

DIRECTORS AND SENIOR MANAGEMENT

BOARD OF DIRECTORS

Our Board consists of eight Directors, comprising one executive Director, four non-executive Directors and three independent non-executive Directors:

Name	Age	Position	Roles and responsibilities	Date of joining our Group	Date of appointment as a Director
Ms. YANG Ling (楊凌)	43	Chairwoman and Non-executive Director	Providing professional opinion and judgment to the Board	September 27, 2018	October 12, 2018
Mr. GAO Song (高嵩)	50	Executive Director, Chief executive officer	Overall management of our Group	December 16, 2019	November 24, 2021
Mr. LIN Jixun (林繼迅)	58	Non-executive Director	Providing professional opinion and judgment to the Board	January 16, 2004	December 19, 2008
Ms. FENG Janine Junyuan (馮軍元)	53	Non-executive Director	Providing professional opinion and judgment to the Board	August 12, 2020	August 12, 2020
Ms. LIM Kooi June.....	45	Non-executive Director	Providing professional opinion and judgment to the Board	December 17, 2020	December 17, 2020
Mr. MI Brian Zihou (宓子厚) ...	56	Independent non-executive Director	Supervising and providing independent judgement to the Board	April 15, 2021	April 15, 2021
Mr. YEH Richard (葉霖)	54	Independent non-executive Director	Supervising and providing independent judgement to the Board	June 24, 2021	June 24, 2021
Mr. ZHANG Wei (張煒)	51	Independent non-executive Director	Supervising and providing independent judgement to the Board	[REDACTED]	[REDACTED]

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Executive Director

Mr. GAO Song (高嵩), aged 50, has served as our executive Director and chief executive officer since November 2021. Prior to his appointment to our Board, he served as our vice president of business operations from December 2019 to November 2021 and was responsible for (i) overall management of our sales force, marketing team and commercial operations; (ii) supervision of our technical support team for in-house hospital laboratory service lines; (iii) relationship management of CRO and biopharma customers; and (iv) supervision of our DTC business lines.

Prior to joining our Group, Mr. GAO served as a general manager of Shanghai Yaoshiquanyun Health Technology Development Co., Ltd. (上海鑰世圈雲健康科技發展有限公司) from July 2019 to December 2019. He also held various positions at GlaxoSmithKline (China) Investment Co., Ltd. (葛蘭素史克中國投資有限公司) from September 1997 to April 2019, a subsidiary of GlaxoSmithKline PLC (LSE: GSK; NYSE: GSK) including as vice president and head of respiratory BU, head of commercial excellence department, head of hepatitis sales department, North-China sales director in respiratory and antibiotics and sales excellence manager in esprit program in GSK house in London.

Mr. GAO received his bachelor’s degree in biochemistry from Fudan University (復旦大學) in China in July 1995, and his master’s degree in business management from China Europe International Business School (中歐國際工商學院) in China in September 2009.

Non-executive Directors

Ms. YANG Ling (楊凌), aged 43, is the chairwoman of the Board and one of our non-executive Directors. Ms. YANG led the investment by Pearl Group Limited in our Company in October 2018, and became the chairwoman of our Company at that time. She is a managing director of Carlyle’s Asia Buyout Fund and has co-headed Carlyle Asia Healthcare since November 2021. She joined Carlyle Asia as a vice president in May 2011.

Ms. YANG has served as (i) a non-executive director of Shenzhen Salubris Pharmaceuticals Co., Ltd. (深圳信立泰藥業股份有限公司) (SZSE: 002294) since October 2020; and (ii) a non-executive director of Ambio Pharmaceuticals since August 2018. Ms. YANG also worked (i) at KKR Asia Limited from July 2008 to February 2011, where her last position was a principal primarily responsible for carrying out investments made by KKR Asia Limited; (ii) as an associate in Carlyle’s U.S. leveraged buyout healthcare group from May 2005 to August 2006; and (iii) as an analyst in the investment banking division of The Goldman Sachs Group, Inc. from July 2002 to July 2004.

Ms. YANG graduated summa cum laude and as a member of the Phi Beta Kappa with bachelor’s degrees in economics and computer science from Smith College in the United States in May 2002, and she received her master’s of business administration from Harvard Business School in the United States in June 2008.

