

## DIRECTORS AND SENIOR MANAGEMENT

### OUR BOARD

Our Board consists of six Directors, comprising two executive Directors, one non-executive Director and three independent non-executive Directors. Our Directors are appointed for a term of three years and are eligible for re-election. Our Board is responsible for and has general power for the management and conduct of our business.

### Directors

The following table sets out certain information in respect of our Directors:

Name	Age	Position	Date of joining our Group	Date of appointment as a Director	Roles and responsibilities	Relationship with other Director(s), and/or senior management
Mr. Meng Xianzhen (孟憲震)	53	Chairman, chief executive officer and executive Director	November 2015	11 December 2020	Overall business and strategic planning, operations and management of our Group	Father of Ms. Meng Cathy
Mr. Guo Zhenyu (郭振宇)	44	Executive Director and chief sales officer	November 2015	17 September 2021	Overseeing the sales and marketing management of our Group	Nil
Ms. Meng Cathy (former name: Meng Qingyang (孟慶揚))	23	Non-executive Director	September 2021	17 September 2021	Providing advice on the overall development of our Group	Daughter of Mr. Meng
Dr. Zhao Bin (趙斌)	66	Independent non-executive Director	[●]	[●]	Supervising and providing independent advice to our Board	Nil
Dr. Chang Shiwang (常世旺)	44	Independent non-executive Director	[●]	[●]	Supervising and providing independent advice to our Board	Nil
Dr. Wong Man Hin Raymond (黃文顯)	56	Independent non-executive Director	[●]	[●]	Supervising and providing independent advice to our Board	Nil

## DIRECTORS AND SENIOR MANAGEMENT

### *Executive Directors*

**Mr. Meng Xianzhen (孟憲震) (“Mr. Meng”)**, aged 53, is the founder of our Group and the Chairman, the chief executive officer and an executive Director of our Company. Mr. Meng was appointed as a Director on 11 December 2020 and was re-designated as an executive Director on 17 September 2021. Mr. Meng is primarily responsible for the overall business and strategic planning, operations and management of our Group. Mr. Meng is currently a director of all subsidiaries of our Group. Mr. Meng is the father of Ms. Meng Cathy.

Mr. Meng has around 30 years of experience in sales and corporate management in the medical device industry. From August 1991 to July 1995, Mr. Meng served as the business clerk and sales manager of Shandong Sanlian Electronic Co., Ltd.\* (山東三聯電子有限公司) (currently known as Shandong Sanlian Electronic Group Limited\* (山東三聯電子集團公司)). From August 1995 to August 2000, he served as the manager and legal representative of the Jinan Distribution Office of Beijing Xicheng Yaohong Pharmaceutical Company\* (北京西城耀紅醫藥公司濟南經銷處), a company engaged in the sales of medical equipment and health supplements products. From June 1999 to April 2006, he was the general manager, executive director and legal representative of Jinan Summer Pharmaceutical Equipment Co., Ltd.\* (濟南夏日藥械有限公司) (“**Jinan Summer Pharmaceutical**”), a company engaged in the sales of pharmaceutical equipment and medical device products, primarily responsible for sales and operation management. From August 2004 to August 2006, Mr. Meng served as the executive director, general manager and the legal representative of Jinan Summer Trading Co., Ltd.\* (濟南夏日商貿有限公司) (“**Jinan Summer Trading**”), a company engaged in the sales of pharmaceutical equipment and medical device products, primarily responsible for sales and operation management. Mr. Meng was re-appointed as the executive director of Jinan Summer Trading in April 2007 and he served this position until June 2007. From November 2012 to February 2017, he served as the executive director of Jinan Chaotuo Trading Co., Ltd.\* (濟南超拓商貿有限公司) (“**Jinan Chaotuo**”), a company primarily engaged in the sales of medical magnetic resonance equipment, primarily responsible for the overall management of Jinan Chaotuo.

Mr. Meng founded Shanghai Guanze in November 2015 and has been serving as its executive director and legal representative from November 2015 to November 2017 and since June 2019, primarily responsible for the overall business and strategic planning, operations and management of Shanghai Guanze. Since November 2015 and August 2018, he has also been serving as the chief executive officer of each of Shanghai Guanze and Jinan Guanze, respectively, and is primarily responsible for the overall management of Shanghai Guanze and Jinan Guanze.

Mr. Meng obtained a bachelor’s degree in engineering, majoring in scientific instrument engineering, from Xiamen University (廈門大學) in July 1991. He further obtained a master’s degree in economics, majoring in industrial economics from Shandong University (山東大學) in June 2006.

