

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

A. FURTHER INFORMATION ABOUT OUR COMPANY AND OUR SUBSIDIARIES

1. Incorporation

Our Company was incorporated in the Cayman Islands under the Cayman Companies Act as an exempted company with limited liability on November 1, 2017. Our registered office address is located at the offices of Harneys Fiduciary (Cayman) Limited, 4th Floor, Harbour Place, 103 South Church Street, PO Box 10240, Grand Cayman, KY1-1002, Cayman Islands. Accordingly, our Company's corporate structure and Memorandum and Articles of Association are subject to the relevant laws of the Cayman Islands. A summary of our Memorandum and Articles of Association is set out in Appendix III.

Our Company has been registered as a non-Hong Kong company under Part 16 of the Companies Ordinance on October 16, 2021 with the Registrar of Companies in Hong Kong. Our Company's registered place of business in Hong Kong is at 31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong. Leung Shui Bing has been appointed as the authorized representative of our Company in Hong Kong under Part 16 of the Companies Ordinance for the acceptance of service of process and notices in Hong Kong on behalf of the Company. The address for service of process is 31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong.

As of the date of this Document, our Company's head office was located at Room 1901, Building A, Zhonghui Plaza, No.11 Dongzhimen South Avenue, Dongcheng District, Beijing, China.

2. Changes in share capital of our Company

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

- (a) On April 1, 2021, our Company repurchased an aggregate of 13,494,674 Shares in the following manner:
 - (i) 4,008,319 Shares from GT HoldCo;
 - (ii) 5,878,868 Shares from GF HoldCo; and
 - (iii) 3,607,487 Shares from LXD HoldCo.

On the same date, our Company issued an aggregate of 19,101,649 Shares in the following manner:

- (i) 955,879 Shares to GMC V;
- (ii) 17,062,440 Series B Preferred Shares to Cuprite Gem; and
- (iii) 1,083,330 Series B Preferred Shares to OrbiMed.

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

- (b) On August 10, 2021, the 955,879 Shares issued to GMC V were surrendered by GMC V. On the same date, our Company issued 955,879 Shares to GMC Teleon.
- (c) On October 25, 2021, our Company issued 1,335,252 Shares to Credit Suisse.

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

Immediately following completion of the [REDACTED] and assuming that the [REDACTED] is not exercised, the authorized share capital of our Company will be US\$50,000 divided into 500,000,000 Shares, of which [REDACTED] Shares will be issued fully paid or credited as fully paid, and [REDACTED] Shares will remain unissued. Other than pursuant to the general mandate to issue Shares referred to in the paragraph headed “A. Further Information about Our Company — 5. Resolutions Passed by Our Shareholders on [●], [REDACTED]” in this Appendix, the Directors do not have any present intention to issue any of the authorized but unissued share capital of our Company and, without prior approval of our Shareholders in general meetings, no issue of Shares will be made which would effectively alter the control of our Company.

For details of our Company’s authorized and issued share capital, see “Share Capital.”

3. Changes in the share capital of our subsidiaries

A summary of the corporate information and the particulars of our subsidiaries are set out in note 1 to the Accountant’s Report as set out in Appendix I. Save for the subsidiaries in the Accountants’ Report set out in Appendix I, our Company has no other subsidiaries.

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

(i) Gaush Clear Ltd. (蘇州高視高清醫療技術有限公司)

On February 24, 2021, Gaush Clear Ltd. was established under the laws of the PRC with limited liability and registered capital of RMB50,000,000.

(ii) Gaush Precision Ltd (高視精密醫療器械(蘇州)有限公司)

On January 17, 2020, the registered capital of Gaush Precision Ltd was increased from RMB1,000,000 to RMB1,360,000.

On October 26, 2020, the registered capital of Gaush Precision Ltd was increased from RMB1,360,000 to RMB6,666,667.

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

(iii) *Gaush Teleon Ltd* (高視泰靚醫療科技有限公司)

On June 22, 2021, Gaush Teleon Ltd was established under the laws of the PRC with limited liability and registered capital of RMB50,000,000.

(iv) *Gaush Consumables Ltd.* (深圳高視耗材科技有限公司)

On July 29, 2020, the registered capital of Gaush Consumables Ltd. was decreased from RMB5,000,000 to RMB2,500,000.

On September 27, 2020, the registered capital of Gaush Consumables Ltd. was increased from RMB2,500,000 to RMB5,000,000.

(v) *Guangzhou Gaush Technology Ltd.* (廣州高視醫療科技有限公司)

On October 27, 2020, Guangzhou Gaush Technology Ltd. was established under the laws of the PRC with limited liability and registered capital of RMB5,000,000.

(vi) *Gaush CRO Ltd.* (海南高視醫學研究有限公司)

On August 27, 2020, Gaush CRO Ltd. was established under the laws of the PRC with limited liability and registered capital of RMB5,000,000.

(vii) *Shenzhen Clear Ltd.* (深圳高視高清醫療技術有限公司)

On August 9, 2021, Shenzhen Clear Ltd. was established under the laws of the PRC with limited liability and registered capital of RMB5,000,000.

(viii) *Shenzhen Gaush Technology* (深圳高視科技有限公司)

On January 6, 2022, Shenzhen Gaush Technology was established under the laws of the PRC with limited liability and registered capital of RMB30,000,000.

(ix) *Gaush Europe GmbH*

On January 21, 2020, Gaush Europe GmbH was established under the laws of Germany with limited liability and registered capital of EUR25,000.

(x) *Roland Consult Stache & Finger GmbH*

On September 29, 2020, the registered capital of Roland Consult Stache & Finger GmbH was increased from EUR25,600 to EUR25,610.

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

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

4. Corporate Reorganization

In order to prepare for the [REDACTED], our Group underwent the Corporate Reorganization. For details, see "History, Reorganization and Development — Reorganization."