Mr. LIN Jixun (林繼迅), aged 58, is one of our non-executive Directors and is one of our Founders. Mr. LIN was an executive director of our Company between February 2014 and October 2018, and has been a passive financial investor of our Group and a non-executive Director since October 2018. From November 2007 to December 2010, he served as an independent director of Mindray Medical International Limited (邁瑞醫療國際有限公司) (NYSE: MR, from September 2006 to March 2016; and then SZSE: 300760, since October 2018). Prior to founding our Group, Mr. Lin founded ACON Laboratories Inc. (“**ACON Laboratories**”) in 1995 and currently serves as its director. ACON Laboratories is the U.S.-incorporated affiliate of ACON Biotech (Hangzhou) Company Limited (艾康生物技術(杭州)有限公司) (“**ACON**”), one of our suppliers of testing equipment and reagents.

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Mr. LIN received his bachelor’s degree in medicine from Zhejiang University School of Medicine (浙江大學醫學院) (formerly known as Zhejiang Medical University (浙江醫科大學)) in China in July 1987, and his doctoral degree in philosophy from Medical University of South Carolina in the United States in December 1995.

Ms. FENG Janine Junyuan (馮軍元), aged 53, is one of our non-executive Directors. Ms. FENG joined Carlyle Management Hong Kong Limited of Carlyle in October 1998 and is currently holding the position of managing director of Carlyle Asia Buyout Fund. Prior to joining Carlyle, she worked in the global project finance group of the investment banking department at Credit Suisse First Boston Corporation from July 1992 to June 1994 and then August 1996 to September 1998. Ms. FENG also served as (i) a director of Meinian Onehealth Healthcare Holdings Co., Ltd. (美年大健康產業控股股份有限公司) (SZSE: 002044) from October 2015 to February 2019, (ii) a non-executive director of MicroPort Scientific Corporation (微創醫療科學有限公司) (HKEX: 853) from March 2016 to November 2018, and (iii) a director of Hedy Holding Company Limited (七喜控股股份有限公司) (now known as Focus Media Information Technology Co., Ltd. (分眾傳媒資訊技術股份有限公司)) (SZSE: 002027) from January 2016 to November 2016.

Ms. FENG graduated summa cum laude and as a member of Phi Beta Kappa with Bachelor of Arts degree in mathematics, computer science and economics from Middlebury College in the United States in 1992, and she received her master’s of business administration from Harvard University Graduate School of Business Administration in the United States in June 1996.

Ms. LIM Kooi June, aged 45, is one of our non-executive Directors. Ms. LIM has served as a director of investments of Khazanah Nasional Business Consulting (Shanghai) Co., Ltd. (馬投商務諮詢(上海)有限公司) since November 2019. Ms. LIM has also served as a board member of Shanghai Jinghua Medical Management Co., Ltd. (上海菁華醫療管理有限公司) (formerly known as Shanghai Lianji Biotechnology Co., Ltd. (上海連驥生物科技有限公司)) since September 2020. Ms. LIM also served as a director of investments of Khazanah Nasional Consulting (Beijing) Co., Ltd. (馬投諮詢(北京)有限公司) (“**Khazanah**”) from January 2012 to October 2019 primarily responsible for carrying out investments made by Khazanah. Prior to that, Ms. LIM served at (i) Khazanah Nasional Berhad, Beijing Representative Office as a director of investment from April 2008 to December 2011, (ii) the Citi technology infrastructure department of Citibank, N.A. from April 2004 to May 2005, where her last position was a senior auditor, and (iii) Deloitte LLP from August 2002 to April 2004, where her last position was an assistant manager.

Ms. LIM received her bachelor degree with honors in law from University of Nottingham in England in July 2000 and was awarded the Professional Accountancy Certificate by the Institute of Chartered Accountants in England and Wales in May 2002.

Independent Non-executive Directors

Mr. MI Brian Zihou (宓子厚), aged 56, is one of our independent non-executive Directors. Mr. MI has served as the president of Asia Pacific for IQVIA (NYSE: IQV, formerly known as Quintiles and IMS Health, Inc.) since April 2020, a company providing full spectrum of services, including information, technology and contract clinical research, to healthcare industry. He also held various positions at IQVIA, including the president for Greater China from December 2016 to April 2020, the president for China and Southeast Asia from April 2015 to December 2016, the general manager for Greater China from July 2011 to April 2015, and a senior principal for management consulting from December 2008 to July 2011.