## DIRECTORS AND SENIOR MANAGEMENT

Mr. Meng was a director, supervisor and/or manager (as applicable) in the following companies at the time of or within one year prior to its dissolution:

Name of company	Place of incorporation	Nature of business	Date of dissolution	Means of dissolution/Status	Reason for dissolution	Position held before dissolution or within 12 months prior to dissolution	Percentage of shareholding in the company
Jinan Distribution Office of Beijing Xicheng Yaohong Pharmaceutical Company* (“Xicheng Yaohong”) (北京西城權紅醫藥公司濟南經銷處)	PRC	Sales of medical equipment	21 August 2000	Business licence revoked	Xicheng Yaohong had ceased operation and did not undergo annual inspection within the prescribed deadline	Legal representative	Nil
Jinan Summer Pharmaceutical Equipment Co., Ltd.* (濟南夏日藥械有限公司)	PRC	Sales of pharmaceutical equipment and medical device products	4 April 2006	Deregistered	Cessation of business	Director, general manager and legal representative	Nil
Jinan Disen Medical Equipment Co., Ltd.* (濟南迪森醫療設備有限公司)	PRC	No operation	25 September 2006	Deregistered	No business operation since incorporation	Director, general manager and legal representative	60%
Jinan Summer Trading Co., Ltd.* (濟南夏日商貿有限公司)	PRC	Sales of pharmaceutical equipment and medical device products	20 June 2007	Deregistered	Cessation of business	Director, general manager and legal representative	100%
Jinan Geete Trading Co., Ltd.* (濟南格特商貿有限公司)	PRC	No operation	29 March 2010	Deregistered	No business operation since incorporation	Director, general manager and legal representative	100%
Jinan Green Yuanda Medical Equipment Co., Ltd.* (濟南格林遠大醫療設備有限公司)	PRC	Sales of medical equipment and medical consumables	9 February 2017	Deregistered	Cessation of business	Supervisor	70%
Jinan Chaotuo Trading Co., Ltd.* (濟南超拓商貿有限公司)	PRC	Sales of medical equipment	20 February 2017	Deregistered	Cessation of business	Director	90%
Guanze Medical Equipment (Shanghai) Co., Ltd.* (冠澤醫療器材(上海)有限公司) (“Guanze Medical”)	PRC	Sales of medical consumables	12 August 2020	Deregistered	Cessation of business	Director and legal representative	Nil <sup>(Note 3)</sup>
Jinan Chaotuo Qingheng Trading Co., Ltd.* <sup>(Note 1)</sup> (濟南超拓青恆商貿有限公司)	PRC	No operation	18 August 2020	Deregistered	No business operation since incorporation	Supervisor	80% <sup>(Note 1)</sup>
Chaotuo (Hong Kong) International Trading Limited (超拓(香港)國際貿易有限公司)	Hong Kong	Sales of medical equipment	2 February 2018	Deregistered <sup>(Note 2)</sup>	Cessation of business	Director	100%
Guanze International Trading (Hong Kong) Limited	Hong Kong	Sales of medical equipment and provision of consulting service	28 January 2022	Deregistered <sup>(Note 2)</sup>	Cessation of business	Director	100%

## DIRECTORS AND SENIOR MANAGEMENT

*Notes:*

1. Prior to the deregistration of Jinan Chaotuo Qingheng Trading Co., Ltd. (“**Chaotuo Qingheng**”), Mr. Meng was the supervisor of Chaotuo Qingheng and his equity interest in it was held on behalf of his family member.
2. The company was deregistered pursuant to an application under section 750 of the Companies Ordinance. Under section 750 of the Companies Ordinance, an application for deregistration can only be made if: (a) all members of the company agree to such deregistration; (b) the company has not commenced operation or business, or has not been in operation or carried on business during the three months immediately before the application; (c) such company has no outstanding liabilities; (d) such company is not a party to any legal proceedings; (e) such company’s asset do not consist of any immovable property situated in Hong Kong; and (f) if such company is a holding company, none of its subsidiary’s assets consist of any immovable property situated in Hong Kong.
3. Guanze Medical was a wholly-owned subsidiary of Guanze International Trading (Hong Kong) Limited, which was in turn wholly-owned by Mr. Meng.

