

DIRECTORS AND SENIOR MANAGEMENT

Upon Listing, our Board will consist of nine Directors, comprising four executive Directors, two non-executive Directors and three independent non-executive Directors. The functions and duties of our Board include, among other things, convening general meetings, implementing the resolutions passed at the general meetings, determining our business and investment plans, formulating our annual financial budget and financial statements, and formulating our proposals for dividend distributions as well as exercising other powers, functions and duties as conferred by our Articles of Association.

Our senior management is responsible for the day-to-day management and operation of our business.

The following table sets forth certain information in respect of our Directors and senior management:

Name	Age	Existing position(s) in our Company	Date of Joining the Group	Date of Appointment as a Director	Roles and Responsibilities	Relationship with Other Directors or Senior Management Members
Directors						
Tian Liping (田立平)	54	Chairwoman, Chief Executive Officer and executive Director	June 1996	April 8, 2013	Formulating and implementing the overall development strategies and business plans of our Group and overseeing the overall development and operations of our Group	Sister of Tian Lixin (田立新) and Tian Lijun (田立 軍)
Tian Lixin (田立新)	52	President, the head of Medical Information Science Research Unit and executive Director	June 1996	December 15, 2013	Overseeing and managing the operations of our Group	Brother of Tian Liping (田立平) and Tian Lijun (田立軍)
Tian Lijun (田立軍)	47	Executive Director, vice president and deputy head of Medical Information Science Research Unit	June 1996	December 15, 2013	Overseeing and managing the research, development and innovation of the products and technologies of our Group	Brother of Tian Liping (田立平) and Tian Lixin (田立新)
Zhou Xin (周欣)	41	Executive Director and vice president	January 2016	July 12, 2018	Overseeing and managing the digital marketing operations of our Group and responsible for multichannel business development of healthcare marketing and innovation and implementation of solutions	None

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Name	Age	Existing position(s) in our Company	Date of Joining the Group	Date of Appointment as a Director	Roles and Responsibilities	Relationship with Other Directors or Senior Management Members
Eiji Tsuchiya (榎屋英二)	56	Non-executive Director	December 2013	December 15, 2013	Providing professional advice and judgment to the Board	None
Li Zhuolin (李卓霖)	38	Non-executive Director	March 2021	March 4, 2021	Providing professional advice and judgment to the Board	None
Richard Yeh (葉霖)	53	Independent non-executive Director	Appointment to take effect from the Listing Date	Appointed on June 18, 2021	Providing independent advice to our Board	None
Ma Jun (馬軍)	66	Independent non-executive Director	Appointment to take effect from the Listing Date	Appointed on June 18, 2021	Providing independent advice to our Board	None
Wang Shan (王珊)	47	Independent non-executive Director	Appointment to take effect from the Listing Date	Appointed on June 18, 2021	Providing independent advice to our Board	None

Name	Age	Existing position(s) in our Company	Date of Joining the Group	Date of Appointment as a Senior Management Member	Roles and Responsibilities	Relationship with Other Directors or Senior Management Members
Senior Management						
Xin Jiangtao (辛江濤)	44	Vice president	January 2004	August 2013	Overseeing the research and development and innovation of our products and services	None
Yang Liancheng (楊連成)	42	Vice president	September 2016	September 2016	Executing overall development strategies and business plans of our Group and implementing the marketing strategy of our Group	None
Jiang Nan (姜男)	33	Medical director, the chief editor of our content team and a deputy head of Medical Information Science Research Unit	September 2013	August 2016	Overseeing the professionalism of our medical content and medical team management	None
Liu Juan (劉娟)	37	Assistant to Chairwoman, and the chief client officer	October 2010	July 2016	Assisting the Chairwoman in managing operation and sales team management and client management	None

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DIRECTORS

Executive Directors

Ms. Tian Liping (田立平), aged 54, is the Chairwoman, the Chief Executive Officer and an executive Director of our Company. Ms. Tian is primarily responsible for formulating and implementing the overall development strategies and business plans of our Group and overseeing the overall development and operations of our Group. Ms. Tian founded the Group in June 1996 and has been our Director since April 2013. She has been the executive director and chief executive officer of Jinye Tiancheng since August 2013 and is currently a director of each of the other subsidiaries of the Company. Ms. Tian has over 18 years of experience in the medical information technology industry. Prior to founding our Group, from 1988 to 2003, Ms. Tian successively worked at Institute of Software, Chinese Academy of Sciences (中國科學院軟件研究所) and as a system engineer at Technocraft Co., Ltd. Tokyo Japan (株式會社テクノクラフト) (“**Technocraft Japan**”). While working at Technocraft Japan, Ms. Tian founded our Group with Mr. Tian Lixin.