Mr. MI received his Ph.D. degree in pharmaceutical chemistry from the Ohio State University in December 1995, and his MBA degree from University of Chicago Booth School of Business in June 2000.

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Mr. YEH Richard (葉霖), aged 54, is one of our independent non-executive Directors. Mr. YEH has served as a director and the chief operating officer at I-MAB, a clinical stage biopharmaceutical company traded on the NASDAQ (NASDAQ: IMAB), since April 2022. Since September 2022, Mr. YEH has also served concurrently as I-MAB’s interim chief financial officer. Before joining IMAB, he took leadership positions in certain biopharmaceutical companies, including serving as (i) a director of Medlive Technology Co., Ltd. (醫脈通科技有限公司) (HKEX: 2192) since June 2021; (ii) a director of Abbisko Therapeutics Co., Ltd. (上海和譽生物醫藥科技有限公司) (“**Abbisko**”) (HKEX: 2256) from January 2021 until his resignation in April 2022, (iii) as chief financial officer and the head of strategic operations at Abbisko from November 2020 to April 2022, and (iv) the chief financial officer of CStone Pharmaceuticals, a company listed on the Stock Exchange (HKEX: 2616), from July 2018 to April 2020. Prior to joining CStone Pharmaceuticals, Mr. YEH was a managing director and the business unit leader of Asia Pacific healthcare equity research at Goldman Sachs (Asia) L.L.C. in Hong Kong from July 2015 to July 2018. Before that, Mr. YEH worked at Citigroup Capital Markets Asia Limited from July 2009 to June 2015 where he last served as the head of China healthcare research team. In October 1995, he joined Amgen Inc., a leading global biotechnology company traded on the NASDAQ (NASDAQ: AMGN), as a research associate conducting drug discovery research.

Mr. YEH received his master’s of business administration from Cornell University in the United States in May 2002 and a Master of Science in medical biophysics from the University of Toronto and Ontario Cancer Institute in Canada in November 1995. Mr. YEH received a Bachelor of Science with a major in biochemistry from University of Manitoba in Canada in May 1993.

Mr. ZHANG Wei (張煒), aged 51, is one of our independent non-executive Directors. Mr. ZHANG has served as an independent non-executive director at various public companies, including (i) as an independent director of Biostage, Inc. (NASDAQ: BSTG), a US biotechnology company developing bioengineered organ implants, from May 2018 to June 2021, (ii) an independent director of Dong-E-E-Jiao Co., Ltd. (東阿阿膠股份有限公司) (SZSE: 000423), a company primarily manufacturing and selling traditional Chinese medicine and healthcare products, from January 2015 to June 2021, (iii) an independent director of Yunan Jianzhijia Health-Chain Co., Ltd. (健之佳醫藥連鎖集團股份有限公司) (SHA: 605266) from March 2015 to December 2020, (iv) an independent director of Huadong Medicine Co., Ltd. (華東醫藥股份有限公司) (SZSE: 000963) from January 2016 to June 2019, and (v) an independent director of China Merchants Property Development Co., Ltd. (招商局地產控股股份有限公司) (SZSE: 000024) from December 2011 to December 2015, which was privatized in December 2015.

Mr. ZHANG has also served as the senior executive of China Merchants Health Care Holdings Company Limited (招商局健康產業控股有限公司) since September 2020 primarily responsible for its strategy and operation.

Mr. ZHANG received his doctoral degree in clinical medicine from Peking Union Medical College (北京協和醫科大學, currently known as 北京協和醫學院) in July 1998, and his doctoral degree in medical management and policy from Harvard University in June 2005.