The revocation of business licence of Jinan Distribution Office of Beijing Xicheng Yaohong Pharmaceutical Company\* (北京西城耀紅醫藥公司濟南經銷處) was due to a failure to conduct annual inspection as required under the relevant PRC laws and regulations. Mr. Meng confirmed that, to the best of his information and belief after making reasonable enquiries, (i) each of the above companies had not been and was not involved in any material legal proceedings since the date of its incorporation until the date of its dissolution; (ii) each of the above companies was solvent and had ceased operations at the time of its dissolution; (iii) the dissolution of the above companies had not resulted in any liability or obligation being imposed against him; and (iv) there was no wrongful act, misconduct or misfeasance on his part leading to the dissolution of the above companies and he is not aware of any actual or potential claim which has been or will be made against him as a result of the above dissolution.

**Mr. Guo Zhenyu (郭振宇) (“Mr. Guo”)**, aged 44, was appointed as a Director on 17 September 2021 and was re-designated as an executive Director on the same date. He is the chief sales officer of our Company and is primarily responsible for overseeing the sales and marketing management of our Group.

Mr. Guo has around 21 years of experience in sales and management in the medical device industry. From June 2000 to August 2004, Mr. Guo served as a sales staff of Jinan Summer Pharmaceutical, responsible for sales related work. From August 2004 to April 2007, he served as a sales staff of Jinan Summer Trading, responsible for carrying out sales work according to the company’s sales tasks, integrating internal and external market resources and improving customer satisfaction. From April 2007 to November 2015, Mr. Guo served as the sales manager of Jinan Chaotuo, responsible for the formulation and execution of regional sales plans, market development, sales information management and sales team building. Mr. Guo joined Shanghai Guanze as the chief sales officer in November 2015, responsible for the overall management of sales department and the supervision of the works of sales specialists.

Mr. Guo obtained a bachelor’s degree in management, majoring in economics management, from North China Institute of Traffic Engineering (華北交通工程學院) in July 2005. He obtained the certificate of Shandong Province Computer Application Ability Assessment (Intermediate Level) from the Computer Application Ability Assessment Office of Shandong Province\* (山東省計算機應用能力考核辦公室) in December 2002.

## DIRECTORS AND SENIOR MANAGEMENT

### *Non-executive Director*

**Ms. Meng Cathy** (“**Ms. Meng**”) (former name: Meng Qingyang (孟慶楊)), aged 23, was appointed as a Director on 17 September 2021 and was re-designated as a non-executive Director on the same date. Ms. Meng is primarily responsible for providing advice on the overall development of our Group. Ms. Meng is the daughter of Mr. Meng.

Ms. Meng obtained a bachelor’s degree in science, majoring in bioengineering, from the University of California, Berkeley, in the United States in May 2020. Since September 2020, Ms. Meng has been serving as the associate consultant of the San Francisco office of Bain & Company, Inc., a company engaging mainly in management consultancy, and is primarily responsible for customer communication, project implementation and researching on innovative solutions.

### *Independent non-executive Directors*

**Dr. Zhao Bin** (趙斌) (“**Dr. Zhao**”), aged 66, was appointed as an independent non-executive Director on [●] 2022. Dr. Zhao is primarily responsible for supervising and providing independent advice to our Board. He is also a member of the audit committee, the remuneration committee and the nomination committee of our Company.

Dr. Zhao served various positions at the following institutes prior to his retirement in June 2016:

<u>Institute</u>	<u>Roles</u>	<u>Period</u>
Shandong Medical Imaging Research Institute (山東省醫學影像學研究所)	The Resident Physician, the Attending Physician, the Deputy Chief Physician and subsequently the Chief Physician, the Deputy Chief and subsequently the Chief of Magnetic Resonance Diagnostic Research Office (磁共振診斷研究室), the Deputy Head and subsequently the Head of the Institute and the Deputy Dean and Member of the Party Committee of Provincial Hospital	From December 1982 to June 2016
University of California, Los Angeles	Visiting fellow in the Department of Radiology	From March 1988 to August 1988
Harvard University	Research Associate in Radiology	From October 1988 to June 1989
Shandong Medical University* (山東醫科大學) (currently known as Shandong University)	Part-time Professor	From June 1998 to June 2001
Shandong University	Professor	From January 2005 to January 2008

## DIRECTORS AND SENIOR MANAGEMENT

Dr. Zhao obtained a bachelor's degree in medicine, majoring in traditional Chinese medicine, from Shandong University of Traditional Chinese Medicine (山東中醫藥大學) (formerly known as College of Traditional Chinese Medicine of Shandong\* (山東中醫學院)) in December 1982. He further obtained a doctoral degree in medicine, majoring in medical imaging and nuclear medicine, from Shandong University in December 2004. Dr. Zhao completed the MR&II training program provided by the University of California, Los Angeles, in September 1988.