Ms. Tian received her bachelor’s degree with a major in computer software from Beijing Institute of Technology (北京理工大學) in the PRC in July 1988 and obtained her EMBA degree from China Europe International Business School (中歐國際工商學院) in the PRC in November 2017.

Ms. Tian had been a shareholder and a supervisor of Tekeneng Software Technology, the business license of which was revoked on October 20, 2003 due to its failure to submit deregistration filings within the time limit as required under the relevant PRC laws and regulations as a result of the impact of the SARS pandemic after its cessation of business operation. As confirmed by Ms. Tian, (i) she had been a shareholder and a supervisor of Tekeneng Software Technology at the relevant time when the business license of Tekeneng Software Technology was revoked; (ii) there was no wrongful act on her part leading to the revocation of business license of Tekeneng Software Technology; (iii) Tekeneng Software Technology was solvent prior to its revocation; (iv) she did not incur any debt and/or liabilities because of such revocation of business license and she is not aware of any actual or potential claim which has been or will be made against her as a result of such revocation of business license; and (v) the revocation of business license of Tekeneng Software Technology did not have any negative effect on the Company.

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Mr. Tian Lixin (田立新), aged 52, is the President, the head of our Medical Information Science Research Unit and an executive Director of our Company. Mr. Tian is primarily responsible for overseeing and managing the operations of our Group. Mr. Tian founded the Group in June 1996 and has been our Director since December 2013. He has been the president of Jinye Tiancheng since August 2013. Mr. Tian has over 24 years of experience in the medical information technology and software development industry. Mr. Tian was an independent director of Vanfund Urban Investment & Development Co., Ltd. (萬方城鎮投資發展股份有限公司), a company listed on the Shenzhen Stock Exchange (Stock Code: 000638) from December 2016 to May 2019. Prior to founding our Group with Ms. Tian Liping, Mr. Tian worked at the Research Institute of Beijing 701 Factory (北京七〇一廠研究所) as the institute director from 1992 to 1996.

Mr. Tian received his bachelor's degree with a major in engineering physics from Tsinghua University (清華大學) in the PRC in July 1992.

Mr. Tian had been a shareholder, a director, the general manager and the legal representative of Tekeneng Software Technology, the business license of which was revoked on October 20, 2003 due to its failure to submit deregistration filings within the time limit as required under the relevant PRC laws and regulations as a result of the impact of the SARS pandemic after its cessation of business operation. As confirmed by Mr. Tian, (i) he had been a shareholder, a director, the general manager and the legal representative of Tekeneng Software Technology at the relevant time when the business license of Tekeneng Software Technology was revoked; (ii) there was no wrongful act on his part leading to the revocation of business license of Tekeneng Software Technology; (iii) Tekeneng Software Technology was solvent prior to its revocation; (iv) he did not incur any debt and/or liabilities because of such revocation of business license and he is not aware of any actual or potential claim which has been or will be made against his as a result of such revocation of business license; and (v) the revocation of business license of Tekeneng Software Technology did not have any negative effect on the Company.

Mr. Tian Lijun (田立軍), aged 47, is an executive Director of our Company, a vice president of our Group and a deputy head of our Medical Information Science Research Unit. Mr. Tian is primarily responsible for overseeing and managing the research, development and innovation of the products and technologies of our Group. Mr. Tian joined the Group in June 1996 and has been our Director since December 2013. He has been the chief technology officer of Jinye Tiancheng since August 2013. Mr. Tian has over 18 years of experience in the medical information technology industry. Mr. Tian previously worked at Technocraft Japan as a software engineer.

