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## DIRECTORS AND SENIOR MANAGEMENT

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### OVERVIEW

Our Board consists of 12 Directors, including three executive Directors, five non-executive Directors and four independent non-executive Directors.

### BOARD OF DIRECTORS

The following table sets forth certain information of our Directors:

<b>Name</b>	<b>Age</b>	<b>Position</b>	<b>Date of appointment as Director</b>	<b>Date of joining our Group</b>	<b>Principal roles and responsibilities</b>	<b>Relationship with other Directors and senior management</b>
Dr. Yang Lu ( <i>alias</i> Patrick Lu) (陸陽)	66	Chairman of the Board, executive Director, president and chief executive officer	October 15, 2020	March 2007	Responsible for the overall affairs of the Board and general management of the Company, the formulation of the general corporate business plans, strategies and major decisions; and responsible for the identification, development and delivery of business solutions and services	None

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## DIRECTORS AND SENIOR MANAGEMENT

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Name	Age	Position	Date of appointment as Director	Date of joining our Group	Principal roles and responsibilities	Relationship with other Directors and senior management
Dr. Michael V. Molyneaux	51	Executive Director and chief medical officer	January 25, 2021	November 2015	Responsible for the development of clinical operations, medical affairs and regulatory affairs; responsible for managing external vendors and consultants; and responsible for leading KOL engagement and activities to support multiple projects	None
Dr. David Mark Evans	59	Executive Director and chief scientific officer	July 12, 2021	March 2008 and July 2018 <sup>1</sup>	Responsible for scientific, technological and research operations in oncology and fibrosis	None
Dr. Xiaochang Dai (戴曉暢)	58	Non-executive Director	January 25, 2021	April 2016	Participating in the formulation of the general corporate business plans, strategies and major decisions of our Company through the Board	None

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<sup>1</sup> Dr. Evans firstly joined our Group in March 2008, served until January 2013 and rejoined our Group in July 2018.

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## DIRECTORS AND SENIOR MANAGEMENT

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Name	Age	Position	Date of appointment as Director	Date of joining our Group	Principal roles and responsibilities	Relationship with other Directors and senior management
Mr. Mincong Huang (黃敏聰)	33	Non-executive Director	January 25, 2021	January 2021	Participating in the formulation of the general corporate business plans, strategies and major decisions of our Company through the Board	None
Mr. Da Liu (柳達)	51	Non-executive Director	January 25, 2021	November 2019	Participating in the formulation of the general corporate business plans, strategies and major decisions of our Company through the Board	None
Mr. Jiajun Lai (賴嘉俊)	33	Non-executive Director	January 25, 2021	January 2021	Participating in the formulation of the general corporate business plans, strategies and major decisions of our Company through the Board	None
Mr. Jiankang Zhang (章建康)	64	Non-executive Director	July 12, 2021	July 2021	Participating in the formulation of the general corporate business plans, strategies and major decisions of our Company through the Board	None

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Name	Age	Position	Date of appointment as Director	Date of joining our Group	Principal roles and responsibilities	Relationship with other Directors and senior management
Dr. Yu Cheung Hoi (于常海)	67	Independent non-executive Director	December 20, 2021	June 2021	Participating in the decision-making on major issues concerning our Company through the Board	None
Mr. Fengmao Hua (華風茂)	53	Independent non-executive Director	December 20, 2021	June 2021	Participating in the decision-making on major issues concerning our Company through the Board	None
Ms. Monin Ung (黃夢瑩)	53	Independent non-executive Director	December 20, 2021	June 2021	Participating in the decision-making on major issues concerning our Company through the Board	None
Ms. Shing Mo Han, Yvonne ( <i>alias</i> Mrs. Yvonne Law) (盛慕嫻), <i>BBS, JP</i>	66	Independent non-executive Director	December 20, 2021	December 2021	Participating in the decision-making on major issues concerning our Company through the Board	None

### Executive Directors

**Dr. Yang Lu (*alias* Patrick Lu)** (陸陽), aged 66, is the founder, the chairman of our Board, our executive Director, the president and the chief executive officer of our Group. Dr. Lu has led our Company from an early discovery effort to an siRNA therapeutics product company, with multiple programs currently at clinical stage.

Prior to establishing our Group, Dr. Lu served as a lab head and senior scientist at Genetic Therapy, Inc., a Novartis company in the U.S. from April 1994 to April 2000, and worked at Digene Corporation in the U.S. from May 2000 to May 2001. In June 2001, Dr. Lu co-founded Intradigm Corp. in the U.S. and served as the executive vice president and led research and development until January 2007.