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SENIOR MANAGEMENT

In addition to our executive Director, the senior management team of our Group comprises the following persons:

Name	Age	Position	Roles and responsibilities	Date of joining our Group	Date of appointment
Mr. PAN Chao (潘超).....	59	Senior vice president, head of laboratory	Laboratory overall management	July 7, 2004	October 26, 2018
Mr. WANG Lawrence Allen (王之翰)	45	Chief financial officer, vice president and joint company secretary	Financial strategy, financial management and investor relation	September 9, 2020	September 9, 2020
Mr. WANG Chengdong (王成棟).....	46	National purchasing director, national project management director	National purchasing, technical cooperation and project management	July 5, 2011	April 19, 2019
Ms. HU Yuanyuan (胡元媛).....	38	Vice president	Daily work of the Board	October 13, 2014	October 26, 2018
Mr. CHU Jianing (褚佳寧).....	42	Internal audit director, strategic intelligence officer	Overseeing internal control and risk management and the management of operating data analysis and applications	June 3, 2014	June 3, 2014
Ms. LI Dan (李單).....	44	National quality director	Laboratory quality control	January 1, 2004	April 19, 2019

Mr. PAN Chao (潘超), aged 59, has been in charge of the operation of the ICLs of Hangzhou Adicon during the Track Record Period, and has served as our senior vice president since July 2021 and our head of laboratory since October 2018. Mr. PAN also held various positions at Hangzhou Adicon, including as a laboratory deputy manager from March 2017 to October 2018, a laboratory director from January 2010 to March 2017, and a laboratory supervisor from October 2007 to January 2010.

Prior to joining our Group, he served as a laboratory director of People’s Hospital of Jiangsu Gaoyou (江蘇高郵市人民醫院) (“**Gaoyou Hospital**”) from November 1991 to July 2004, during which, he served as (i) a deputy director of its outpatient department from October 1998 to July 2004, and (ii) a technician responsible its medical laboratory technology from September 1989 to November 1991. From May 1982 to August 1989, he served as a technician of Hospital of Integrated Traditional Chinese and Western Medicine of Jiangsu Gaoyou (江蘇高郵市中西醫結合醫院).

Mr. PAN received (i) his technical degree in laboratory from Zhenjiang Medical College (鎮江醫學專科學校) (currently known as Jiangsu University (江蘇大學)) in March 1982, (ii) his college degree in medical laboratory from Jiangsu Staff Medical University (江蘇職工醫科大學) (currently known as Jiangsu Health Vocational College (江蘇衛生健康職業學院)) in January 1998 through part-time study, and (iii) his bachelor’s degree in medical laboratory science from

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Jiangsu University (江蘇大學) (evening courses) in July 2003. Mr. PAN was accredited as (i) a member of the Second Committee of Laboratory Medicine Branch of Zhejiang Medical Doctor Association (浙江省醫師協會檢驗醫師分會第二屆委員會委員) by Zhejiang Medical Doctor Association in April 2019, (ii) a member of the First Committee of Health Examination Branch of Chinese Non-Government Medical Institutions Association (中國非公立醫療機構協會健康體檢分會第一屆委員會委員) by Chinese Non-Government Medical Institutions Association in October 2019, and (iii) a member of the Third Committee of Clinical Laboratory Management of Zhejiang Hospital Association (浙江省醫院協會第三屆臨床檢驗管理專業委員會委員) by Zhejiang Hospital Association in December 2020. Mr. PAN received (i) the qualification of Deputy Chief Technician of clinical medical laboratory and clinical basic laboratory technology awarded by Zhejiang Provincial Department of Human Resources and Social Security in November 2010 and (ii) his Clinical Genetic Diagnosis Laboratory Certificate (臨床基因診斷實驗上崗證) awarded by Jiangsu Clinical Laboratory Center in March 2004.

Mr. WANG Lawrence Allen (王之翰), aged 45, has served as our chief financial officer and vice president since September 2020.

Prior to joining our Group, Mr. WANG worked in various capacities in private equity and investment banking, including as a managing director of Vivo Capital, LLC from November 2015 to August 2020, a managing director of Primavera Capital Limited from December 2010 to July 2015, an associate director of Macquarie Group Limited (ASX: MQG) from July 2009 to September 2010, an executive director of Goldman Sachs (Asia) L.L.C., a subsidiary of Goldman Sachs Group, Inc. (NYSE: GS) from March 2004 to May 2009, and an associate of Bank of America Corporation (NYSE: BAC) from August 2003 to March 2004.

Mr. WANG received his bachelor’s degree in medical science from Boston University in the United States in May 1999, his doctorate degree in medicine from Boston University School of Medicine in the United States in May 2003, and his MBA degree from Massachusetts Institute of Technology Sloan School of Management in the United States in June 2003.