Mr. Tian received his bachelor's degree with a major in computer science and engineering from Beihang University (北京航空航天大學) in the PRC in July 1996.

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Ms. Zhou Xin (周欣), aged 40, is an executive Director of our Company and a vice president of our Group. Ms. Zhou is primarily responsible for overseeing and managing the digital marketing operations of our Group and responsible for multichannel business development of healthcare marketing and innovation and implementation of solutions. She has been our Director since July 2018. She joined our Group as a secondee from M3 in January 2016 and has served as vice president of Jinye Tiancheng since joining. Ms. Zhou has over 15 years of experience in marketing strategy and business management and over seven years of experience in the medical information technology industry. Prior to joining our Group, Ms. Zhou successively worked at Deloitte Tohmatsu Consulting LLC as a senior consultant, Ernst & Young Advisory & Consulting Co., Ltd. and Xrossface Inc. as the manager of the strategy and operation consulting department from April 2006 to September 2013. Ms. Zhou joined M3 in December 2013, where she served as the head of China business unit at corporate and business development group of M3.

Ms. Zhou received her bachelor's degree in engineering from Kyoto University in Japan in March 2004 and obtained her master's degree with a major in essential informatics from University of Tokyo in Japan in March 2006.

Non-executive Directors

Mr. Eiji Tsuchiya (榎屋英二), aged 56, is a non-executive Director of our Company. Mr. Tsuchiya is primarily responsible for providing professional advice and judgment to the Board. He has been our Director since December 2013. Mr. Tsuchiya has over 34 years of experience in insurance and financial consulting and over 14 years of experience in the healthcare technology industry.

Mr. Tsuchiya joined M3 in August 2006 and currently is an executive director of M3. Prior to joining M3, Mr. Tsuchiya worked at Asahi Mutual Life Insurance Company from April 1987 to January 2000, where his last position was deputy manager of asset liability management development group. From February 2000 to February 2001, Mr. Tsuchiya served as a strategy consultant at Deloitte Tohmatsu Consulting LLC (previously known as ABeam Consulting Ltd.) in Japan. From September 2001 to August 2006, Mr. Tsuchiya served as a financial adviser at KPMG FAS Co., Ltd., (previously known as GMD Corporate Finance) in Japan. Mr. Tsuchiya was a non-executive director of Medical Net, Inc., a company listed on the Tokyo Stock Exchange (Stock Code: 3645.T) from November 2007 to July 2019.

Mr. Tsuchiya received his bachelor's degree in commerce from Waseda University in Japan in March 1987 and obtained his MBA degree from University of California, Irvine in the United States in June 1997.

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Dr. Li Zhuolin (李卓霖), aged 38, is a non-executive Director of our Company. Dr. Li is primarily responsible for providing professional advice and judgment to the Board. He has been our Director since March 2021. Dr. Li has over nine years of experience in management advisory.

Dr. Li joined M3 in January 2018 and currently is a senior director at solution partner business unit of M3. Prior to joining M3, Dr. Li worked at McKinsey & Company, Inc. from April 2011 to December 2017, where his last position was engagement manager.

Dr. Li received his bachelor's degree with a major in engineering and master's degree with a major in engineering from the University of Tokyo in Japan in March 2006 and March 2008, respectively. Dr. Li further obtained his Ph.D. in engineering with a major in technology management for innovation from the University of Tokyo in Japan in March 2011.

Independent non-executive Directors

Mr. Richard Yeh (葉霖), aged 52, will be appointed as our independent non-executive Director with effect from Listing Date, and is responsible for providing independent advice to our Board.

Mr. Yeh has been the chief financial officer and the head of strategic operations at Abbisko Therapeutics Co., Ltd (上海和譽生物醫藥科技有限公司) since November 2020. Mr. Yeh was the chief financial officer of CStone Pharmaceuticals, a company listed on the Stock Exchange (Stock Code: 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 and 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 (stock code: AMGN), as a research associate conducting drug discovery research.

Mr. Yeh obtained an MBA 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.

Dr. Ma Jun (馬軍), aged 66, will be appointed as our independent non-executive Director with effect from Listing Date, and is responsible for providing independent advice to our Board.