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Historically, Dr. Lu had also served as a senior scientific advisor for the South China Biotechnology Center, Sun Yat-sen University in Guangzhou in 1998, an adjunct professor (Industry) of Nanjing University from September 2009 to September 2012, the member of the task force to study nanobiotechnology by the governor of State of Maryland in the U.S. in 2010, and an adjunct professor of the South China Science and Technology University from December 2012 to November 2014. Dr. Lu has authored and co-authored more than 50 scientific publications, including a senior author for a research article in Nature Medicine, and is the inventor and/or co-inventor of more than 70 patents.

In 2008, Dr. Lu established Suzhou Sirnaomics to conduct research and development for RNAi based therapeutics in China. In 2012, Dr. Lu established Guangzhou Sirnaomics to conduct formulation and manufacture of its novel RNAi therapeutic product. Dr. Lu has received multiple awards and grants for his innovation effort and entrepreneurship from Suzhou Industry Park, Suzhou Municipal Government, Jiangsu Provincial Government, Guangzhou Economic Development Zoon and Guangzhou Municipal Government. Dr. Lu has also served as the primary investigator and received grants for the National 11-5 and 12-5 key scientific programs in China. Since 2008, Dr. Lu has led the company to raise more than US\$270 million funding from venture capital groups.

Dr. Lu obtained a bachelor's degree in biology, a master's degree and a doctoral degree in botany from Sun Yat-sen University (中山大學) in the PRC in January 1982, December 1984 and June 1987, respectively. He also conducted postdoctoral research in molecular genetics at the University of Maryland at College Park in the U.S. from December 1987 to April 1990, where he was awarded a National Science Foundation Postdoctoral Fellowship Grant, and postdoctoral research in cancer at Georgetown University Medical Center in the U.S. from April 1990 to March 1992.

**Dr. Michael V. Molyneaux**, aged 51, is our executive Director and the chief medical officer of our Group. Dr. Molyneaux has unique experience of over 20 years in diverse clinical environments and industry, with proven results in clinical operations. Dr. Molyneaux currently holds the Board Certification granted by the College of Family Physicians of Canada and the American Board of Family Medicine Certification. Dr. Molyneaux is also a licensed physician in the State of California in the U.S.

Prior to joining our Group, Dr. Molyneaux served as an emergency room physician of Queen Elizabeth Hospital in Canada from 2002 to 2008. Dr. Molyneaux subsequently served at the Passavant Area Hospital in Illinois, U.S. as an emergency room physician and a medical director from 2008 to 2013. Dr. Molyneaux also served as a wound care physician of the Advance Wound Healing and Hyperbaric Center from 2008 to 2013. Dr. Molyneaux then served as the chief medical officer of Macrocare Inc. from March 2013 to November 2015.

Dr. Michael V. Molyneaux obtained a bachelor's degree of science from the University of Prince Edward Island in Canada in May 1991 and a doctor of medicine degree from Dalhousie

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University in Canada in May 1996. He completed the residency training in family medicine of Dalhousie University in Canada in June 1998 and then obtained a master's degree of business administration in Washington University, St. Louis in the U.S. in May 2012.

**Dr. David Mark Evans**, aged 59, is our Executive Director and chief scientific officer. Dr. Evans served as an executive vice president of research and development of our Group from March 2008 to January 2013. Dr. Evans has rich experience in pharmaceutical research and focuses on the development of siRNA therapeutics in oncology and fibrosis.

Prior to joining our Group, Dr. Evans served as (i) the head of in vitro screening group at Frederick National Lab for Cancer Research, a federally funded research and development center sponsored by the National Cancer Institution in the U.S., from February 2013 to April 2018; (ii) the vice president of operations at Emerald Biostructures Inc. in the U.S. from February 2012 to December 2012; (iii) the senior director at Dharmacon Inc., a wholly owned subsidiary of Thermo Fisher Scientific Inc., a company listed on the New York Stock Exchange (stock code: TMO), in the U.S. in July 2016; and (iv) the senior investigator at the Translational Genomics Research Institute in the U.S. from June 2003 to December 2005. Dr. Evans also worked at Psychiatric Genomics Inc. in the U.S. in 2002.