5. Resolutions Passed by Our Shareholders on [●], [REDACTED]

Pursuant to the written resolutions passed by our Shareholders on [●], [REDACTED], it was resolved, among others:

- (a) our Company approved and adopted the Memorandum and Articles of Association with effect upon [REDACTED];
- (b) conditional on (i) the Listing Committee of the Stock Exchange granting the approval for the [REDACTED] of, and permission to deal in, the Shares in issue and Shares to be issued, (ii) the [REDACTED] being determined, and (iii) the obligations of the [REDACTED] under the [REDACTED] becoming unconditional and the [REDACTED] not being terminated in accordance with their terms or otherwise:
 - (i) the [REDACTED] and the [REDACTED] were approved and our Directors were authorized to effect the same and to allot and issue the [REDACTED] pursuant to the [REDACTED] and the [REDACTED];
 - (ii) the grant of the [REDACTED] by our Company to the [REDACTED], exercisable by the [REDACTED], pursuant to which the [REDACTED] (on behalf of the [REDACTED]) may require the Company to allot and issue up to an aggregate of additional [REDACTED] Shares to cover, among others, the [REDACTED] in the [REDACTED] was approved; and
 - (iii) the proposed [REDACTED] was approved and our Directors were authorized to implement the [REDACTED].

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

- (c) a general unconditional mandate was granted to our Directors to, *inter alia*, allot, issue and deal with Shares, securities convertible into Shares (the "**Convertible Securities**") or options, warrants or similar rights to subscribe for any Shares or such convertible securities (the "**Options and Warrants**") and to make or grant offers, agreements or options which might require such Shares, the Convertible Securities or the Options and Warrants to be allotted and issued or dealt with at any time subject to the requirement that the aggregate nominal value of the Shares or the underlying Shares relating to the Convertible Securities or the Options and Warrants so allotted and issued or agreed conditionally or unconditionally to be allotted and issued, shall not exceed the sum of 20% of the aggregate nominal value of the share capital of our Company in issue immediately following the completion of the [REDACTED] (without taking into account any Shares which may be allotted and issued pursuant to the exercise of the [REDACTED]).

This mandate does not cover Shares to be allotted, issued or dealt with under a rights issue or scrip dividend scheme or similar arrangements or a specific authority granted by our Shareholders. Such mandate will remain in effect until:

- (i) the conclusion of our next annual general meeting;
- (ii) the expiration of the period within which the next annual general meeting of our Company is required to be held under any applicable laws or the Memorandum and Articles of Association; or
- (iii) it is varied or revoked by an ordinary resolution of our Shareholders at a general meeting,

whichever is the earliest.

- (d) a general unconditional mandate was given to our Directors to exercise all powers of our Company to repurchase Shares with an aggregate nominal value not exceeding 10% of the aggregate nominal value of the share capital of our Company in issue immediately following completion of the [REDACTED] (without taking into account any Shares which may be allotted and issued pursuant to the exercise of the [REDACTED]).

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

This mandate only relates to repurchase made on the Stock Exchange or on any other stock exchange on which the Shares may be [REDACTED] (and which is recognized by the SFC and the Stock Exchange for this purpose) and which are in accordance with all applicable laws and regulations. Such mandate will remain in effect until:

- (i) the conclusion of our next annual general meeting;
- (ii) the expiration of the period within which the next annual general meeting of our Company is required to be held under any applicable laws or the Memorandum and Articles of Association; or
- (iii) it is varied or revoked by an ordinary resolution of our Shareholders at a general meeting,

whichever is the earliest; and

- (e) the general unconditional mandate as mentioned in paragraph (c) above was extended by the addition to the aggregate nominal value of the Shares which may be allotted and issued or agreed to be allotted and issued by our Directors pursuant to such general mandate of an amount representing the aggregate nominal value of the Shares purchased by our Company pursuant to the mandate to repurchase Shares referred to in paragraph (d) above (up to 10% of the aggregate nominal value of the Shares in issue immediately following the completion of the [REDACTED], without taking into account any Shares which may be allotted and issued pursuant to the exercise of the [REDACTED]).

6. Restrictions on Share Repurchases

The following paragraphs include, among others, certain information required by the Stock Exchange to be included in this document concerning the repurchase of our own securities.

(a) Provisions of the Listing Rules

The Listing Rules permit companies whose primary listing is on the Stock Exchange to repurchase their securities on the Stock Exchange subject to certain restrictions, the most important restrictions are summarized below:

(i) Shareholders' Approval

All proposed repurchases of securities (which must be fully paid up in the case of shares) by a company with a primary listing on the Stock Exchange must be approved in advance by an ordinary resolution of the shareholders in a general meeting, either by way of general mandate or by specific approval of a particular transaction.

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

Pursuant to a resolution passed by our Shareholders on [●], [REDACTED], a general mandate was given to our Directors authorizing them to exercise all powers of our Company to repurchase Shares on the Stock Exchange, or on any other stock exchange on which the securities of our Company may be [REDACTED] and which is recognized by the SFC and the Stock Exchange for this purpose, with a total nominal value up to 10% of the aggregate nominal value of our Shares in issue immediately following the completion of the [REDACTED] (excluding any Shares which may be issued under the [REDACTED]), with such mandate to expire at the earliest of (i) the conclusion of the next annual general meeting of our Company, and (ii) the date when it is varied or revoked by an ordinary resolution of our Shareholders in general meeting.

(ii) Source of Funds

Purchases must be funded out of funds legally available for the purpose in accordance with the Memorandum and Articles of Association and the applicable laws and regulations of Hong Kong and the Cayman Islands. A listed company may not purchase its own securities on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange from time to time. As a matter of Cayman law, any purchases by our Company may be made out of profits or out of the proceeds of a new issue of shares made for the purpose of the purchase or from sums standing to the credit of our share premium account or out of capital, if so authorized by the Articles of Association and subject to the Cayman Companies Act. Any premium payable on the purchase over the par value of the shares to be purchased must have been provided for out of profits or from sums standing to the credit of our share premium account or out of capital, if so authorized by the Articles of Association and subject to the Cayman Companies Act.

(iii) Trading Restrictions

The total number of shares which a listed company may repurchase on the Stock Exchange is the number of shares representing up to a maximum of 10% of the aggregate number of shares in issue.

A company may not issue or announce a proposed issue of new securities for a period of 30 days immediately following a repurchase (other than an issue of securities pursuant to an exercise of warrants, share options or similar instruments requiring the company to issue securities which were outstanding prior to such repurchase) without the prior approval of the Stock Exchange. In addition, a listed company is prohibited from repurchasing its shares on the Stock Exchange if the purchase price is 5% or more than the average closing market price for the five preceding trading days on which its shares were traded on the Stock Exchange. The Listing Rules also prohibit a listed company from repurchasing its securities if the repurchase would result in the number of listed securities which are in the hands of the public falling

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

below the relevant prescribed minimum percentage as required by the Stock Exchange. A company is required to procure that the broker appointed by it to effect a repurchase of securities discloses to the Stock Exchange such information with respect to the repurchase as the Stock Exchange may require.