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Dr. Ma has been working at Harbin No.1 Hospital (哈爾濱市第一醫院) since July 1971 and has served as the director of institute of hematology and oncology of Harbin No.1 Hospital since July 1988.

Dr. Ma has been the chairman of the board of supervisors of the China Society of Clinical Oncology (中國臨床腫瘤學會) (“CSCO”) and the chairman of anti-leukemia association of CSCO since September 2019 and May 2018, respectively. Dr. Ma was the chairman of anti-lymphoma association of CSCO from September 2013 to September 2015. From September 2013 to September 2016, Dr. Ma served as the deputy director of the hematology branch of the Chinese Medical Association (中華醫學會). From June 2011 to June 2014, Dr. Ma was the deputy chairman of hematology branch of the Chinese Medical Doctor Association (中國醫師協會) (“CMDA”). From December 2010 to December 2013, Dr. Ma was the deputy chairman of oncology branch of CMDA. Dr. Ma obtained the researcher qualification from Heilongjiang Human Resources Bureau (黑龍江省人事廳) (currently known as Heilongjiang Human Resources and Social Security Bureau (黑龍江省人力資源和社會保障廳)) in November 1991.

Ms. Wang Shan (王珊), aged 47, will be appointed as our independent non-executive Director with effect from Listing Date, and is responsible for providing independent advice to our Board.

Ms. Wang has served various roles at Beijing Hitachi Huasun Information Systems Co., Ltd. (北京日立華勝信息系統有限公司) since July 1995 and is currently the director of the finance division of the management supervision department.

Ms. Wang received her bachelor’s degree in applied mathematics from Beijing Union University (北京聯合大學) in the PRC in July 1995. She obtained the primary accountant qualification (初級會計師資格) from Ministry of Finance of the PRC in May 1999 and the medium level accountant qualification (中級會計師資格) from Beijing Human Resources and Social Security Bureau in October 2012. Ms. Wang is a PRC Certified Public Accountant, who has obtained her qualification from Chinese Institute of Certified Public Accountants in May 2001, and is also a PRC Certified Tax Agent, who has obtained her qualification from the China Certified Tax Agents Association in November 2018.

Save as disclosed above, none of our Directors holds or has held any other directorships in any other company listed in Hong Kong or overseas during the three years immediately preceding the date of this prospectus. Please refer to the section headed “Appendix IV — Statutory and General Information” in this prospectus for further information about the Directors, including the particulars of their service contracts and remuneration, and details of the interests of the Directors in the Shares (within the meaning of Part XV of the SFO). Save as disclosed herein, there are no

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other matters in respect of each of our directors that is required to be disclosed pursuant to Rule 13.51(2)(a) to (v) of the Listing Rules and there are no other material matters relating to our directors that need to be brought to the attention of our Shareholders.

SENIOR MANAGEMENT

Our senior management team comprises our executive Directors, biographies of whom are set out in “— Directors — Executive Directors” in the section, and the following members:

Mr. Xin Jiangtao (辛江濤), aged 44, is a vice president of our Group. He joined our Group in January 2004 and is responsible for the research and development and innovation of our products and services. Mr. Xin has over 17 years of medical software development experience. Mr. Xin has served as the product manager at Jinye Tianxiang and Jinye Tiansheng since January 2004 and June 2007, respectively.

Mr. Xin received his bachelor’s degree with a major in computer science and engineering from Peking University (北京大學) in the PRC in June 2007.

Mr. Yang Liancheng (楊連成), aged 42, is a vice president of our Group. Mr. Yang joined our Group in September 2016 and is responsible for executing overall development strategies and business plans of our Group and implementing the marketing strategy of our Group. He has over 16 years of experience in consulting and over four years of experience in the medical information technology industry. Prior to joining our Group, Mr. Yang worked at Accenture (China) Co Ltd. (埃森哲(中國)有限公司), a subsidiary of Accenture plc, a company listed on the New York Stock Exchange (NYSE: ACN), from July 2004 to November 2007. From December 2007 to September 2010, he worked at Fair Isaac Information Technology (Beijing) Co., Ltd. (費埃哲信息技術(北京)有限公司), a subsidiary of Fair Isaac Corporation, a company listed on the New York Stock Exchange (NYSE: FICO), where his last position was consultant. From October 2010 to August 2016, Mr. Yang rejoined the Accenture (China) Co Ltd. as a senior manager.