Dr. Evans received a bachelor's degree of science in biochemistry, a degree of doctor in philosophy and a diploma in biochemistry from the Imperial College in the U.K. in August 1983, April 1988 and April 1988, respectively. He was also a postdoctoral scientist at the University of Maryland School of Medicine in the U.S. from November 1987 to December 1989 and a postdoctoral fellow at the Pharmacology Department of Saint Louis University School of Medicine in the U.S. from January 1990 to March 1993. Dr. Evans has authored and co-authored more than 20 scientific publications with the first one tracing back to 1986 and is the named inventor of more than 20 registered patents and patent applications.

### Non-executive Directors

**Dr. Xiaochang Dai (戴曉暢)**, aged 58, is our non-executive Director. Dr. Dai currently serves as a professor at School of Chemical Science and Engineering, Yunnan University since 2000, the executive director of Value Measure Investments Limited since January 2011 and the executive director of Trinity Power Limited since March 2012, respectively. Dr. Dai also serves as a director of Shenzhen Yunda Technology Industry Co., Ltd. (深圳市雲大科技產業有限公司) since August 2001. Prior to joining our Group, Dr. Dai served as the executive director, director of scientific advisory committee, director of postdoctoral workstation, chief scientist at Yunda Technology Co., Ltd. (雲大科技股份有限公司), a company used to be listed on Shanghai Stock Exchange (stock code: 600181) and delisted since June 1, 2007, from January 2000 to December 2001, the chairman and general manager of Dalian High-tech Biopharmaceutical Co., Ltd. (大連高新生物製藥有限公司) in 2001, the chairman of Yunnan Walvax Biopharmaceutical Co., Ltd. (雲南沃森生物製藥有限公司), the predecessor of Walvax Biotechnology Co., Ltd. (雲南沃森生物技術股份有限公司), a company listed on Shenzhen Stock

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Exchange (stock code: 300142) from 2002 to 2004, the managing director of Kunming Baker Norton Pharmaceutical Co., Ltd. (昆明貝克諾頓製藥有限公司) in 2005, and the president of Kunyao Group Co., Ltd. (昆藥集團股份有限公司), a company listed on Shanghai Stock Exchange (stock code: 600422), from September 2015 to December 2017.

Dr. Dai obtained a bachelor's degree in chemistry in School of Chemistry, Yunnan Normal University in the PRC in July 1983, a master's degree in biochemistry in Shanghai Institute of Biochemistry, Chinese Academy of Sciences in the PRC in July 1988, and a doctoral degree in chemistry from The Scripps Research Institute in San Diego, California, U.S. in September 1998, respectively. He also conducted postdoctoral research in the laboratory of John N. Ablelson, Division of Biology and Biological Engineering, California Institute of Technology in the U.S. from November 1998 to December 1999.

**Mr. Mincong Huang (黃敏聰)**, aged 33, is our non-executive Director. Mr. Huang has rich experience in investment management. Mr. Huang currently serves as the executive vice president of Shenzhen Oriental Land Group Co., Ltd. (深圳市東方置地集團有限公司) since March 2015, and the general manager of Shenzhen Oriental Ruijia Investment Partnership Enterprise Limited Partnership (深圳市東方瑞佳投資合夥企業有限合夥) since July 2016 and the director of Huang Family Capital since January 2019. Mr. Huang obtained his bachelor's degree in commerce from Macquarie University Australia in September 2013.

**Mr. Da Liu (柳達)**, aged 51, is our non-executive Director. Mr. Liu has rich experience in investment management. Mr. Liu currently serves as the managing director of CR-CP Life Science Fund since October 2019. Prior to that, Mr. Liu served as the business director of Strategic Department at China Resources (Holdings) Co., Ltd. from April 2016 to December 2019. Mr. Liu obtained his master's degree in business administration from Thunderbird School of Global Management in Arizona, the U.S. in May 2002.

**Mr. Jiajun Lai (賴嘉俊)**, aged 33, is our non-executive Director. Mr. Lai started his career at Guangzhou YUEXIU Industrial Investment Fund Management Co., Ltd. (廣州越秀產業投資基金管理股份有限公司) in December 2011, and currently serves as the managing director and head of equity investment department at Guangzhou YUEXIU Industrial Investment Fund Management Co., Ltd. since February 2021. Mr. Lai obtained his bachelor's degree in business management from Sun Yat-sen University in the PRC in July 2010 and his master's degree in economics from The Hong Kong University of Science and Technology in November 2011 in Hong Kong.