Dr. Zhao obtained various qualifications in the PRC, including (i) the practising physician qualification certificate issued by the Ministry of Health of the PRC in May 1999; (ii) the qualification certificates of doctors of large-scale medical equipment (CDFI) and doctors of large-scale medical equipment (MRI), both issued by the Vocational Skills Appraisal and Guidance Centre of the Ministry of Health\* (衛生部職業技能鑒定指導中心) in June 2006; and (iii) the independent director qualification certificate issued by Shanghai Stock Exchange in September 2016.

Dr. Zhao received various awards and recognitions in the PRC, including the following:

<u>Awarding organisation</u>	<u>Award/Accreditation</u>	<u>Year of award</u>
The Health Department of Shandong Province (山東省衛生廳) and Shandong Human Resources Department (山東省人事廳)	Provincial Excellent Health Care Expert (全省優秀保健專家)	February 2003
China International Exchange and Promotion Association for Medical and Healthcare (中國醫療保健國際交流促進會) and Middle-aged and Elderly Health Care Professional Committee* (中老年保健專業委員會)	Republic's Medical Achievement Award (共和國醫學成就獎)	September 2009
The Health Department of Shandong Province (山東省衛生廳)	Shandong Physician Award (山東醫師獎)	December 2009
The People's Government of Shandong Province (山東省人民政府)	2010 Young and Middle-aged Expert with Outstanding Contributions in Shandong Province (2010年度山東省有突出貢獻的中青年專家)	May 2011
Shandong Association for Science and Technology (山東省科學技術協會), the Health Department of Shandong Province (山東省衛生廳) and Dazhong Press Group* (大眾報業集團)	Outstanding Physicians of Shandong Province (首屆山東省傑出醫師)	November 2011

## DIRECTORS AND SENIOR MANAGEMENT

<u>Awarding organisation</u>	<u>Award/Accreditation</u>	<u>Year of award</u>
The Health Department of Shandong Province (山東省衛生廳)	Provincial Health Science and Technology Innovation Talent (全省衛生科技創新人才)	April 2012
China Association for Science and Technology (中國科學技術協會)	National Outstanding Science Worker (全國優秀科技工作者)	December 2012
Chinese Society of Radiology (中華醫學會放射學分會)	2017 Golden Eye Award (2017年度中華放射學會金睛獎)	October 2017

**Dr. Chang Shiwang** (常世旺) (“**Dr. Chang**”), aged 44, was appointed as an independent non-executive Director of our Company on [●] 2022. Dr. Chang is primarily responsible for supervising and providing independent advice to our Board. He is also the chairman of the remuneration committee of our Company and a member of both the audit committee and the nomination committee of our Company.

Dr. Chang has been working at the school of economics of Shandong University since July 2007, with his current position as an associate professor since December 2009. He also served as the academic member of the 7th Taxation Academic Research Committee of China Taxation Society\* (第七屆中國稅務學會稅收學術研究委員會) from October 2014 to October 2018, and the distinguished researcher of Shandong Institute of Financial Reform and Development\* (山東財政改革發展研究院) and the Department of Finance of Shandong Province since July 2015.

Dr. Chang obtained a bachelor’s degree in economics and a doctoral degree in economics from Shandong University in July 2001 and June 2007, respectively. He also obtained the teaching qualification of higher education from the Department of Education of Shandong Province in June 2008.

**Dr. Wong Man Hin Raymond** (黃文顯) (“**Dr. Wong**”), aged 56, was appointed as an independent non-executive Director of our Company on [●] 2022. Dr. Wong is primarily responsible for supervising and providing independent advice to our Board. He is also the chairman of the audit committee of our Company. Dr. Wong has the appropriate professional qualifications and related financial management expertise for the purpose of Rule 3.10(2) of the Listing Rules.



## DIRECTORS AND SENIOR MANAGEMENT

Dr. Wong has been serving various positions at the following companies listed on the Stock Exchange:

Company	Stock Code	Current Role(s)	Period
Raymond Industrial Limited	229	Executive director and deputy chairman	Since April 2002
Nan Nan Resources Enterprise Limited	1229	Independent non-executive director	Since March 2008
Modern Healthcare Technology Holdings Limited (formerly known as Modern Beauty Salon Holdings Limited)	919	Independent non-executive director	Since December 2009
Tak Lee Machinery Holdings Limited	2102	Independent non-executive director	Since June 2017

Dr. Wong had served as an independent non-executive director of Zhejiang United Investment Holdings Group Limited (a company listed on GEM of the Hong Kong Stock Exchange with a stock code of 8366) from July 2017 to March 2021.

