finance of the PRC in May 1999.

Ms. Li did not hold any directorship in any listed companies during the last three years.

### JOINT COMPANY SECRETARIES

**Li Wenqi** (李文奇), aged 48, is our vice president and was appointed as one of our joint company secretaries on November 18, 2021. For details of her biography, please see “— Senior Management” of this section.

**Leung Shui Bing** (梁瑞冰), aged 45, was appointed as one of the joint company secretaries of our Company on November 18, 2021. Ms. Leung currently serves as a manager of the Listing Services Department of TMF Hong Kong Limited (a global corporate services provider). She has over 15 years of experience in the company secretarial field. Ms. Leung obtained a bachelor’s degree in Business and Management Studies (Accounting and Finance) from University of Bradford and a master’s degree in Corporate Governance from The Open University of Hong Kong (currently known as Hong Kong Metropolitan University). She is a Chartered Secretary, Chartered Governance Professional and an associate member of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in United Kingdom.

### INTERESTS OF DIRECTORS AND SENIOR MANAGEMENT

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 within 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, as of the Latest Practicable Date, there were no other matters with respect to the appointment of our Directors that need to be brought to the attention of the Shareholders and there was no information relating to our Directors required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

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As of the Latest Practicable Date, save for the interests in the Shares held by Gao Tieta, Zhang Jianjun, Liu Xinwei and Zhao Xinli, which are disclosed in “Statutory and General Information — C. Further Information about our Directors and Substantial Shareholders — 3. Disclosure of interests” in Appendix IV to this Document, none of our Directors held any interest in the securities within the meaning of Part XV of the SFO.

Save as disclosed above, as of the Latest Practicable Date, none of our Directors or senior management were related to other Directors or senior management of our Company.

### COMPETITION

Each of our Directors confirmed that as of the Latest Practicable Date, he/she did not have any interest in a business, apart from the business of our Group, which competes or is likely to compete, directly or indirectly, with our business that would require 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 medical industries. However, as these non-executive Directors are neither our controlling shareholders nor members of our executive management team, we believe that their interests in such companies as directors would not render us incapable of carrying on our business independently from other companies in which they may hold directorships from time to time.

### REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

Our Directors and senior management receive compensation in the form of fees, salaries, other allowances, benefits in kind, performance related bonus and pension scheme contributions. We determine the compensation of our Directors and senior management based on their respective responsibilities, qualification, position and seniority. Each of the independent non-executive Directors has entered into an appointment letter with our Company. For additional information, see “Statutory and General Information — 1. Particulars of Directors’ service contracts and appointment letters” in Appendix IV to this Document.

The aggregate amount of remuneration (including fees, salaries, other allowances, benefits in kind, performance related bonus and pension scheme contributions) paid to our Directors for the years ended December 31, 2019, 2020 and 2021 were approximately RMB4.7 million, RMB4.6 million and RMB4.5 million, respectively.

It is estimated that under the current arrangements in force, the aggregate amount of remuneration payable to and benefits in kind receivable by our Directors for the year ending December 31, 2022 will be approximately RMB4.8 million.

The aggregate amount of remuneration (including salaries, other allowances, benefits in kind, performance related bonus and pension scheme contributions) paid to the five highest paid individuals of our Group for the years ended December 31, 2019, 2020 and 2021, including one director, one director, three directors and no director, respectively, were approximately RMB6.5 million, RMB6.4 million and RMB7.6 million, respectively.

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During the Track Record Period, no remuneration was paid by us to, or receivable by, our Directors or the five highest paid individuals as an inducement to join or upon joining our Group. No compensation was paid to, or receivable by, our Directors, past Directors or the five highest paid individuals for the Track Record Period for loss of office. None of our Directors waived or agreed to waive any emoluments during the same period.

Our Board will review and determine the remuneration and compensation packages of our Directors and senior management and will, following the [REDACTED], receive recommendation from the Remuneration Committee which will take into account salaries paid by comparable companies, time commitment and responsibilities of our Directors and the performance of our Group.

Save as disclosed above, no other payments had been made, or are payable, by any member of our Group to our Directors during the Track Record Period.

For additional information on remuneration of our Directors and the five highest paid individuals during the Track Record Period, please see Notes 8 and 9 in the Accountants’ Report set out in Appendix I to this Document.