**Mr. Jiankang Zhang (章建康)**, aged 64, is our non-executive Director.

Mr. Zhang has 39 years of professional experience in biotechnology industry and global public health field. From March 2017 to August 2019, Mr. Zhang worked as the executive vice president and chief operating officer in Ustar Biotechnologies (Hangzhou) Limited (杭州優思達生物技術有限公司). Prior to that, Mr. Zhang worked at the Program for Appropriate Technology

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in Health (PATH), a global non-profit health organization as the chief representative in China from January 2007 to May 2016. From July 1999 to October 2006, he served as the general manager of Haemonetics China (美國血液技術公司). He was an editor of the International Journal of Biologicals from January 1982 to August 1990, which was operated by Shanghai Institute of Biological Products (上海生物製品研究所), where Mr. Zhang was the medical information specialist, project manager, assistant managing director and the executive deputy managing director for operation from January 1982 to June 1999 successively.

Mr. Zhang concurrently holds the following positions outside our Company:

- independent director of Shanghai Serum Bio-technology Co., Limited (上海賽倫生物技術股份有限公司) since August 2018;
- vice president and director of Walvax Biotechnology Co., Ltd. (雲南沃森生物技術股份有限公司), a company listed on Shenzhen Stock Exchange (stock code: 300142) since June 2020; and
- president and director of Shanghai Zerun Biotechnology Co., Ltd. (上海澤潤生物科技股份有限公司) since June 2020.

Mr. Zhang obtained his master's degree of business administration from China Europe International Business School in April 2000. He obtained a master's degree in library and information sciences majored in medicine in January 1992 from Dominican University in Illinois, the U.S. He graduated from Fudan University in the PRC with a bachelor's degree of arts in French language and literature in January 1982. He also obtained a diploma in public health from Shanghai Health Bureau in September 1977. He obtained a professional title of associate research fellow in January 1995 from the former Ministry of Health, the PRC.

### Independent non-executive Directors

**Dr. Yu Cheung Hoi (于常海)**, aged 67, is our independent non-executive Director. Dr. Yu has rich experience in scientific research and business operations.

In addition to his position in our Group, Dr. Yu also serves as (i) a director of CR-CP Life Science Fund Management Limited since May 2021; (ii) the chairman of the Hong Kong Council for Testing and Certification since January 2016; (iii) a member of the Biotech Advisory Panel of the Stock Exchange of Hong Kong Limited since April 2018; (iv) a member of the board of trustees of Gordon Research Conference, a group of international scientific conferences covering biological, chemical and physical sciences and the related technologies, since July 2014; and (v) a director at Asian Fund for Cancer Research since November 2012. In addition to that, at Peking University (北京大學), Dr. Yu serves as (i) a professor and doctoral supervisor at the Neuroscience Research Institute (北京大學神經科學研究所) since January 2002, and its vice director since December 2006; (ii) a professor at the Infectious Disease Research Center (北京大學感染病中心) since September 2006; (iii) an vice director at the Key Neuroscience Laboratory designated by the Ministry of Education and Ministry of Health (教育部和衛計委神經科學重點實驗室); and (iv) the director at Translational Medicine



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Laboratory of the Institute of Systems Biomedicine (北京大學系統生物醫學研究所轉化醫學實驗室) since September 2010.

Dr. Yu founded the Hong Kong Biotechnology Organization (HKBIO) in September 2009 and the Guangdong – Hong Kong – Macau Great Bay Area Biotechnology Alliance in December 2017, and has been serving as the presidents. Dr. Yu also founded Hong Kong DNA Chips Limited, presently Hai Kang Life Corporation Limited, in May 1999, and has been serving as the president of the board and chief executive officer.

Dr. Yu obtained a bachelor's degree of science, a master's degree of science, and a doctoral degree of philosophy, from the University of Saskatchewan in Canada, in May 1976, October 1980 and May 1984, respectively. Dr. Yu has published more than 170 scientific papers and is the inventor of more than 70 global patents.

**Mr. Fengmao Hua (華風茂)**, aged 53, is our independent non-executive director. In addition to his position at our Group, Mr. Hua serves as the chairman of the board of China Finance Strategies Investment Holdings since August 2014 and the chief executive officer of Chempartner Pharmatech Co., Ltd., a company listed on Shenzhen Stock Exchange (stock code: 300149) since July 2021. Mr. Hua has more than 15 years of experience in the investment banking industry. Mr. Hua previously worked at a number of investment banking firms where he was mainly responsible for corporate finance, public offering, reorganization, merger and acquisitions as well as other financial consulting work, the details of which are set forth below:

- prior to August 2005, Mr. Hua held various positions in various investment banks, including CLSA Capital Market Limited and Standard Chartered Securities Hong Kong Limited;
- from April 2008 to August 2014, Mr. Hua served as the head of direct investment department and the head of investment banking department in BOCOM International Holdings Company Limited; and
- from July 2018 to June 2021, Mr. Hua served as an executive Director and the chief financial officer of Viva Biotech Holdings, a company listed on the Stock Exchange (stock code: 1873).