From August 1988 to August 1990, Dr. Wong served as an engineer of Raymond Industrial Limited, a company principally engaged in the manufacture and sale of electrical home appliances, primarily responsible for product design and technical support of production. He served as the manager of production department from August 1990 to April 1993, primarily responsible for the expansion of a factory in Guangzhou and management of production. From October 1995 to November 1997, he served as a financial analyst at Hawaiian Natural Water Company, Inc., whose shares were formerly listed on the Nasdaq stock market (ticker symbol: HNWC), primarily responsible for carrying out due diligence work in preparation for the listing of its shares on the Nasdaq stock market. From November 1997 to February 2002, he served as a vice president of the finance and information department of Raymond Marketing Corporation of North America, a former subsidiary of Raymond Industrial Ltd. prior to its dissolution, primarily responsible for the management of financial data. From November 1997 to February 2002, he served as a partner of Silverstream Group L.L.C., a company principally engaged in the provision of management and sales representation services.

Dr. Wong obtained a bachelor of science degree in chemical engineering and a bachelor of arts degree in economics from Lehigh University, United States, both in October 1988. He further obtained a master of arts degree in economics from University of Hawaii, United States, in December 1994 and a doctor of business administration degree from the Hong Kong Polytechnic University in September 2018. Dr. Wong has been admitted as a Certified Management Accountant and a Certified Public Accountants of the States of Washington since September 1998 and May 1999, respectively. Dr. Wong was also awarded a certificate in financial management by the Institute of Certified Management Accountants of the Institute of Management Accountants in April 1999.



## DIRECTORS AND SENIOR MANAGEMENT

Dr. Wong was a director of the following companies established in the PRC at the time of or within one year prior to its dissolution:

<u>Name of company</u>	<u>Place of incorporation</u>	<u>Principal business activity prior to cessation of business</u>	<u>Date of dissolution</u>	<u>Means of dissolution</u>	<u>Reason for dissolution</u>
Guangzhou Minkai Household Electric Appliance Co., Ltd* (廣州市民凱家用電器有限公司)	PRC	Production of household electric appliances	17 September 2015	Deregistered	Cessation of business
Guangzhou Minyue Electrical Products Co., Ltd.* (廣州市民悅電器製品有限公司)	PRC	Production and sales of household appliances and related accessories	23 July 2021	Deregistered	Cessation of business

Dr. Wong confirmed that, to the best of his information and belief after making reasonable enquiries, (i) the above company had not been and was not involved in any material legal proceedings since the date of its incorporation until the date of its dissolution; (ii) the above company was solvent and had ceased operations at the time of its dissolution; (iii) the dissolution of the above company had not resulted in any liability or obligation being imposed against him; and (iv) there was no wrongful act, misconduct or misfeasance on his part leading to the dissolution of the above company and he is not aware of any actual or potential claim which has been or will be made against him as a result of the above dissolution.

Save as disclosed in this document, each of our Directors: (i) did not hold any other positions in our Company or other members of our Group as at the Latest Practicable Date; (ii) had no other relationship with any Directors, senior management or substantial or Controlling Shareholders as at the Latest Practicable Date; (iii) did not hold any other directorships in any public companies in Hong Kong and overseas in the three years immediately preceding the date of this document; and (iv) is not interested in any business apart from our Company’s business, which competes or is likely to compete, either directly or indirectly, with our Company’s business, which would require disclosure under Rule 8.10 of the Listing Rules.

As at the Latest Practicable Date, save as disclosed in the section headed “Statutory and General Information — C. Further Information about our Directors and Shareholders — 1. Interests and short positions of Directors in the share capital of our Company” in Appendix IV to this document, each of our Directors did not have any interest in our Shares within the meaning of Part XV of the SFO.

Save as disclosed in this document, to the best of the knowledge, information and belief of our Directors, having made all reasonable enquiries, there is no additional information relating to our Directors that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there is no other matter with respect to their appointments as Directors that needs to be brought to the attention of our Shareholders as at the Latest Practicable Date.