Mr. WANG Chengdong (王成棟), aged 46, has been in charge of our supply chain management during the Track Record Period, and has served as our national purchasing director and national project management director since April 2019. Mr. WANG also held various positions at Hangzhou Adicon, including as (i) a national purchasing manager from July 2011 to March 2013, (ii) a national purchasing, planning and warehousing senior manager from March 2013 to January 2018, (iii) a national purchasing, planning and warehousing deputy director from January 2018 to April 2019, and (iv) a national purchasing, planning and warehousing director, national technical cooperation and project manager from April 2019 to December 2019.

Prior to joining our Group, he served as a purchasing manager of ACON from February 2011 to July 2011, a purchasing specialist of ACON from August 2003 to January 2011, an assistant agronomist of Shengzhou Silkworm Eggs Farm (嵊州市蠶種場) from January 2000 to March 2003.

Mr. WANG received his bachelor’s degree in sericology from Zhejiang University (浙江大學) in China in June 1999.

Ms. HU Yuanyuan (胡元媛), aged 38, has been in charge of many of our internal administrative functions, and was responsible for overseeing, among others, our (i) human resources department, (ii) business administrative department, (iii) engineering project department, and (iv) legal department.

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Prior to joining our Group, Ms. HU served as (i) an administrative director of AJON Medical Device (Hangzhou) Co., Ltd. (艾健醫療器械(杭州)有限公司) (“AJON”) from July 2012 to October 2014, (ii) a director of the general manager office of AJON from November 2010 to June 2012, (iii) an assistant to general manager of AJON from November 2008 to November 2010, (iv) a personal assistant to the general manager of Junglerock Biological Cloning Technology (Hangzhou) Co., Ltd. (叢林石生物克隆技術(杭州)有限公司) from November 2007 to November 2008 and (v) a translator for Mahindra (China) Tractor Co., Ltd. (馬恒達(中國)拖拉機有限公司) from March 2007 to October 2007.

Ms. HU received her bachelor’s degree in international economics and trade from Jiangxi University of Finance and Economics (江西財經大學) in China in July 2006.

Mr. CHU Jianing (褚佳寧), aged 42, has been in charge of our internal audit department overseeing our risk management and internal controls system since he joined our Group in June 2014, during which he has consecutively served as our internal audit manager, internal audit deputy director and internal audit director. From July 2020 to July 2021, he also served as our war room director. Mr. CHU Jianing has served concurrently as our internal audit director and strategic intelligence officer since July 2021.

Prior to joining our Group, Mr. CHU served as (i) an internal audit manager of Hi-P (Shanghai) Housing Appliance Co., Ltd (赫比(上海)家用電器產品有限公司), a subsidiary of Hi-P International Limited (赫比(國際)有限公司) (SGX: H17) from January 2010 to May 2014, and (ii) a risk management deputy manager of Shanghai Lotus Supermarket Chain Store Co., Ltd. (上海易初蓮花連鎖超市有限公司) from December 2002 to December 2009.

Mr. CHU received his bachelor’s degree in finance from Shanghai University (上海大學) in China in July 2002. Mr. CHU was accredited as a certified internal auditor by China Institute of Internal Audit in November 2009.

Ms. LI Dan (李單), aged 44, has served as our national quality director since April 2019. Ms. LI also held various positions at Hangzhou Adicon, including as a national quality deputy director from November 2016 to April 2019, a national quality manager from June 2013 to November 2016, a laboratory manager from May 2008 to June 2013 and a laboratory supervisor from March 2006 to May 2008.

Prior to joining our Group, she served in technical support for the international sales department of ACON from July 2002 to May 2003.

Ms. LI received her bachelor’s degree in clinical medicine from Qiqihar Medical University (齊齊哈爾醫學院) in China in July 2002.

GENERAL

None of our Directors and senior management members are related to other Directors or members of our senior management. Save as disclosed above, none of our Directors and senior management members held any directorship in public companies, whose securities were listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this document. Save as disclosed above, to the best knowledge, information and belief of our Directors having made all reasonable enquiries, there are no other matters in respect of our Directors that are required to be disclosed pursuant to Rule 13.51(2)(a) to (v) of the Listing Rules, and there is no other material matter relating to our Directors that needs to be brought to the attention of our Shareholders.