Mr. Hua obtained his bachelor's degree in English from Shanghai International Studies University (上海外國語大學) in the PRC in July 1989. He obtained his master's degree in business administration from the International University of Japan in June 1997 in Japan.

**Ms. Monin Ung (黃夢瑩)**, aged 53, is our independent non-executive Director. In addition to her position at our Group, Ms. Ung also serves as a director at Adlux AI Group Limited

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operated out of Germany since November 2019. Ms. Ung is the legal adviser to the Greater Bay Area Biotech Alliance since June 2020 and she founded the Oxford Futurists group for futuristic forum discussions. Ms. Ung founded Mung7Art in January 2021, which is an art collective of digital artists across the world. Ms. Ung established the boutique legal practice of MUNG (黃夢瑩律師事務所) in July 2018 and has been serving as the managing partner since then. Prior to that, Ms. Ung held several positions in U.K. and U.S. international law firms where she advised clients on corporate finance and private equity transactions and intellectual property disputes.

Ms. Ung received a bachelor's degree of law (LL.B.) from Brunel University in the U.K. in July 1991, a master's degree of law (LL.M.) in Chinese and Comparative Law from the City University of Hong Kong in November 2001, and has been on the executive master's degree of business administration (EMBA) from Said Business School at the University of Oxford since January 2017. Ms. Ung became an advocate and solicitor in Singapore in May 1994, and a solicitor in Hong Kong in May 1997. She is also a recipient of the Hong Kong Chief Executive's Commendation for Community Service Award in July 2015.

**Ms. Shing Mo Han, Yvonne (*alias* Mrs. Yvonne Law) (盛慕嫻), BBS, JP**, aged 66, is our independent non-executive Director.

In addition to her position at our Group, Mrs. Yvonne Law currently serves as the independent non-executive director of (i) China Resources Pharmaceutical Group Limited, a company listed on the Main Board of the Stock Exchange (stock code: 3320) since August 2017; (ii) CSSC (Hong Kong) Shipping Company Limited, a company listed on the Main Board of the Stock Exchange (stock code: 3877) since May 2019; (iii) AEON Credit Service (Asia) Company Limited, a company listed on the Main Board of the Stock Exchange (stock code: 900) since June 2020; and (iv) China Merchants Energy Shipping Company Limited, a company listed on the Shanghai Stock Exchange (stock code: 601872) since October 2020.

Mrs. Yvonne Law's current public appointments include being the treasurer of the Council of the Hong Kong Academy for Performing Arts, Home Affairs Bureau, since January 2016, and a member of the 10th, 11th and 12th Jiangsu Provisional Committee of the Chinese People's Political Consultative Conference since January 2008. She has been appointed to serve on the Board of Trustees of the Hong Kong Polytechnic University Superannuation Fund since May 2018, and a court member of the Hong Kong Polytechnic University since April 2016. She also serves as the advisor and finance committee member of Our Hong Kong Foundation since November 2015.

In the past, her appointments also include being the chairperson of the Hospital Governing Committee of Shatin Hospital from April 2011 to March 2017, and a member of the Hong Kong Hospital Authority from December 2007 to November 2013.

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Mrs. Yvonne Law was appointed as a Justice of the Peace in July 2013 and awarded the Bronze Bauhinia Star by the Hong Kong government in June 2017. She was named as one of the China's National Hundred Outstanding Women Entrepreneurs by China Association of Women Entrepreneurs (中國女企業家協會) in October 2006.

Mrs. Yvonne Law was a partner at Deloitte Touche Tohmatsu / Deloitte China from April 1990 to May 2016. She was admitted as an associate of the Hong Kong Institute of Certified Public Accountants (formerly known as the Hong Kong Society of Accountants) in April 1980, a fellow member of the Chartered Association of Certified Accountants in December 1984 and an associate member and a fellow member of the Institute of Chartered Secretaries and Administrators in October 1980 and September 2001, respectively. She is also a founding member and past president of the Association of Women Accountants Hong Kong.