Mr. Yang received his bachelor’s degree with a major in trade and economics from Nankai University (南開大學) in the PRC in June 2001 and obtained his master’s degree with a major in finance from Peking University (北京大學) in the PRC in June 2004. Mr. Yang also obtained an EMBA degree from China Europe International Business School (中歐國際工商學院) in China in November 2017.

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Mr. Jiang Nan (姜男), aged 33, is the medical director of our Group, the chief editor of our content team and a deputy head of our Medical Information Science Research Unit. He joined our Group in September 2013 and is responsible for overseeing the professionalism of our medical content and medical team management of our Group. Mr. Jiang has over seven years of experience in the medical information technology industry. Mr. Jiang was the editor-in-chief of medicine of Jinye Tiancheng from September 2013 to August 2016 and the director of medicine of Jinye Tiancheng since August 2018.

Mr. Jiang received his bachelor's degree with a major in clinical medicine from Qingdao University (青島大學) in the PRC in June 2010 and obtained his master's degree with a major in psychiatry and mental health from Peking University (北京大學) in the PRC in July 2013. Mr. Jiang received the Physician Practicing License from Beijing Municipal Health Bureau (北京市衛生局) (currently known as Beijing Municipal Health Commission (北京市衛生健康委員會)) in September 2012.

Ms. Liu Juan (劉娟), aged 37, is the assistant to Chairwoman and the chief client officer of our Group. She joined our Group in October 2010 and is responsible for assisting the Chairwoman of our Group in managing day-to-day operation, sales team and client communication. Ms. Liu has been the assistant to Ms. Tian Liping since October 2013 and the chief client officer of Jinye Tiancheng since July 2016. Ms. Liu has approximately 13 years of experience in human resources management. Prior to joining our Group, Ms. Liu worked at Suning.com Group Co., Ltd. (蘇寧易購集團股份有限公司), a company listed on the Shenzhen Stock Exchange (Stock Code: 002024), from July 2007 to August 2009 and was responsible for management work. From May 2010 to October 2010, she worked at Guangzhou Blue Moon Industrial Co., Ltd. (廣州藍月亮實業有限公司), an indirect wholly owned subsidiary of Blue Moon Group Holdings Limited (藍月亮集團控股有限公司), a company listed on the Stock Exchange (Stock Code: 06993) and was responsible for human resources and administration management work. In October 2010, Ms. Liu joined Jinye Tiansheng, where she served as head of human resources department until October 2013.

Ms. Liu received her bachelor's degree with a major in business administration from Beijing Forestry University (北京林業大學) in the PRC in July 2007 and obtained her MBA degree from University of International Business and Economics (對外經濟貿易大學) in the PRC in July 2017.

None of our senior management members holds or has held any directorships in any other company listed in Hong Kong or overseas during the three years immediately preceding the date of this prospectus.

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JOINT COMPANY SECRETARIES

Ms. Yang Yanling (楊艷玲) was appointed as our joint company secretary on March 4, 2021. Ms. Yang joined our Group in March 2018 and currently serves as a human resources manager of the Group and is in charge of the overall management of the human resources department and assists in the management of other operation departments including medical, design and creative departments. Before joining our Group, Ms. Yang served as human resources specialist in Beijing Suifang Information Technology Co., Ltd. (北京隨方信息技術有限公司) from August 2015 to February 2018, a human resources specialist in Beijing SDL Technology Co., Ltd. (北京雪迪龍科技股份有限公司) from December 2014 to July 2015 and worked in the human resources department in Beijing Zeyuan Huitong Technology Development Co., Ltd. (北京澤源惠通科技發展有限公司) from March 2013 to November 2014. Ms. Yang obtained a bachelor's degree in agriculture from Hebei North University (河北北方學院) in June 2013.