## DIRECTORS AND SENIOR MANAGEMENT

### SENIOR MANAGEMENT

Our senior management is responsible for the day-to-day management of our business. The table below sets out the composition of the senior management of our Company:

Name	Age	Position	Date of joining our Group	Date of appointment as senior management of our Group	Roles and responsibilities	Relationship with other Director(s), and/or senior management
Mr. Meng Xianzhen (孟憲震)	53	Chairman, chief executive officer and executive Director	November 2015	November 2015	Overall business and strategic planning, operations and management of our Group	Father of Ms. Meng Cathy
Mr. Guo Zhenyu (郭振宇)	44	Executive Director and chief sales officer	November 2015	November 2015	Overseeing the sales and marketing management of our Group	Nil
Mr. Wang Fei (王飛)	30	Chief technical officer	November 2015	November 2015	Overseeing the technical management of our Group	Nil
Mr. Lu Tao (魯濤)	35	Chief financial officer	May 2021	May 2021	Overseeing the financial management of our Group	Nil
Ms. Lun Yanying (倫彥英)	45	Business manager	September 2016	March 2021	Overseeing the business management of our Group	Nil

**Mr. Meng Xianzhen (孟憲震)**, aged 53, is the Chairman, the chief executive officer and an executive Director of our Company, primarily responsible for the overall business and strategic planning, operations and management of our Group. For further biographic details of Mr. Meng, please refer to “Directors — Executive Directors” in this section.

**Mr. Guo Zhenyu (郭振宇)**, aged 44, is the executive Director and chief sales officer of our Company, primarily responsible for overseeing the sales and marketing management of our Group. For further biographic details of Mr. Guo, please refer to “Directors — Executive Directors” in this section.

## DIRECTORS AND SENIOR MANAGEMENT

**Mr. Wang Fei (王飛)** (“**Mr. Wang**”), aged 30, is the chief technical officer of our Company. Mr. Wang joined our Group in November 2015 and is primarily responsible for overseeing the technical management of our Group.

From December 2013 to November 2015, Mr. Wang served as the technical manager of Jinan Chaotuo, responsible for the software debugging, installation, research and development and after-sales services. He joined Shanghai Guanze as chief technical officer in November 2015, responsible for the construction and maintenance of the technology management system, technology and product development and innovation, and formulating and organising the implementation of technical system work goals and work plans.

Mr. Wang graduated from Shandong Institute of Commerce and Technology (山東商業職業技術學院), majoring in electrical automation technology, in June 2013.

**Mr. Lu Tao (魯濤)** (“**Mr. Lu**”), aged 35, is the chief financial officer of our Company. Mr. Lu joined our Group in May 2021 and is primarily responsible for overseeing the financial management of our Group.

From October 2009 to June 2015, Mr. Lu served as an audit manager of PricewaterhouseCoopers Zhong Tian LLP (普華永道中天會計師事務所(特殊普通合夥)). From June 2015 to September 2016, he served as a financial analysis manager of Shanghai Qijia Network Information Technology Co., Ltd.\* (上海齊家網信息科技股份有限公司), a company controlled by Qeeka Home (Cayman) Inc. (齊屹科技(開曼)有限公司) (a company listed on the Stock Exchange with stock code: 1739.HK) through contractual arrangements. From March 2019 to January 2021, he served as the chief financial reporting officer of Shanghai Zhongdan Information Technology Co., Ltd.\* (上海眾旦信息科技有限公司). Mr. Lu joined Shanghai Guanze in May 2021 and is currently serving as the chief financial officer, responsible for the overall management of financial and accounting operations.

Mr. Lu obtained a bachelor’s degree in business administration from the Shanghai University of Finance and Economics (上海財經大學) in July 2009. He obtained the Certificate for Passing all the Required Subjects of The National Uniform CPA Examination of the PRC, awarded by the Certified Public Accountant Examination Committee of the Ministry of Finance, PRC in January 2012. Mr. Lu also passed the AICPA Uniform CPA examination organised by the GUAM Board of Accountancy, Territory of Guam, in November 2018.

**Ms. Lun Yanying (倫彥英)** (“**Ms. Lun**”), aged 45, is the business manager of our Company. Ms. Lun joined our Group in September 2016 and is primarily responsible for overseeing the business management of our Group.

## DIRECTORS AND SENIOR MANAGEMENT

From March 2002 to November 2011, Ms. Lun worked at the finance department of Shanghai Mingwei Industry and Trade Co., Ltd.\* (上海明威工貿有限公司). From December 2011 to August 2016, Ms. Lun served as a financial staff of Jinan Chaotuo, primarily responsible for the processing and reconciliation of accounts. Ms. Lun joined Shanghai Guanze in September 2016 and served as the financial manager of Shanghai Guanze, responsible for the overall management of internal financial and accounting operations. Since March 2021, she was appointed as the business manager of our Group, and is primarily responsible for overseeing the business management of our Group.

Ms. Lun obtained a bachelor’s degree in economic administration from the Naval Command College\* (海軍指揮學院) in June 2010. She obtained the certificate of accounting profession issued by the Department of Finance of Pudong New District of Shanghai in February 2004.

Save as disclosed above, none of our senior management hold any directorship in any listed companies in the last three years.