Mrs. Yvonne Law obtained a higher diploma in accountancy from the Hong Kong Polytechnic (currently known as the Hong Kong Polytechnic University) in October 1977, and she was conferred University Fellow of The Hong Kong Polytechnic University in the year 2016/2017.

### SENIOR MANAGEMENT

The following table sets forth certain information of our senior management:

<b>Name</b>	<b>Age</b>	<b>Position</b>	<b>Date of appointment as senior management</b>	<b>Date of joining our Group</b>	<b>Principal roles and responsibilities</b>	<b>Relationship with other Directors and senior management</b>
Dr. Yang Lu ( <i>alias</i> Patrick Lu) (陸陽)	66	Chairman of the Board, executive Director, president and chief executive officer	March 10, 2007	March 2007	Responsible for the overall affairs of the Board and general management of the Company, the formulation of the general corporate business plans, strategies and major decisions; and responsible for the identification, development and delivery of business solutions and services	None

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## DIRECTORS AND SENIOR MANAGEMENT

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Name	Age	Position	Date of appointment as senior management	Date of joining our Group	Principal roles and responsibilities	Relationship with other Directors and senior management
Dr. Michael V. Molyneaux	51	Executive Director, chief medical officer	January 1, 2016	November 2015	Responsible for the development of clinical operations, medical affairs and regulatory affairs; responsible for managing external vendors and consultants; and responsible for leading KOL engagement and activities to support multiple projects	None
Dr. David Mark Evans	59	Executive Director and chief scientific officer	July 14, 2018	March 2008 and July 2018 <sup>1</sup>	Responsible for scientific, technological and research operations in oncology and fibrosis.	None
Dr. Zhifeng Long ( <i>alias</i> Steven Long)	59	Chief development officer	July 1, 2018	July 2018	Responsible for CMC and clinical trials in China	None
Ms. Yun Zhang (張蘊) ( <i>alias</i> Monica Zhang)	36	China chief operating officer, board secretary and joint company secretary	March 31, 2018	November 2015	Responsible for financing, IPO execution, investor relations and operation management of Greater China of our Group	None
Mr. Yip Wing Kei (葉永基)	35	Vice president of corporate finance and China chief financial officer	October 1, 2019	October 2018	Responsible for overall financial management and financial matters of our Group	None
Dr. Edward Yongxiang Wang	69	Chief Production Officer	August 17, 2020	August 2020	Responsible for CMC compliance and the operation engineering development in China	None

<sup>1</sup> Dr. Evans firstly joined our Group in March 2008, served until January 2013 and rejoined our Group in July 2018.

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**Dr. Yang Lu** (*alias Patrick Lu*) (陸陽), aged 66, is our founder, the chairman of our Board, our executive director, the president and the chief executive officer. See “– Board of Directors” in this section for the biographical details of Dr. Lu.

**Dr. Michael V. Molyneaux**, aged 51, is our executive Director and the chief medical officer of our Group. See “– Board of Directors” in this section for the biographical details of Dr. Molyneaux.

**Dr. David Mark Evans**, aged 59, is the executive Director and chief scientific officer of our Group. See “– Board of Directors” in this section for the biographical details of Dr. Evans.

**Dr. Zhifeng Long** (*alias Steven Long*), aged 59, is our chief development officer. Dr. Long has more than 33 years industrial experience, including 30 years in directing translational research, drug development, preclinical pharmacotox studies, clinical research, molecular diagnostic assays, drug manufacturing, quality control and quality assurance. Prior to joining our Group, Dr. Long served as (i) the president and chief executive officer in Personal Diagnostix, Inc. from May 2010 to June 2018; (ii) the vice president of research and development and the vice president of manufacturing and quality control successively in AnGes, Inc. from March 2002 to May 2010; (iii) the director of clinical biosafety and quality control and the acting director of quality assurance from January 2000 to March 2002, the director of core technologies and molecular biology laboratories from February 1999 to January 2000, the unit head of clinical support and core technologies from February 1996 to January 1999, and the group leader of clinical support and core technologies from March 1994 and January 1996 in Genetic Therapy Inc., a Novartis Company; and (iv) the director of department of BioAnalytical Services from January 1994 to March 1994, the head of PCR core lab from January 1991 to January 1994, and the senior scientist September 1989 to January 1991 in Quality Biotech Inc (now known as WuXi AppTec Co., Ltd., a company listed on the Stock Exchange (stock code: 02359)).