(iv) Status of repurchased shares

The listing of all purchased securities (whether on the Stock Exchange or otherwise) is automatically canceled and the relative certificates must be canceled and destroyed. Under the laws of the Cayman Islands, unless, prior to the purchase our Directors resolve to hold the shares purchased by our Company as treasury shares, shares purchased by our Company shall be treated as canceled and the amount of our Company's issued share capital shall be diminished by the nominal value of those shares. However, the purchase of shares will not be taken as reducing the amount of the authorized share capital under Cayman law.

(v) Suspension of Repurchase

A listed company may not make any repurchase of securities after a price sensitive development has occurred or has been the subject of a decision until such time as the price sensitive information has been made publicly available. In particular, during the period of one month immediately preceding the earlier of (a) the date of the board meeting (as such date is first notified to the Stock Exchange in accordance with the Listing Rules) for the approval of a listed company's results for any year, half-year, quarterly or any other interim period (whether or not required under the Listing Rules) and (b) the deadline for publication of an announcement of a listed company's results for any year or half-year under the Listing Rules, or quarterly or any other interim period (whether or not required under the Listing Rules), the listed company may not repurchase its shares on the Stock Exchange other than in exceptional circumstances. In addition, the Stock Exchange may prohibit a repurchase of securities on the Stock Exchange if a listed company has breached the Listing Rules.

(vi) Reporting Requirements

Certain information relating to repurchases of securities on the Stock Exchange or otherwise must be reported to the Stock Exchange not later than 30 minutes before the earlier of the commencement of the morning trading session or any pre-opening session on the following business day. In addition, a listed company's annual report is required to disclose details regarding repurchases of securities made during the year, including a monthly analysis of the number of securities repurchased, the purchase price per share or the highest and lowest price paid for all such repurchases, where relevant, and the aggregate prices paid.

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

(vii) Core Connected Persons

The Listing Rules prohibit a company from knowingly purchasing securities on the Stock Exchange from a "core connected person," that is, a director, chief executive or substantial shareholder of the company or any of its subsidiaries or a close associate of any of them (as defined in the Listing Rules) and a core connected person shall not knowingly sell his securities to the company.

(b) Reasons for Repurchases

Our Directors believe that it is in the best interests of our Company and Shareholders for our Directors to have a general authority from the Shareholders to enable our Company to repurchase Shares in the market. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share or earnings per Share and will only be made where our Directors believe that such repurchases will benefit our Company and Shareholders.

(c) Funding of Repurchases

Repurchase of the Shares must be funded out of funds legally available for such purpose in accordance with the Articles and the applicable laws of the Cayman Islands. Our Directors may not repurchase the Shares on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange. Subject to the foregoing, our Directors may make repurchases with profits of our Company or out of a new issuance of shares made for the purpose of the repurchase or, if authorized by the Articles of Association and subject to the Cayman Companies Act, out of capital and, in the case of any premium payable on the repurchase, out of profits of our Company or from sums standing to the credit of the share premium account of our Company or, if authorized by the Articles of Association and subject to Cayman Companies Act, out of capital.

However, our Directors do not propose to exercise the general mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements of our Company or its gearing levels which, in the opinion of our Directors, are from time to time appropriate for our Company.

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

(d) General

The exercise in full of the general mandate, on the basis of [REDACTED] Shares in issue immediately following the completion the [REDACTED] (assuming the [REDACTED] is not exercised) could accordingly result in up to approximately [REDACTED] Shares being repurchased by our Company during the period prior to the earliest of:

- the conclusion of the next annual general meeting of our Company unless renewed by an ordinary resolution of our Shareholders in a general meeting, either unconditionally or subject to conditions;
- the expiration of the period within which our Company's next annual general meeting is required by the Articles of Association or any other applicable laws to be held; or
- the date on which it is varied or revoked by an ordinary resolution of our Shareholders in a general meeting.

None of our Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their associates currently intends to sell any Shares to our Company.

Our Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the general mandate in accordance with the Listing Rules and the applicable laws in the Cayman Islands.

If, as a result of any repurchase of Shares, a Shareholder's proportionate interest in the voting rights of our Company increases, such increase will be treated as an acquisition for the purposes of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert could obtain or consolidate control of our Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code. Save as aforesaid, our Directors are not aware of any consequences which would arise under the Takeovers Code as a consequence of any repurchases pursuant to the general mandate.

Any repurchase of Shares that results in the number of Shares held by the public being reduced to less than 25% of the Shares then in issue could only be implemented if the Stock Exchange agreed to waive the Listing Rules requirements regarding the public shareholding referred to above. It is believed that a waiver of this provision would not normally be granted other than in exceptional circumstances.

No core connected person of our Company has notified our Company that he or she has a present intention to sell Shares to our Company, or has undertaken not to do so, if the general mandate is exercised.

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of Material Contracts

The following contracts (not being entered into in the ordinary course of business) have been entered into by members of our Group within the two years preceding the date of this document and are or may be material:

- (1) [the [REDACTED]].

2. Intellectual property rights of our Group

As of the Latest Practicable Date, our Company had registered or applied for the following intellectual property rights, which are or may be material in relation to our Company's business.