### COMPANY SECRETARY

**Mr. Zhang Senquan** (張森泉) (“**Mr. Zhang**”), aged 45, was appointed as the company secretary of our Company on 17 September 2021. Mr. Zhang currently serves as the chief executive officer of Zhong Rui Capital (Hong Kong) Limited, a consultancy company and the audit principal of Nortex (HK) CPA Limited.

Mr. Zhang has been serving various positions at the following companies listed on the Stock Exchange:

<u>Company</u>	<u>Stock Code</u>	<u>Roles</u>	<u>Period</u>
Jiande International Holdings Limited (formerly known as First Mobile Group Holdings Limited)	0865	Independent non-executive director	Since October 2016
Natural Food International Holding Limited	1837	Independent non-executive director	Since November 2018
Sang Hing Holdings (International) Ltd.	1472	Independent non-executive director	Since January 2020
Strawbear Entertainment Group	2125	Independent non-executive director	Since December 2020
China General Education Group Limited	2175	Company secretary	Since October 2020

## DIRECTORS AND SENIOR MANAGEMENT

Mr. Zhang had served as an independent director of Topchoice Medical Investment Co., Inc. (a company listed on the Shanghai Stock Exchange with a stock code of 600763) from December 2014 to March 2017. He had also served as an independent director of Jiangsu Aidea Pharmaceutical Co., Ltd. (a company listed on Sci-Tech innovation board of Shanghai Stock Exchange with stock code: 688488) from May 2019 to March 2022. He had previously served various positions at the following companies listed on the Stock Exchange for the periods as indicated:

Company	Stock Code	Roles	Period
Goodbaby International Holdings Limited	1086	Head of the strategic development department	March 2013 to April 2014
Huazhong In-Vehicle Holdings Company Limited	6830	Chief financial officer and joint company secretary	May 2014 to July 2015
Casablanca Group Limited	2223	Independent non-executive director	April 2015 to April 2018
Southwest Securities International Securities Limited	812	Managing director	February 2016 to March 2020
Beijing Digital Telecom Co., Ltd.	6188	Independent non-executive director	From June 2018 to June 2021
Bonny International Holding Limited	1906	Independent non-executive director	March 2019 to June 2020

Mr. Zhang has over ten years of experience in accounting and auditing, and worked at Ernst & Young, KPMG Huazhen and Deloitte Touche Tohmatsu CPA Ltd., serving several positions from audit staff to assurance partner from October 1999 to October 2012.

Mr. Zhang obtained his bachelor’s degree in economics from Fudan University in Shanghai, the PRC in July 1999. Mr. Zhang has been a member of Hong Kong Institute of Certified Public Accountants since September 2011, China Institute of Certified Public Accountants since December 2001 and American Institute of Certified Public Accountants since September 2015.

### CORPORATE GOVERNANCE

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

Pursuant to C.2.1 of the Corporate Governance Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. Nonetheless, in view of Mr. Meng’s crucial role in our Group and its historical development and Mr. Meng’s extensive experience in the industry, we consider that it is beneficial to the business development of our Group that Mr. Meng acts as both our Chairman and chief executive officer after the [REDACTED]. We consider that this will provide a strong and consistent leadership to us and allow for more effective planning and management to our Group.

## DIRECTORS AND SENIOR MANAGEMENT

Save as disclosed above, our Directors consider that upon [REDACTED], our Company will comply with all applicable code provisions as set forth in the Corporate Governance Code.

### BOARD COMMITTEES

Our Company has established an audit committee, a remuneration committee and a nomination committee. Each committee operates in accordance with its terms of reference established by the Board.

#### Audit Committee

An audit committee was established by our Company pursuant to a resolution of the Board on [●] 2022 with written terms of reference in compliance with the Corporate Governance Code. The members of the audit committee are Dr. Wong Man Hin Raymond, Dr. Zhao Bin and Dr. Chang Shiwang. All of the members of the audit committee are independent non-executive Directors. Dr. Wong Man Hin Raymond is the chairman of the audit committee. The primary duties of the audit committee are to make recommendations to our Board on the appointment, re-appointment and removal of external auditors, review and approve our Group’s financial reporting process and internal control system, provide advice and comment to our Board on matters related to corporate governance and perform other duties and responsibilities as assigned by our Board.

#### Nomination Committee

A nomination committee was established by our Company pursuant to a resolution of the Board on [●] 2022 with written terms of reference in compliance with the Corporate Governance Code. The members of the nomination committee are Mr. Meng, Dr. Zhao Bin and Dr. Chang Shiwang. Mr. Meng is the chairman of the nomination committee. The primary duties of the nomination committee are to make recommendations to the Board on appointment of Directors and the management of the Board succession and review our board diversity policy.