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JOINT COMPANY SECRETARIES

Mr. WANG Lawrence Allen (王之翰) is one of our joint company secretaries and has been appointed with effect from April 15, 2021. Mr. WANG is also one of our authorized representatives. For details of his biography, please refer to the paragraph headed “– Senior Management” in this section.

Ms. SO Ka Man (蘇嘉敏) is one of our joint company secretaries and has been appointed with effect from November 5, 2021.

Ms. SO is a director of the corporate services division of Tricor Services Limited and has been providing professional corporate services to Hong Kong listed companies as well as multi-national, private and offshore companies. Ms. SO has over 20 years of experience in the corporate secretarial and compliance service field. Ms. SO is currently acting as the company secretary or joint company secretary of a few listed companies on the Stock Exchange.

Ms. SO graduated from The Hong Kong Polytechnic University in November 1996 with a bachelor’s degree of Arts in Accountancy. Ms. SO is a Chartered Secretary, a Chartered Governance Professional and a fellow of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

BOARD COMMITTEES

Audit Committee

We have established an audit committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and the Corporate Governance Code. The primary duties of the audit committee are to review and supervise the financial reporting process and internal controls system of the Group, review and approve connected transactions and provide advice and comments to the board of Directors. The audit committee consists of three members, namely Mr. YEH Richard (葉霖), Mr. ZHANG Wei (張煒) and Mr. MI Brian Zihou (宓子厚). Mr. YEH Richard (葉霖) (being an independent non-executive Director with the appropriate professional qualification) has been appointed as the chairman of the audit committee.

Remuneration Committee

We have established a remuneration committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and the Corporate Governance Code. The primary duties of the remuneration committee are to review and make recommendations to the Board on the terms of remuneration packages, bonuses and other compensation payable to our Directors and other senior management. The remuneration committee consists of three members, namely Mr. MI Brian Zihou (宓子厚), Ms. YANG Ling (楊凌) and Mr. ZHANG Wei (張煒). Mr. MI Brian Zihou (宓子厚) has been appointed as the chairman of the remuneration committee.

Nomination Committee

We have established a nomination committee with written terms of reference with reference to the Corporate Governance Code. The primary duties of the nomination committee are to make recommendations to our Board on the appointment of Directors and management of Board succession. The nomination committee consists of three members, namely Ms. YANG Ling (楊凌), Mr. ZHANG Wei (張煒) and Mr. YEH Richard (葉霖). Ms. YANG Ling (楊凌) has been appointed as the chairwoman of the nomination committee.

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Strategy Committee

We have established a strategy committee with written terms of reference. The primary duties of the strategy committee is to formulate and evaluate the business development strategy of our Group and to facilitate and monitor the implementation of the business development and the strategy planning of our Group. The strategy committee consists of three members, namely Ms. YANG Ling (楊凌), Mr. GAO Song (高嵩) and Mr. MI Brian Zihou (宓子厚). Ms. YANG Ling (楊凌) has been appointed as the chairwoman of the strategy committee.

FORMER EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER

On January 20, 2021, we appointed Mr. XU Ke as our executive Director and chief executive officer. Due to family reasons, Mr. XU Ke subsequently resigned on 24 November 2021, and we appointed Mr. GAO Song as our executive Director and chief executive officer. After the resignation, Mr. Xu ceased to hold any position or title in our Company. Mr. Xu has confirmed that he has no disputes or disagreements with our Company, our Board or the senior management of our Company and no other matters in relation to his resignation that need to be brought to the attention of our Shareholders or the Stock Exchange.

Prior to joining our Group in January 2021, Mr. XU served at Meinian Onehealth Healthcare Holdings Co., Ltd. (美年大健康產業控股股份有限公司) (SZSE: 002044) (“**Meinian Onehealth**”) as president from November 2011 to January 2021 and as director from November 2011 to October 2021, and was primarily responsible for the overall management and strategy planning of Meinian Onehealth. During Mr. XU Ke’s tenure at Meinian Onehealth, he was primarily responsible for the overall management and strategy planning of Meinian Onehealth through making decisions in board and management meetings based on the business and financial reporting from different departments and responsible officers of Meinian Onehealth. Mr. XU ceased to hold any position or title in Meinian Onehealth since October 2021.