APPENDIX IV






STATUTORY AND GENERAL INFORMATION

Trademarks

As of the Latest Practicable Date, we had registered the following trademarks which we consider to be material to our business:

No.	Trademark	Registered Owner	Registration Number	Category	Place of Registration	Expiry Date
1.		Global Vision Corporation (北京高視遠望科技有限責任公司)	41334425	10	China	2030-10-20
2.	炫彩 multicolor	Global Vision Corporation (北京高視遠望科技有限責任公司)	30674942	10	China	2029-07-27
3.	GLOBAL VISION	Global Vision Corporation (北京高視遠望科技有限責任公司)	26857544	10	China	2028-12-20
4.		Global Vision Corporation (北京高視遠望科技有限責任公司)	26857542	5	China	2029-02-06
5.		Global Vision Corporation (北京高視遠望科技有限責任公司)	26857541	9	China	2028-12-20
6.		Global Vision Corporation (北京高視遠望科技有限責任公司)	26857539	10	China	2029-02-06
7.		Global Vision Corporation (北京高視遠望科技有限責任公司)	26857538	16	China	2029-01-03
8.		Global Vision Corporation (北京高視遠望科技有限責任公司)	26857537	35	China	2028-12-20
9.		Global Vision Corporation (北京高視遠望科技有限責任公司)	26857534	37	China	2028-12-20

APPENDIX IV STATUTORY AND GENERAL INFORMATION

No.	Trademark	Registered Owner	Registration Number	Category	Place of Registration	Expiry Date
10.		Global Vision Corporation (北京高視遠望科技有限責任公司)	26857527	44	China	2029-01-13
11.		Global Vision Corporation (北京高視遠望科技有限責任公司)	26857526	45	China	2028-12-20
12.		Global Vision Corporation (北京高視遠望科技有限責任公司)	26857540	10	China	2028-11-20
13.		Global Vision Corporation (北京高視遠望科技有限責任公司)	23743591	41	China	2028-07-20
14.		Global Vision Corporation (北京高視遠望科技有限責任公司)	16359801A	5, 10, 35, 37, 44	China	2026-04-20
15.		Global Vision Corporation (北京高視遠望科技有限責任公司)	16359801	9	China	2027-08-20
16.		Global Vision Corporation (北京高視遠望科技有限責任公司)	12905822	10	China	2024-12-06
17.	GAUSH	Global Vision Corporation (北京高視遠望科技有限責任公司)	48783573	42	China	2031-04-06
18.	TeLeon	Global Vision Corporation (北京高視遠望科技有限責任公司)	48783570A	10	China	2031-05-06
19.		Global Vision Corporation (北京高視遠望科技有限責任公司)	50360704	10	China	2031-06-13

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

No.	Trademark	Registered Owner	Registration Number	Category	Place of Registration	Expiry Date
20.	泰蓝	Global Vision Corporation (北京高視遠望科技有限責任公司)	50360703A	10	China	2031-07-06
21.	GAUSH	Global Vision Corporation (北京高視遠望科技有限責任公司)	17363789	10	European Union	2028-01-31
22.	GAUSH	Global Vision Corporation (北京高視遠望科技有限責任公司)	1417345	10	United States of America	2029-07-10
23.	GAUSH	Global Vision Corporation (北京高視遠望科技有限責任公司)	UK0017363789	10	United Kingdom	2031-11-17
24.	GAUSH	Global Vision Corporation (北京高視遠望科技有限責任公司)	1417345	10	Spain	2028-08-09
25.	高視 GAUSH	Global Vision Corporation (北京高視遠望科技有限責任公司)	304316076	10	Hong Kong	2025-03-07
26.	高視罗兰	Global Vision Corporation (北京高視遠望科技有限責任公司)	50461379	10	China	2031-06-20
27.	舒視	Global Vision Corporation (北京高視遠望科技有限責任公司)	55714073	10	China	2032-01-20
28.	高視泰靚	Global Vision Corporation (北京高視遠望科技有限責任公司)	58620331	10	China	2032-02-20

APPENDIX IV STATUTORY AND GENERAL INFORMATION

As of the Latest Practicable Date, we had applied for registration of the following trademarks which we consider to be material to our business:

<u>No.</u>	<u>Trademark</u>	<u>Applicant</u>	<u>Registration Number</u>	<u>Category</u>	<u>Place of Registration</u>	<u>Date of Application</u>
1.	高視在线	Global Vision Corporation (北京高視遠望科技有限責任公司)	60995892	41	China	2021-11-29
2.	高視服务	Global Vision Corporation (北京高視遠望科技有限責任公司)	60972465	37	China	2021-11-29

Patents

As of the Latest Practicable Date, our Group owned the following patents which we consider to be material to our business:

1. *A fundus camera (一種眼底照相機)*

<u>No.</u>	<u>Name of Patent</u>	<u>Patent Owner</u>	<u>Registration Number</u>	<u>Type</u>	<u>Place of Registration</u>	<u>Expiry Date</u>
(1)	A fundus camera (一種眼底照相機)	Wenzhou Gaush Raymond Photoelectric Technology Co., Ltd. (溫州高視雷蒙光電科技有限責任公司)	ZL 2014 2 0390434.2	Utility model	China	2024-07-14

APPENDIX IV STATUTORY AND GENERAL INFORMATION

2. *A method and system for determining the center of concentric rings of corneal topography (一種角膜地形圖的同心圓環圓心的確定方法及系統)*

No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(1)	A method and system for determining the center of concentric rings of corneal topography (一種角膜地形圖的同心圓環圓心的確定方法及系統)	Wenzhou Gaush Raymond Photoelectric Technology Co., Ltd. (溫州高視雷蒙光電科技有限公司)	ZL 2018113131983	Invention	China	2038-11-05

3. *Ophthalmic lens with optical sectors*

No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(1)	Ophthalmic lens with optical sectors	Teleon	EP2219065B1	Invention	Belgium	2030-02-17
(2)	Ophthalmic lens with optical sectors	Teleon	EP2219065B1	Invention	Switzerland	2030-02-17
(3)	Ophthalmic lens with optical sectors	Teleon	EP2219065B1	Invention	Czech Republic	2030-02-17
(4)	Ophthalmic lens with optical sectors	Teleon	EP2219065B1 (DE60 2010 000 661.1)	Invention	Germany	2030-02-17
(5)	Ophthalmic lens with optical sectors	Teleon	EP2219065B1	Invention	France	2030-02-17
(6)	Ophthalmic lens with optical sectors	Teleon	EP2219065B1	Invention	United Kingdom	2030-02-17