Dr. Long received his bachelor’s degree of science in genetics and biology in July 1982 from Fudan University in China and his doctorate degree in molecular genetics in April 1987 from University of Leeds in the U.K. He also conducted postdoctoral research in molecular biology and biochemistry in the Roche Pharmaceuticals Corporation in New Jersey, the U.S. from March 1987 to February 1989 and in the University of Pennsylvania in the U.S. from February 1989 to September 1989.

**Ms. Yun Zhang** (*alias Monica Zhang*) (張蘊), aged 36, is the China chief operating officer and board secretary of our Group and the joint company secretary of our Company. Ms. Zhang joined our Group in November 2015 as the deputy general manager of Guangzhou Sirnaomics and then served as the executive deputy general manager of Guangzhou Sirnaomics from January 2017 to November 2020. Ms. Zhang has been serving as the board secretary of our Group since March 2018, and was appointed as the chief operating officer (Greater China) of our Group in November 2020. Prior to joining our Group, Ms. Zhang worked at the National

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Foundation for Cancer Research in Maryland, the U.S. from July 2009 to October 2015, with her last position serving as a program manager. Ms. Zhang is actively involved in the biopharmaceutical sectors in the U.S. and the PRC, serving as a director and the vice president of marketing and communication of the Chinese Biopharmaceutical Association in Maryland, the U.S. since January 2013, and the deputy general secretary of Guangzhou Biotechnology Organization (GZ-BIO) in the PRC since August 2017. Ms. Zhang is an active member of the Bayhelix Group.

Ms. Zhang obtained her bachelor's degree of English studies (Translation and Interpretation) from the Shanghai University of International Business and Economics in the PRC in June 2007 and her master's degree of international affairs from the American University in the U.S. in August 2009.

**Mr. Yip Wing Kei (葉永基)**, aged 35, is the vice president of corporate finance and China chief financial officer of our Group. Mr. Yip has rich experience in corporate finance for over 12 years. Prior to joining our Group, Mr. Yip served as an analyst in the merger and acquisition department of KPMG Corporate Finance Limited from August 2008 to April 2010, and an associate in the investment banking division of Rothschild (Hong Kong) Limited from May 2010 to August 2015. Mr. Yip worked in Credit Suisse (Hong Kong) Limited from October 2015 to October 2018 and successively served as an associate in Investment Banking Division and a vice president in Ultra High Net Worth Entrepreneur Coverage Department.

Mr. Yip received his bachelor's degree of economics and finance from the University of Hong Kong in November 2008.

**Dr. Edward Yongxiang Wang**, aged 69, is our Chief Production Officer. Prior to joining our Group, Dr. Wang served as (i) the senior scientist in the National Cancer Institute - Biopharmaceutical development program in the U.S. from January 2001 to December 2004; (ii) the technology director of Charter Medical Ltd. from January 2005 to December 2006; (iii) the deputy director of engineering in the US AERAS Global Tuberculosis Vaccine Foundation R&D Base (a non-profit organization affiliated with the Bill & Melinda Gates Foundation) from May 2007 to October 2011; (iv) the technology consultant of Parexel International in Ben Venue Laboratory of Boehringer Ingelheim from October 2011 to October 2012; (v) the vice president of technical operations at Wuxi Biological Base of WuXi AppTec Co., Ltd., a company listed on the Stock Exchange (stock code: 2359), from October 2012 to February 2014; (vi) the director of vaccine production in Newlink Genetics Inc. for a special project to fight the Ebola Epidemic from August 2014 to June 2016; and (vii) the deputy general manager at Shanghai Furen Medicine R&D Co., Ltd. (上海輔仁醫藥醫藥研發有限公司) from October 2016 to June 2018.

Dr. Wang received his bachelor's degree of biophysics in University of Science and Technology of China in the PRC in November 1976, his master's degree of biochemistry in Tokyo Institute of Technology in Japan in September 1983, and his doctoral degree of

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technology at the Department of Chemical Engineering in the Faculty of Engineering and Materials Science at the Helsinki University of Technology in Finland in December 1995.

Save as disclosed above, none of the Directors or senior management has held any directorship in any public company the securities of which are listed on any securities market in Hong Kong or overseas during the three years immediately preceding the Latest Practicable Date.

### KINSHIP

There is no family or blood relationship among any of the Directors and senior management of our Company.