DIRECTORS’ AND SENIOR MANAGEMENT’S REMUNERATION

Our Directors and senior management receive remuneration, including salaries, allowances and benefits in kind, equity-settled share-based payment expense and pension scheme contributions. The aggregate amount of remuneration for the five highest paid individuals of our Group, excluding our Directors, for the years ended December 31, 2020, 2021 and 2022 was approximately RMB14.2 million, RMB25.5 million and RMB16.1 million, respectively.

The aggregate amount of remuneration for our Directors for the years ended December 31, 2020, 2021 and 2022 was approximately RMB36.0 million, RMB14.6 million and RMB6.1 million, respectively.

Save as disclosed above, no other payments have been paid or are payable, in respect of the years ended December 31, 2020, 2021 and 2022 by our Company to our Directors or senior management.

Under the arrangements currently in force as of the date of this Document, it is estimated that the aggregate amount of remuneration to our Directors for the year ending December 31, 2023 is estimated to be no more than approximately US\$1,100,000.

No remuneration was paid to our Directors or the five highest paid individuals as an inducement to join, or upon joining, our Group. No compensation was paid to, or receivable by, our Directors or past directors for the Track Record Period for the loss of office as director or any member of our Group or of any other office in connection with the management of the affairs of any member of our Group. None of our Directors waived any emoluments during the Track Record Period.

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COMPLIANCE ADVISOR

We have appointed Somerley Capital Limited as our compliance advisor pursuant to Rule 3A.19 of the Listing Rules. The compliance advisor will provide us with guidance and advice as to compliance with the requirements under the Listing Rules and applicable Hong Kong laws. Pursuant to Rule 3A.23 of the Listing Rules, the compliance advisor will advise our Company, among others, in the following circumstances:

- (a) before the publication of any regulatory announcement, circular, or financial report;
- (b) where a transaction, which might be a notifiable or connected transaction, is contemplated, including share issues and share repurchases;
- (c) where we propose to [REDACTED] of the [REDACTED] in a manner different from that detailed in this document or where the business activities, development or results of our Group deviate from any forecast, estimate or other information in this document; and
- (d) where the Stock Exchange makes an inquiry to the Company regarding unusual movements in the price or trading volume of its [REDACTED] or any other matters in accordance with Rule 13.10 of the Listing Rules.

The term of appointment of the compliance advisor shall commence on the [REDACTED] and is expected to end on the date on which we comply with Rule 13.46 of the Listing Rules in respect of our financial results for the first full financial year commencing after the [REDACTED].

COMPETITION

Each of our Directors confirms that as of the Latest Practicable Date, he/she did not have any interest in a business which competes or is likely to compete, directly or indirectly, with our business and requires disclosure under Rule 8.10 of the Listing Rules.

CORPORATE GOVERNANCE CODE

We aim to achieve high standards of corporate governance because these are crucial to our development and safeguard the interests of our Shareholders. In order to accomplish this, we expect to comply with the Corporate Governance Code set out in Appendix 14 to the Listing Rules after the [REDACTED].

MANAGEMENT PRESENCE

Pursuant to Rule 8.12 of the Listing Rules, an issuer must have a sufficient management presence in Hong Kong. This will normally mean that at least two of its executive directors must be ordinarily resident in Hong Kong. We do not have sufficient management presence in Hong Kong for the purpose of Rule 8.12 of the Listing Rules.

Accordingly, we have applied for, and the Stock Exchange [has granted], a waiver from strict compliance with Rule 8.12 of the Listing Rules. Please refer to the section headed “Waivers and Exemptions” in this document for further details.

BOARD DIVERSITY POLICY

We recognize and embrace the benefits of having a diverse Board and see increasing diversity at the Board level as an essential element in maintaining our competitive advantage. The Nomination Committee will review annually the structure, size and composition of our Board and where appropriate, make recommendations on changes to our Board to complement our corporate strategy.

DIRECTORS AND SENIOR MANAGEMENT

In relation to reviewing and assessing our Board composition, our nomination committee will consider a number of aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional qualifications, skills, knowledge, length of service and industry and regional experience. Meanwhile, our Company will consider the above factors based on our business mode and our specific needs, and the ultimate decision will be based on merit and contribution that the selected candidates will bring to our Board.

Our Nomination Committee will discuss and where necessary, agree on the measurable objectives for achieving diversity on the Board and recommend them to the Board for adoption. We aim to maintain an appropriate balance of diversity perspectives of our Board that are relevant to our business growth.