APPENDIX IV	STATUTORY AND GENERAL INFORMATION
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No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(7)	Ophthalmic lens with optical sectors	Teleon	E013213	Invention	Hungary	2030-02-17
(8)	Ophthalmic lens with optical sectors	Teleon	IT502012902036293	Invention	Italy	2030-02-17
(9)	Ophthalmic lens with optical sectors	Teleon	EP2219065B1	Invention	Netherlands	2030-02-17
(10)	Ophthalmic lens with optical sectors	Teleon	EP2219065B1	Invention	Sweden	2030-02-17
(11)	Ophthalmic lens with optical sectors	Teleon	EP2418535B1 (DE60 2010 016 567.1)	Invention	Germany	2030-02-17
(12)	Ophthalmic lens with optical sectors	Teleon	EP2418535B1	Invention	France	2030-02-17
(13)	Ophthalmic lens with optical sectors	Teleon	EP2418535B1	Invention	United Kingdom	2030-02-17
(14)	Ophthalmic lens with optical sectors	Teleon	EP2418535B1	Invention	Belgium	2030-02-17
(15)	Ophthalmic lens with optical sectors	Teleon	EP2790052B1 (DE60 2010 027 660.0)	Invention	Germany	2030-02-17
(16)	Ophthalmic lens with optical sectors	Teleon	EP2790052B1	Invention	France	2030-02-17
(17)	Ophthalmic lens with optical sectors	Teleon	EP2790052B1	Invention	United Kingdom	2030-02-17
(18)	Ophthalmic lens with optical sectors	Teleon	E027002	Invention	Hungary	2030-02-17
(19)	Ophthalmic lens with optical sectors	Teleon	EP2790052B1	Invention	Netherlands	2030-02-17

APPENDIX IV	STATUTORY AND GENERAL INFORMATION
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No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(20)	Ophthalmic lens with optical sectors	Teleon	AU2010216510	Invention	Australia	2030-02-17
(21)	Ophthalmic lens with optical sectors	Teleon	BRPI1008719B1	Invention	Brazil	2030-02-17
(22)	Ophthalmic lens with optical sectors	Teleon	CA2752794C	Invention	Canada	2030-02-17
(23)	Ophthalmic lens with optical sectors	Teleon	CN102395917B	Invention	China	2030-02-17
(24)	Ophthalmic lens with optical sectors	Teleon	CN103955075B	Invention	China	2030-02-17
(25)	Ophthalmic lens with optical sectors	Teleon	IL214710	Invention	Israel	2030-02-17
(26)	Ophthalmic lens with optical sectors	Teleon	JP6031081B2	Invention	Japan	2030-02-17
(27)	Ophthalmic lens with optical sectors	Teleon	KR101752309B1	Invention	Republic of Korea	2030-02-17
(28)	Ophthalmic lens with optical sectors	Teleon	KR101864609B1	Invention	Republic of Korea	2030-02-17
(29)	Ophthalmic lens with optical sectors	Teleon	RU2532240C2	Invention	Russian	2030-02-17
(30)	Ophthalmic lens with optical sectors	Teleon	US8696746B2	Invention	USA	2030-02-17
(31)	Ophthalmic lens with optical sectors	Teleon	US9757228B2	Invention	USA	2030-02-17
(32)	Ophthalmic lens with optical sectors	Teleon	ES2379529T3	Invention	Spain	2030-02-17
(33)	Ophthalmic lens with optical sectors	Teleon	TR201203616	Invention	Turkey	2030-02-17

APPENDIX IV STATUTORY AND GENERAL INFORMATION

4. *Ophthalmic lens having Enhanced optical blending zone*

<u>No.</u>	<u>Name of Patent</u>	<u>Patent Owner</u>	<u>Registration Number</u>	<u>Type</u>	<u>Place of Registration</u>	<u>Expiry Date</u>
(1)	Ophthalmic lens having Enhanced optical blending zone	Teleon	HK1191842	Invention	Hong Kong	2032-02-27
(2)	Ophthalmic lens having Enhanced optical blending zone	Teleon	IL260498	Invention	Israel	2032-02-27
(3)	Ophthalmic lens having Enhanced optical blending zone	Teleon	AU2012223803B2	Invention	Australia	2032-02-27
(4)	Ophthalmic lens having Enhanced optical blending zone	Teleon	CA2828362C	Invention	Canada	2032-02-27
(5)	Ophthalmic lens having Enhanced optical blending zone	Teleon	CN103561683B	Invention	China	2032-02-27
(6)	Ophthalmic lens having Enhanced optical blending zone	Teleon	EP2680790B1	Invention	United Kingdom	2032-02-27
(7)	Ophthalmic lens having Enhanced optical blending zone	Teleon	EP2680790B1 (DE60 2012 006 172.3)	Invention	Germany	2032-02-27
(8)	Ophthalmic lens having Enhanced optical blending zone	Teleon	DE202012013073U1	Utility Model	Germany	2022-02-27

APPENDIX IV	STATUTORY AND GENERAL INFORMATION
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No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(9)	Ophthalmic lens having Enhanced optical blending zone	Teleon	KR101903812B1	Invention	Republic of Korea	2032-02-27
(10)	Ophthalmic lens having Enhanced optical blending zone	Teleon	US9668854B2	Invention	USA	2032-02-27
(11)	Ophthalmic lens having Enhanced optical blending zone	Teleon	BR112013021974B1	Invention	Brazil	2032-02-27
(12)	Ophthalmic lens having Enhanced optical blending zone	Teleon	JP6014613B2	Invention	Japan	2032-02-27
(13)	Ophthalmic lens having Enhanced optical blending zone	Teleon	MX338793B	Invention	Mexico	2032-02-27

5. *Device for inserting an Intra-ocular lens*

No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(1)	Device for inserting an Intra-ocular lens	Teleon	EP2598083B1 (DE60 2011 054 739.9)	Invention	Germany	2031-07-20
(2)	Device for inserting an Intra-ocular lens	Teleon	EP2598083B1	Invention	United Kingdom	2031-07-20
(3)	Device for inserting an Intra-ocular lens	Teleon	CN103200899B	Invention	China	2031-07-20

APPENDIX IV	STATUTORY AND GENERAL INFORMATION
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6. *Intraocular lens*

No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(1)	Intraocular lens	Teleon	NL2005486C2	Invention	Netherlands	2030-10-08
(2)	Intraocular lens	Teleon	EP2442752B1 (DE60 2009 061 803.2)	Invention	Germany	2029-06-15
(3)	Intraocular lens	Teleon	EP2442752B1	Invention	France	2029-06-15
(4)	Intraocular lens	Teleon	EP2442752B1	Invention	United Kingdom	2029-06-15
(5)	Intraocular lens	Teleon	EP2442752B1	Invention	Netherlands	2029-06-15
(6)	Intraocular lens	Teleon	US9089420B2	Invention	USA	2029-06-15

7. *Intraocular lens having partly overlapping additional optical active sectors on opposite sides*