Ms. Szeto Kar Yee Cynthia (司徒嘉怡) was appointed as our joint company secretary on March 4, 2021. Ms. Szeto is an associate member of the Hong Kong Institute of Chartered Secretaries and the Chartered Governance Institute (formerly known as the Institute of Chartered Secretaries and Administrators) in the United Kingdom. She obtained a bachelor's degree of Arts in Language Studies with Business from The Hong Kong Polytechnic University in November 2004 and a master's degree of Science in Professional Accounting and Corporate Governance from City University of Hong Kong in July 2012. Ms. Szeto has more than 10 years of professional and in-house experience in the company secretarial field. She is an assistant manager of the listing services department of TMF Hong Kong Limited and is responsible for providing corporate secretarial and compliance services to listed companies. She is currently a company secretary/joint company secretary of Inke Limited, a company listed on the Stock Exchange (Stock Code: 3700), Ming Yuan Cloud Group Holdings Limited, a company listed on the Stock Exchange (Stock Code: 909) and First Service Holding Limited, a company listed on the Stock Exchange (Stock Code: 2107).

BOARD COMMITTEES

Audit Committee

The Company established an audit committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and the Corporate Governance Code as set out in Appendix 14 to the Listing Rules. The audit committee consists of three members, namely Ms. Wang Shan (王珊), Mr. Richard Yeh (葉霖) and Dr. Ma Jun (馬軍), our independent non-executive Directors. Ms. Wang Shan (王珊) has been appointed as the chairwoman of the Audit Committee and is our independent non-executive Director possessing the appropriate professional qualifications. The primary duties of the audit committee are to review and supervise the financial reporting process

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and internal control system of the Group, oversee the audit process, review and oversee the existing and potential risks of the Group and perform other duties and responsibilities as assigned by our Board.

Remuneration Committee

The Company established a remuneration committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and the Corporate Governance Code as set out in Appendix 14 to the Listing Rules. The remuneration committee has three members, namely Mr. Richard Yeh (葉霖), Dr. Ma Jun (馬軍) and Ms. Wang Shan (王珊), our independent non-executive Director. Mr. Richard Yeh (葉霖) has been appointed as the chairman of the remuneration committee. The primary duties of the remuneration committee are to establish and review the policy and structure of the remuneration for the Directors and senior management and make recommendations on employee benefit arrangement.

Nomination Committee

The Company established a nomination committee with written terms of reference in compliance with the Corporate Governance Code as set out in Appendix 14 to the Listing Rules. The nomination committee consists of three independent non-executive Directors, being Mr. Richard Yeh (葉霖), Dr. Ma Jun (馬軍) and Ms. Wang Shan (王珊) and one executive Director, being Ms. Tian Liping, who is the chairwoman of the nomination committee. The primary duties of the Nomination Committee are to make recommendations to our Board on the appointment and removal of Directors of our Company.

BOARD DIVERSITY POLICY

Our Company recognizes the importance of achieving diversity in the Board and the board diversity policy of the Company sets out the approach to include and make good use of differences in the talents, skills, knowledge, regional and industry experience, cultural and educational background, ethnicity, gender, length of service and other qualities of the members of the Board. In particular, there will be no discrimination on the ground of race, age, gender or religious belief. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately.

Our nomination committee is responsible for the implementation of our board diversity policy. After our Listing, our nomination committee will review our board diversity policy from time to time to ensure its continued effectiveness and we will disclose the implementation of our board diversity policy in our corporate governance report on an annual basis.

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CODE PROVISION A.2.1 OF THE CORPORATE GOVERNANCE CODE

Ms. Tian Liping is our Chairwoman and Chief Executive Officer. With extensive experience in the medical information technology industry, Ms. Tian Liping is responsible for formulating and implementing the overall development strategies and business plans of our Group and overseeing the overall development and operations of our Group and is instrumental to our growth and business expansion since our establishment. Our Board considers that vesting the roles of Chairwoman and chief executive officer in the same person is beneficial to the management of our Group. The balance of power and authority is ensured by the operation of the senior management and our Board, which comprises experience and high-caliber individuals. Upon Listing, our Board will comprise four executive Directors (including Ms. Tian Liping), two non-executive Directors and three independent non-executive Directors and therefore has a strong independence element in its composition.

Save as disclosed above, we are in compliance with all code provisions of the Corporate Governance Code as set out in Appendix 14 to the Listing Rules.