#### Remuneration Committee

A remuneration committee was established by our Company pursuant to a resolution of the Board on [●] 2022 with written terms of reference in compliance with the Corporate Governance Code. The members of the remuneration committee are Dr. Chang Shiwang, Mr. Meng and Dr. Zhao Bin. Dr. Chang Shiwang is the chairman of the remuneration committee. The primary duties of the remuneration committee are to review and determine the terms of remuneration packages, bonuses and other compensation payable to Directors and senior management of our Group.

## DIRECTORS AND SENIOR MANAGEMENT

### BOARD DIVERSITY POLICY

In order to enhance the effectiveness of our Board and to maintain the high standard of corporate governance, we have adopted the board diversity policy (the “**Board Diversity Policy**”) which 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 various factors such as professional experience, skills, knowledge, gender, age, cultural and education background, ethnicity and length of service.

We believe our Board has a balanced matrix of gender, knowledge, expertise, experiences and skills covering areas relating to medical imaging solution services in the PRC, financial management, accounting, and corporate governance. Furthermore, our Board has a wide range of age, ranging from 23 years old to 65 years old. We are committed to promote gender diversity and have one female Director.

Our nomination committee will review the Board Diversity Policy from time to time to ensure its continued effectiveness. We will ensure that the members of our Board have the appropriate balance of skills, experience and diversity of perspectives that are required to support our Group’s business strategy. Our implementation of the Board Diversity Policy will be disclosed in our corporate governance report on an annual basis.

### REMUNERATION OF OUR DIRECTORS AND SENIOR MANAGEMENT

For the three years ended 31 December 2021 and the six months ended 30 June 2022, the total remuneration paid to our Directors (including the aggregate amount of fees, salaries, discretionary bonus, welfare contribution plans, other allowances and other benefits in kind) were RMB272,000, RMB198,000, RMB234,000 and RMB117,000, respectively.

For the three years ended 31 December 2021 and the six months ended 30 June 2022, the aggregate amount of fees, salaries, discretionary bonus, welfare contribution plans, other allowances and other benefits in kind received by the five highest-paid individuals (except Directors) were RMB598,000, RMB325,000, RMB388,000 and RMB252,000, respectively.

For the three years ended 31 December 2021 and the six months ended 30 June 2022, 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 Company, or as a service pay for compensation. For the three years ended 31 December 2021 and the six months ended 30 June 2022, no remuneration was paid by us to, or receivable by, our Directors, former Directors, or the five highest-paid individuals for the loss of any office in connection with the management of the affairs of any subsidiary of our Company. In addition, none of our Directors waived any remuneration for said period.

Save as disclosed above, no other payments have been paid, or are payable, by us or any of our subsidiaries to our Directors for the three years ended 31 December 2021 and the six months ended 30 June 2022.

Under the arrangement currently in force, we estimate the total remuneration (including the aggregate amount of fees, salaries, discretionary bonus, welfare contribution plans (including pensions), other allowances and other benefits in kind) payable to our Directors for the year ending 31 December 2022 will be approximately RMB309,000.



## DIRECTORS AND SENIOR MANAGEMENT

### MANAGEMENT PRESENCE

We have applied for, and the Stock Exchange [has granted], a waiver from strict compliance with the requirement under Rule 8.12 of the Listing Rules in relation to the requirement of management presence in Hong Kong. Please refer to “Waiver from Strict Compliance with the Listing Rules — Waiver in respect of Management Presence in Hong Kong” in this document for further details.

### COMPLIANCE ADVISER

We have appointed Southwest Securities (HK) Capital Limited as our compliance adviser pursuant to Rule 3A.19. Pursuant to Rule 3A.23 of the Listing Rules, the compliance adviser will advise us on the following circumstances:

- before the publication of any regulatory announcement, circular or financial report;
- where a transaction, which might be a notifiable or connected transaction within the meaning of the Listing Rules, is contemplated under the Listing Rules, including share issues and share repurchases;
- where we propose to use the [REDACTED] of the [REDACTED] in a manner different from that detailed in this document or where our business activities, developments or results deviate from any forecast, estimate or other information in this document; and
- where the Stock Exchange makes an inquiry of us regarding unusual movements in the price or [REDACTED] of our Shares or any other issues pursuant to Rule 13.10 of the Listing Rules.

The appointment shall commence from the [REDACTED] Date and shall end on the day on which the annual report regarding our financial performance for the first complete financial year after the [REDACTED] Date is distributed.