No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(1)	Intraocular lens having partly overlapping additional optical active sectors on opposite sides	Teleon	NL2011433C2	Invention	Netherlands	2033-09-12
(2)	Intraocular lens having partly overlapping additional optical active sectors on opposite sides	Teleon	CN105792779B	Invention	China	2034-09-12
(3)	Intraocular lens having partly overlapping additional optical active sectors on opposite sides	Teleon	EP3043743B1 (DE60 2014 068 039.9)	Invention	Germany	2034-09-12

APPENDIX IV STATUTORY AND GENERAL INFORMATION

No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(4)	Intraocular lens having partly overlapping additional optical active sectors on opposite sides	Teleon	KR102280014B1	Invention	Republic of Korea	2034-09-12
(5)	Intraocular lens having partly overlapping additional optical active sectors on opposite sides	Teleon	US10335267B2	Invention	USA	2034-09-12
(6)	Intraocular lens having partly overlapping additional optical active sectors on opposite sides	Teleon	ES2822609T3	Invention	Spain	2034-09-12
(7)	Intraocular lens having partly overlapping additional optical active sectors on opposite sides	Teleon	JP6533228B2	Invention	Japan	2034-09-12

8. *Intraocular Lens structure*

No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(1)	Intraocular lens structure	Teleon	CA2918617C	Invention	Canada	2034-07-28
(2)	Intraocular lens structure	Teleon	EP3027142B1	Invention	France	2034-07-28
(3)	Intraocular lens structure	Teleon	KR102271908B1	Invention	Korea	2034-07-28

APPENDIX IV	STATUTORY AND GENERAL INFORMATION
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No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(4)	Intraocular lens structure	Teleon	KR102317956B1	Invention	Korea	2034-07-28
(5)	Intraocular lens structure	Teleon	AU2014296940B2	Invention	Australia	2034-07-28
(6)	Intraocular lens structure	Teleon	EP3027142B1 (DE 60 2014 062 828.1)	Invention	Germany	2034-07-28
(7)	Intraocular lens structure	Teleon	EP3027142B1	Invention	United Kingdom	2034-07-28
(8)	Intraocular lens structure	Teleon	JP6779544B2	Invention	Japan	2034-07-28
(9)	Intraocular lens structure	Teleon	JP6628722B2	Invention	Japan	2034-07-28
(10)	Intraocular lens structure	Teleon	MX376185B	Invention	Mexico	2034-07-28
(11)	Intraocular lens structure	Teleon	NL2011235C2	Invention	Netherlands	2034-07-28
(12)	Intraocular lens structure	Teleon	EP3027142	Invention	Netherlands	2034-07-28
(13)	Intraocular lens structure	Teleon	RU2661003C2	Invention	Russian	2034-07-28
(14)	Intraocular lens structure	Teleon	US10702374B2	Invention	USA	2034-07-28
(15)	Intraocular lens structure	Teleon	US9999498B2	Invention	USA	2034-07-28

APPENDIX IV	STATUTORY AND GENERAL INFORMATION
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9. *Intraocular Lens Assembly*

No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(1)	Intraocular lens assembly	Teleon	EP3035889B1	Invention	France	2034-07-31
(2)	Intraocular lens assembly	Teleon	KR102317956B1	Invention	Korea	2034-07-28
(3)	Intraocular lens assembly	Teleon	KR102287459B1	Invention	Korea	2034-07-31
(4)	Intraocular lens assembly	Teleon	CN105744914B	Invention	China	2034-07-31
(5)	Intraocular lens assembly	Teleon	EP3035889B1 (DE 60 2014 040 749.8)	Invention	Germany	2034-07-31
(6)	Intraocular lens assembly	Teleon	ES2722404T3	Invention	Spain	2034-07-31
(7)	Intraocular lens assembly	Teleon	KR102287459B1	Invention	Korea	2034-07-31
(8)	Intraocular lens assembly	Teleon	EP3035889B1	Invention	United Kingdom	2034-07-31
(9)	Intraocular lens assembly	Teleon	IT502019000031695	Invention	Italy	2034-07-31
(10)	Intraocular lens assembly	Teleon	EP3035889B1	Invention	Netherlands	2034-07-31
(11)	Intraocular lens assembly	Teleon	JP6619338B2	Invention	Japan	2034-07-31
(12)	Intraocular lens assembly	Teleon	NL2011235C2	Invention	Netherlands	2033-07-29
(13)	Intraocular lens assembly	Teleon	US9937034B2	Invention	USA	2034-07-31

APPENDIX IV STATUTORY AND GENERAL INFORMATION

No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(14)	Intraocular lens assembly	Teleon	DE202013104313U1	Utility Model	Germany	2023-09-20
(15)	Intraocular lens assembly	Teleon	DE202013009162U1	Utility Model	Germany	2023-10-17

10. Intraocular lens with a toric optic

No.	Name of Patent	Patent Owner	Registration Number	Type	Place of Registration	Expiry Date
(1)	Intraocular lens with a toric optic	Teleon	EP2111822B1 (DE60 2009 025 759.5)	Invention	Germany	2029-04-21
(2)	Intraocular lens with a toric optic	Teleon	EP2111822B1	Invention	Netherlands	2029-04-21
(3)	Intraocular lens with a toric optic	Teleon	ES2503729T3	Invention	Spain	2029-04-21

Copyrights

As of the Latest Practicable Date, our Group had registered the following copyrights which we consider to be or may be material to our business:

No.	Copyright	Owner	Registration Number	Place of Registration	Registration Date
1.	SMART-無接觸全激光	Mingwang Medical Ltd	國作登字 -2017-F-00397871	PRC	2017-08-08

APPENDIX IV	STATUTORY AND GENERAL INFORMATION
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Domain name

As of the Latest Practicable Date, our Group had registered the following domain names which we consider to be or may be material to our business:

<u>No.</u>	<u>Domain name</u>	<u>Owner</u>	<u>Place of registration</u>	<u>Expiry date</u>
1.	gaush.com	Global Vision	PRC	2030-07-26
2.	gvchina.com	Global Vision	PRC	2023-06-30
3.	gaush.cn	Global Vision	PRC	2025-12-18
4.	gvchina.cn	Global Vision	PRC	2027-06-26
5.	gaushmedical.com	Global Vision	PRC	2026-06-08
6.	gaushmeditech.com	Global Vision	PRC	2027-01-31
7.	rmdtech.com.cn	Gaush Raymond	PRC	2022-04-04
8.	roland-consult.com	Roland Consult Stasche & Finger GmbH	STRATO (Registrar)	–
9.	roland-consult.de	Roland Consult Stasche & Finger GmbH	STRATO (Registrar)	–
10.	roland-instruments.com	Roland Consult Stasche & Finger GmbH	STRATO (Registrar)	–
11.	rcapi.de	Roland Consult Stasche & Finger GmbH	STRATO (Registrar)	–
12.	roland-consult-support.de	Roland Consult Stasche & Finger GmbH	STRATO (Registrar)	–
13.	roland-consult-support.com	Roland Consult Stasche & Finger GmbH	STRATO (Registrar)	–
14.	teleon-surgical.com	Teleon	Neatherlands	–

Save as disclosed, as of the Latest Practicable Date, there were no other trademarks, patents or other intellectual property rights which we consider to be material in relation to our business.

C. FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

1. Particulars of Directors’ service contracts and appointment letters

(a) Executive Directors and non-executive Directors

Each of our executive Directors and non-executive Directors [has entered into] a service contract with our Company. Each service contract is for an initial term of three years commencing from the [REDACTED]. The service contracts may be renewed in accordance with the Articles of Association and the applicable laws, rules and regulations.

(b) Independent non-executive Directors

Each of the independent non-executive Directors [has entered into] an appointment letter with our Company. Each letter of appointment is for an initial term of three years commencing from the [REDACTED]. The letters of appointment may be renewed in accordance with the Articles of Association and the applicable laws, rules and regulations.

2. Remuneration of Directors

- (a) Remuneration of approximately RMB4.7 million, RMB4.6 million and RMB4.5 million, respectively, were paid and granted by our Group to our Directors in respect of the years ended December 31, 2019, 2020 and 2021.
- (b) Under the arrangements currently in force, our Directors will be entitled to receive remuneration which, for the year ending December 31, 2022, is expected to be RMB4.8 million.
- (c) None of our Directors has or is proposed to have a service contract with the Company other than contracts expiring or determinable by the employer within one year without the payment of compensation (other than statutory compensation).

For details of the Directors’ remuneration, see “Directors and Senior Management — Remuneration of Directors and Senior Management.”

APPENDIX IV STATUTORY AND GENERAL INFORMATION

3. Disclosure of interests

(a) Disclosure of interest of directors and chief executive

Immediately following completion of the [REDACTED] (assuming the [REDACTED] is not exercised), the interests and/or short positions (as applicable) of our Directors and chief executives in the shares, underlying shares and debentures of our Company and its associated corporations, within the meaning of Part XV of the SFO, which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and/or short positions (as applicable) which he/she is taken or deemed to have under such provisions of the SFO), or which will be required, pursuant to section 352 of the SFO, to be recorded in the register referred to therein, or which will be required to be notified to our Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules, will be as follows:

<u>Name</u>	<u>Nature of interest</u>	<u>Number of Shares immediately after the [REDACTED]</u>	<u>Approximate percentage of interest in our Company immediately after the [REDACTED]</u>
Gao Tieta ⁽¹⁾	Interest in a controlled corporation	[REDACTED]	[REDACTED]%
Zhang Jianjun ⁽²⁾⁽⁴⁾	Interest in controlled corporations	[REDACTED]	[REDACTED]%
Zhao Xinli ⁽³⁾	Interest in a controlled corporation	[REDACTED]	[REDACTED]%
Liu Xinwei ⁽⁴⁾	Interest in a controlled corporation	[REDACTED]	[REDACTED]%

Notes:

- (1) Gao Tieta wholly owns GT HoldCo, and therefore he is deemed to be interested in the Shares directly held by GT HoldCo.
- (2) Zhang Jianjun holds 74.42% equity interest in GMC IV, and therefore he is deemed to be interested in the Shares directly held by GMC IV.
- (3) Zhao Xinli holds 33.33% equity interest in GMC V, and therefore he is deemed to be interested in the Shares directly held by GMC V.
- (4) GMC Teleon is held by Hima Holding Ltd and Huyang Group Ltd as to 62.22% and 33.33%, respectively. Hima Holding Ltd is wholly owned by Liu Xinwei and Huyang Group Ltd is wholly owned by Zhang Jianjun. Therefore, both Liu Xinwei and Zhang Jianjun are deemed to be interested in the Shares directly held by GMC Teleon.

APPENDIX IV STATUTORY AND GENERAL INFORMATION

(b) Disclosure of interest of substantial shareholders

(i) Interests in the Company

For details on persons who will have an interest or a short position in our Shares or underlying shares of our Company immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised) which would be required to be disclosed to our Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or will, directly or indirectly, be interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of our Company, see “Substantial Shareholders.”

(ii) Interests in members of the Group

<u>Our Subsidiaries</u>	<u>Name of persons with 10% or more equity interest</u>	<u>Number of shares/ Attributable registered capital</u>	<u>Approximate percentage of shareholding</u>
Roland Consult Stache & Finger GmbH	Oskar Jakob Stasche	2,561	10%
Roland Consult Stache & Finger GmbH	Simon Finger	2,561	10%
Gaush Consumables	YUAN Shengyuan	RMB2,000,000	40%
Gaush Medica	JIN Nihai	RMB2,916,667	28%
Gaush Medica	JIN Chengpeng	RMB2,083,333	20%
Gaush Diopsys	Diopsys International LLC	RMB4,000,000	40%
Gaush Clear Suzhou	Tianjin Taihang Corporate Management Consultancy L.P.	RMB10,000,000	20%

Save as disclosed, as of the Latest Practicable Date, our Directors were not aware of any persons (other than our Company and Directors and chief executives of our Company) who would, immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised), be interested, directly or indirectly, in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of our Group or had option in respect of such capital.