### FURTHER INFORMATION ABOUT OUR DIRECTORS

#### *Incidents relating to Aumed*

Aumed was a company incorporated in the PRC principally engaged in the development and sales of vision aids products. It was listed on the NEEQ from December 2015 and was voluntarily delisted in September 2017. It was voluntarily dissolved on April 20, 2021. Gao Tieta, Zhang Jianjun and Zhao Xinli were directors of Aumed from August 2015 to September 2020. Liu Xinwei was the board secretary of Aumed from August 2016 to October 2017 (together with Gao Tieta, Zhang Jianjun and Zhao Xinli, the “**Relevant Directors**”).

In June and August 2017, the NEEQ issued a regulatory opinion and a warning letter against Aumed and its then board secretary in respect of certain non-compliances of NEEQ information disclosure requirements arising from (i) delay in publication of certain material information and (ii) failure to publish the 2016 annual report. Our Directors confirmed that (i) the delay in information disclosure was primarily because Aumed was not properly advised by the then professional third party advisers of the relevant NEEQ rules; and (ii) the non-publication of annual report was primarily because Aumed was already in the process of delisting before the required deadline of annual report publication.

Our PRC Legal Adviser is of the view that the regulatory measures imposed by NEEQ (being a regulatory opinion and a warning letter) (i) are self-supervisory measure implemented by NEEQ, and do not constitute disciplinary measure or public sanction by NEEQ or administrative penalties or breaches of PRC laws or regulations that indicates culpability; and (ii) would not result in any of the Relevant Directors being disqualified from acting as directors of companies incorporated in the PRC.

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The Relevant Directors confirmed that the delisting of Aumed was for strategic planning and business development considerations, and the dissolution of Aumed was voluntary and by shareholders’ resolution as a business decision. The Relevant Directors further confirmed Aumed was solvent immediately prior to its cessation of business, delisting and dissolution and there were no other regulatory investigations or measures against Aumed or any of the Relevant Directors.

### *Revocation of business licenses*

Gao Tieta was a supervisor of the following three companies which had their business licenses revoked during his tenure. Zhang Jianjun was also a supervisor of Qingdao Gaush Global Vision Co., Ltd\*.

Name of company	Place of incorporation	Principal business	Date of revocation	Reason for revocation	Current status
Beijing Jiuai Network Technology Co., Ltd.* (北京久愛網絡技術有限公司)	PRC	Online matchmaking business	September 20, 2002	It ceased operations as a business decision and therefore did not conduct annual inspection.	Dissolved
Qingdao Gaush Global Vision Co., Ltd* (青島高視遠望科技有限公司)	PRC	Wholesale of electronic products and consumables and general merchandise	November 6, 2007	It ceased operations as a business decision and therefore did not conduct annual inspection.	Dissolved
Shanghai Lingshi Medical Technology Co., Ltd* (上海凌世醫療科技有限公司)	PRC	Distribution of imported medical devices	June 9, 2009	It ceased operations as a business decision and therefore did not conduct annual inspection.	It has no operation but is not yet dissolved.

Gao Tieta confirmed with respect to these companies, and Zhang Jianjun confirmed with respect to Qingdao Gaush Global Vision Co., Ltd, that (i) such companies were solvent immediately prior to the revocation of business license; (ii) there was no wrongful act, misconduct or misfeasance on his own part in respect of the revocation of business license; (iii) he was not aware of any actual or potential claim that had been or would be made against himself as a result of such revocation, and (iv) such revocation of business licence had not resulted in any penalty, liability or obligation being imposed on him.

### **CORPORATE GOVERNANCE**

We have established three committees in our Board of Directors, namely, the audit committee (the “**Audit Committee**”), the remuneration committee (the “**Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”). The committees operate in accordance with written terms of reference established by our Board of Directors.

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### **Audit Committee**

We have established the Audit Committee with written terms of reference in compliance with Rules 3.21 and 3.22 of the Listing Rules and paragraph C.3 of the Corporate Governance Code. The Audit Committee consists of three members, namely, Chan Fan Shing, David Guowei Wang and Feng Xin. Chan Fan Shing, being the chairman of the Audit Committee, is appropriately qualified as required under Rules 3.10(2) and 3.21 of the Listing Rules. The primary duties of the Audit Committee are to review and supervise the financial reporting process, risk management and internal control systems of our Group.

### **Remuneration Committee**

We have established the Remuneration Committee with written terms of reference in compliance with Rules 3.25 and 3.26 of the Listing Rules and paragraph B.1 of the Corporate Governance Code. The Remuneration Committee consists of three members, namely, Feng Xin, Gao Tieta and Wang Li-Shin. Feng Xin is the chairman of the committee. The primary duties of the Remuneration Committee are to review and make recommendation to the Board regarding the terms of remuneration packages, bonuses and other compensation payable to our Directors and senior management.