WAIVERS GRANTED BY THE STOCK EXCHANGE

Management presence

We have applied to the Stock Exchange for, and the Stock Exchange has agreed to grant, 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. For details of the waiver, please see the section headed “Waivers and Exemptions from Strict Compliance with the Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance — Waiver in relation to Management Presence in Hong Kong”.

Qualification of one of our Joint Company Secretaries

We have applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver under and in respect of Rules 3.28 and 8.17 of the Listing Rules in relation to the requirement on the qualifications of one of our joint company secretaries, Ms. Yang Yanling (楊艷玲). For details of the waiver, please see the section headed “Waivers and Exemptions from Strict Compliance with the Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance — Waiver in relation to our Joint Company Secretary”.

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COMPLIANCE ADVISER

We have appointed Somerley Capital Limited as our compliance adviser (the “**Compliance Adviser**”) pursuant to Rule 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, the Compliance Adviser will advise us in 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, is contemplated including share issues and share repurchases;
- where we propose to use the proceeds of the Global Offering in a manner different from that detailed in this prospectus or where our business activities, developments or results deviate from any forecast, estimate, or other information in this prospectus; and
- where the Stock Exchange makes an inquiry of our Company regarding unusual movements in the price or trading volume of the Shares of our Company.

The term of the appointment shall commence on the Listing Date and end on the date on which we distribute our annual report in respect of our financial results for the first full financial year commencing after the Listing Date.

COMPENSATION OF DIRECTORS AND SENIOR MANAGEMENT

Our Directors and members of our senior management receive compensation from our Company in the form of fees, salaries, contributions to pension schemes, discretionary bonuses, allowances and other benefits in kind.

The aggregate remuneration (including fees, salaries, discretionary bonuses, allowances, benefits in kind, and contributions to pension schemes) incurred for our Directors for the years ended December 31, 2018, 2019 and 2020 was approximately RMB2.2 million, RMB3.2 million and RMB2.7 million, respectively.

The five highest paid individuals of our Group for the years ended December 31, 2018, 2019 and 2020 included three, three and three Directors, respectively, whose remuneration is included in the aggregate amount of remuneration (including fees, salaries, discretionary bonuses, allowances, benefits in kind, and contributions to pension schemes) as set out above. The aggregate amount of fees, salaries, discretionary bonuses, allowances, benefits in kind, and contributions to pension

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schemes paid for the remaining two, two and two individuals for the years ended December 31, 2018, 2019 and 2020 was approximately RMB1.0 million, RMB1.4 million and RMB1.6 million, respectively.

No remuneration was paid by us to our Directors or the five highest paid individuals as an inducement to join or upon joining us or as a compensation for loss of office in respect of the years ended December 31, 2018, 2019 and 2020. Further, none of our Directors had waived any remuneration during the same period.

Save as disclosed above, no other payments have been made or are payable in respect of each of the years ended December 31, 2018, 2019 and 2020 by the Group to the Directors.

Under the arrangements currently in force, the aggregate amount of remuneration, excluding discretionary bonuses and share based compensation, payable to our Directors for the year ending December 31, 2021 is estimated to be approximately RMB3.8 million.

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

SHARE OPTION SCHEMES

In order to incentivize our Directors, senior management and employees for their contribution to the Group and to attract and retain skilled and experienced personnel to enhance the development of our Group, we have adopted the Pre-IPO Share Option Scheme on March 29, 2021. As of the date of this prospectus, the Pre-IPO Share Options for an aggregate of 26,754,000 Shares, representing 3.88% of the issued share capital of our Company immediately following completion of the Global Offering (without taking into consideration our Shares that may be issued pursuant to the exercise of the Over-allotment Option and any option granted or to be granted under the Share Option Schemes), have been granted to 62 Grantees on April 2, 2021. No further option will be granted under the Pre-IPO Share Option Scheme after Listing. In addition, we have conditionally adopted the Post-IPO Share Option Scheme to allow us to grant options to selected Directors, senior management and employees after Listing. The principal terms of the Share Option Schemes are summarized in the section headed “Appendix IV — Statutory and General Information — D. Share Option Schemes” in this prospectus.