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

4. Disclaimers

Save as disclosed in this document:

- (a) there are no existing or proposed service contracts (excluding contracts expiring or determinable by the employer within one year without payment of compensation (other than statutory compensation)) between our Directors and any member of our Group;
- (b) none of our Directors or the experts named in the paragraph headed "F. Other Information — 5. Consents and Qualification of Experts" in this Appendix has any direct or indirect interest in the promotion of, or in any assets which have been, within the two years immediately preceding the date of this document, acquired or disposed of by or leased to any member of our Group, or are proposed to be acquired or disposed of by or leased to any member of our Group;
- (c) save in connection with the [REDACTED], no commissions, discounts, brokerages or other special terms have been granted in connection with the issue or sale of any Shares in or debentures of our Company within the two years ended on the date of this document;
- (d) none of our Directors is materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to the business of our Group as a whole;
- (e) so far as is known to any Director or chief executive of our Company, no other person (other than a Director or chief executive of our Company) will, immediately following completion of the [REDACTED], have interests or short positions in the Shares and underlying Shares which would fall to be disclosed to our Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or (not being a member of our Group), be interested, directly or indirectly, in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of our Group;
- (f) save as disclosed in "Directors and Senior Management," none of our Directors or chief executive of our Company has any interests or short positions in the Shares, underlying Shares or debentures of our Company or its associated corporations (within the meaning of Part XV of the SFO) which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he is taken or deemed to have under such provisions of the SFO) or which will be required, pursuant to section 352 of the SFO, to be entered into the register referred to therein, or will be required, pursuant to the Model Code for Securities Transaction by Directors of Listed Issuers, to be notified to our Company and the Stock Exchange once the Shares are [REDACTED] thereon;

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

- (g) save in connection with the [REDACTED], none of the experts listed in the paragraph headed “G. Other Information — 6. Consents of Experts” in this Appendix: (i) is interested legally or beneficially in any of our Shares or any shares in any of our subsidiaries; or (ii) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group; and
- (h) so far as is known to our Directors, none of our Directors or their respective close associates or Shareholders (who to the knowledge of our Directors owns more than 5% of the number of our issued shares) has any interest in our five largest suppliers or our five largest customers.

D. OTHER INFORMATION

1. Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to fall on our Company or any of our subsidiaries.

2. Litigation

Save as disclosed in this document, as of the Latest Practicable Date, our Group was not involved in any material litigation, arbitration or administrative proceedings. So far as we are aware, no such litigation, arbitration or administrative proceedings are pending or threatened.

3. Joint Sponsors

The Joint Sponsors have made an application on our behalf to the Listing Committee for the [REDACTED] of, and permission to deal in, the Shares in issue, the Shares to be issued pursuant to the [REDACTED] (including any Shares which may fall to be issued pursuant to the exercise of the [REDACTED]).

Each of the Joint Sponsors satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules. The Joint Sponsors will receive an aggregate fee of US\$1,000,000 for acting as the sponsors for the [REDACTED].

4. Compliance Adviser

Our Company have appointed Haitong International Capital Limited as its compliance adviser in compliance with Rule 3A.19 of the Listing Rules.

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

5. Consents and Qualification of Experts

The following experts have each given and have not withdrawn their respective written consents to the issue of this document with copies of their reports, letters, opinions or summaries of opinions (as the case may be) and the references to their names included herein in the form and context in which they are respectively included.

The qualifications of the experts are as follows:

Name	Qualification
Morgan Stanley Asia Limited	Licensed to conduct Type 1 (dealing in securities), Type 4 (advising on securities), Type 5 (advising on futures contracts), Type 6 (advising on corporate finance), and Type 9 (asset management) regulated activities under the SFO
Haitong International Capital Limited	Licensed corporation under the SFO permitted to conduct Type 6 (advising on corporate finance) regulated activities as defined under the SFO
Ernst & Young	Certified Public Accountants and Registered Public Interest Entity Auditor
Commerce & Finance Law Offices	PRC legal adviser to our Company
Harney Westwood & Riegels	Cayman Islands attorneys-at-law
Frost & Sullivan (Beijing), Inc., Shanghai Branch Co.	Independent industry consultant
Protiviti Shanghai Co., Ltd.	Internal control consultant

As of the Latest Practicable Date, none of the experts named above had any shareholding interest in our Company or any of our subsidiaries or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

6. Binding Effect

This document shall have the effect, if an application is made in pursuance hereof, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of sections 44A and 44B of the Companies Ordinance so far as applicable.

7. Bilingual Document

The English language and Chinese language versions of this document are being published separately in reliance upon the exemption provided by section 4 of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

8. Preliminary Expenses

As of Latest Practicable Date, our Company has not incurred any material preliminary expenses.

9. No Material Adverse Change

The Directors confirm that there has been no material adverse change in our financial or trading position since December 31, 2021 (being the date to which our latest audited consolidated financial statements were made up).

10. Other Disclaimers

- (a) Save as disclosed in this document, within the two years immediately preceding the date of this document:
 - (i) no share or loan capital or debenture of our Company or any of our subsidiaries has been issued or agreed to be issued or is proposed to be issued for cash or as fully or partly paid other than in cash or otherwise;
 - (ii) no share or loan capital of our Company or any of our subsidiaries is under option or is agreed conditionally or unconditionally to be put under option; and
 - (iii) no commissions, discounts, brokerages or other special terms have been granted or agreed to be granted in connection with the issue or sale of any share or loan capital of our Company or any of our subsidiaries.

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

- (b) Save as disclosed in this document:
 - (i) there are no founder, management or deferred shares nor any debentures in our Company or any of our subsidiaries;
 - (ii) no share or loan capital or debenture of our Company or any of our subsidiaries is under option or is agreed conditionally or unconditionally to be put under option; and
 - (iii) no commissions, discounts, brokerages or other special terms have been granted in connection with the issue or sale of any share or loan capital of our Company or any of its subsidiaries by our Company for subscribing or agreeing to subscribe, or procuring or agreeing to procure subscriptions, for any shares in or debentures of our Company or any of our subsidiaries.
- (c) Save as disclosed in the paragraph headed "B. Further Information About Our Business — 1. Summary of Material Contracts" in this section, none of our Directors or proposed Directors or experts (as named in this document), have any interest, direct or indirect, in any assets which have been, within the two years immediately preceding the date of this document, acquired or disposed of by or leased to, any member of our Group, or are proposed to be acquired or disposed of by or leased to any member of our Group.
- (d) We do not have any promoters. No cash, securities or other benefit has been paid, allotted or given nor are any proposed to be paid, allotted or given to any promoters in connection with the [REDACTED] and the related transactions described in this document within the two years immediately preceding the date of this document.
- (e) There is no restriction affecting the remittance of profits or repatriation of capital of our Company into Hong Kong from outside Hong Kong.