### **Nomination Committee**

We have established the Nomination Committee with written terms of reference in compliance with paragraph A.5 of the Corporate Governance Code. The Nomination Committee consists of three members, namely, Wang Li-Shin, Gao Tieta and Feng Xin. Wang Li-Shin is the chairman of the committee. The primary duties of the Nomination Committee are to make recommendation to the Board regarding the appointment of Director and senior management.

### **DIVERSITY**

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

The Board has adopted a board diversity policy in order to enhance the effectiveness of the Board and to maintain a high standard of corporate governance. The board diversity policy sets out the objective and approach to achieve and maintain diversity of our Board. Pursuant to the board diversity policy, we seek to achieve Board diversity through consideration of a number of factors in selecting candidates to the Board, including but not limited to gender, age, cultural and educational background and professional experience. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board. We have taken, and will continue to take, steps to promote gender diversity at all levels of our Company, including but not limited to our Board and the senior management levels. In particular, Li Wenqi, our vice president who is responsible for the financial management of our Group’s overall operation in the PRC (including Hong Kong), is female and forms part of our senior management team.

Going forward, we will continue to work to enhance gender diversity of our Board. We will use our best endeavours to appoint at least one female Director by December 31, 2024 or within

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one year from the [REDACTED], whichever is earlier. In addition, we target to achieve a female representation of not less than 20% of the members of our Board within 5 years from the [REDACTED], subject to our Directors (i) being satisfied with the competence and experience of the relevant candidates after a comprehensive review process based on reasonable criteria; and (ii) fulfilling their fiduciary duties to act in the best interest of our Company and our Shareholders as a whole when deliberating on the appointment. These initiatives will form part of the discussion items of the Nomination Committee from time to time for the purpose of due implementation. In particular, our Company will take opportunities to increase the proportion of female members of our Board when selecting and recommending suitable candidates for appointments to enhance gender diversity in accordance with stakeholder expectations and recommended best practices. To develop a pipeline of potential female successors to our Board, our Company will (i) ensure that there is gender diversity when recruiting staff at mid to senior levels; and (ii) engage more resources in training female staff with the aim of promoting them to be members of our senior management or our Board. We are of the view that such strategy will offer chances for our Board to identify capable female candidates to be nominated as a member of our Board with an aim to achieving gender diversity of our Board in the long run.

Our Directors believe that the board diversity policy is well implemented. Upon [REDACTED], the Board will consist of Directors ranging from 40 to 62 year's old. Our Directors have a balanced mix of knowledge, experience and skills in the areas of medicine, business management, finance and accounting, etc. They obtained degrees in various areas including science, business administration, medicine, economics and accounting.

The Nomination Committee is responsible for compliance with relevant codes governing board diversity under the Corporate Governance Code. After [REDACTED], the 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 annually.

### CORPORATE GOVERNANCE CODE

Gao Tieta acts as the chairman of the Board and chief executive officer of our Company. While this constitutes a deviation from code provision A.2.1 of the Corporate Governance Code, the Board believes that, in view of Mr. Gao's experience, personal profile and his roles in our Company as mentioned above, Mr. Gao has extensive understanding of our business as our chief executive officer and is therefore the Director best suited to identify strategic opportunities and the focus of the Board. The combined role of chairman of the Board and chief executive officer of our Company by the same individual can promote the effective execution of strategic initiatives and facilitate the flow of information between management and the Board, which would be beneficial to the business prospect and operational efficiency of our Group.

Our Board believes that this structure will not impair the balance of power and authority among our Board and the management of our Company, given that:

- (a) Mr. Gao and the other Directors are aware of and undertake to fulfill their fiduciary duties as Directors, which require, among other things, that each of them acts for the benefit and in the best interests of our Company;

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- (b) we believe that there is sufficient check and balance in our Board, which comprises experienced and high caliber individuals, and decision to be made by our Board requires approval by at least a majority of our Directors; and
- (c) the overall strategic and other key business, financial, and operational policies of our Group are and will be made collectively after thorough discussion at both our Board and senior management levels.

The Board will continue to review the effectiveness of the corporate governance structure of our Group and consider splitting the roles of chairman of the Board and the chief executive officer at an appropriate time by taking into account the circumstances of our Group as a whole.

Save as disclosed above, we expect to comply with all applicable code provisions of the Corporate Governance Code upon [REDACTED].

### COMPLIANCE ADVISER

We have appointed Haitong International Capital Limited as our compliance adviser (the "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.

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].