### JOINT COMPANY SECRETARIES

**Ms. Yun Zhang** (張蘊), aged 36, is the China chief operating officer our Group and the joint company secretary of our Company. See “– Senior Management” in this section for the biographical details of Ms. Zhang.

**Mr. Leung Ting Cheung** (*alias* **Leo Leung**) (梁庭彰), aged 38, is the joint company secretary of the Company. Mr. Leung has over 15 years of experience in accounting and corporate compliance. From January 2006 to January 2008, he worked as an audit assistant at Horwath Hong Kong CPA Limited (now known as BDO Limited), a company which engages in the provision of assurance services. He joined KPMG as an accountant in January 2008 and was promoted to assistant audit manager in July 2008. He was later promoted to audit manager in October 2011 and left KPMG in May 2012. Thereafter, from May 2012 to August 2015, he worked as a senior manager at World Smart Accounting Services Limited, a company which engages in the provision of accountancy and company secretarial services. From January 2016 to November 2018, he worked as a financial consultant for Sun Cheong Creative Development Holdings Limited, a company listed on the Stock Exchange (stock code: 1781). From November 2018 to April 2020, he worked as the financial controller and company secretary of EuroEyes International Eye Clinic Limited (stock code: 1846), a company listed on the Stock Exchange.

Mr. Leung has been a member and a fellow of the Hong Kong Institute of Certified Public Accountants since February 2010 and May 2017, respectively. Mr. Leung obtained his bachelor’s degree in commerce with a major in accounting and finance from the University of Auckland, New Zealand in May 2004. He further obtained a graduate diploma in commerce with commercial law specialization in May 2005 from the same university.

### BOARD COMMITTEES

Our Company has established three Board Committees in accordance with the Articles and the corporate governance practice under the Listing Rules, namely the Audit Committee, the Remuneration Committee and the Nomination Committee.

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## DIRECTORS AND SENIOR MANAGEMENT

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### **Audit Committee**

The Audit Committee of our Company consists of three members, including Mrs. Yvonne Law, Mr. Fengmao Hua and Mr. Mincong Huang. Mrs. Yvonne Law is the chairman of the Audit Committee. The primary responsibilities of the Audit Committee are to review and supervise our financial reporting process, including:

- (a) to make recommendations to the Board on the appointment, replacement and removal of the external auditor, to consider and approve the remuneration and terms of engagement of the external auditor, and any questions of its resignation or dismissal;
- (b) to review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards. The Audit Committee shall discuss with the external auditors the nature and scope of the audit and reporting obligations before the audit commences;
- (c) to develop and implement policy on engaging an external auditor to provide non-audit services;
- (d) to monitor internal audit system of the Company and ensure the implementation of such systems;
- (e) to facilitate communications between the internal audit department and external auditors;
- (f) to review the financial information and relevant disclosures of the Company; and
- (g) to monitor the Company in respect of financial reporting system, risk management and internal controls system.

### **Remuneration Committee**

The Remuneration Committee of our Company consists of three Directors, including Ms. Monin Ung, Dr. Xiaochang Dai and Dr. Yu Cheung Hoi. Ms. Monin Ung is the chairman of the Remuneration Committee. The primary responsibilities of the Remuneration Committee include:

- (a) to make recommendations to the Board on our Company's remuneration policy and structure for all Directors and senior management, and on the establishment of a formal and transparent procedure for developing the remuneration policy;
- (b) to review and approve the remuneration proposals of senior management with reference to the Board's corporate goals and objectives;



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## DIRECTORS AND SENIOR MANAGEMENT

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- (c) to make recommendations to the Board on the remuneration packages of the executive Director and senior management or to determine, with delegated responsibility, the remuneration packages of the executive Director and senior management. The remuneration packages shall include benefits in kind, pension rights and compensation payments (including compensation for loss or termination of their office or appointment);
- (d) to make recommendations to the Board on the remuneration of non-executive Directors;
- (e) to consider salaries paid by comparable companies, time commitment and responsibilities and employment conditions elsewhere in our Group;
- (f) to review and approve the compensation payable to the executive Director and senior management for their loss or termination of office or appointment to ensure that such compensation is consistent with the contractual terms and is otherwise fair and not excessive;
- (g) to review and approve the compensation arrangements relating to dismissal or removal of the Directors for misconduct to ensure that such compensation is consistent with the contractual terms and is otherwise fair and not excessive; and
- (h) to ensure that no Director or any of his associates is involved in deciding his own remuneration.

### **Nomination Committee**

The Nomination Committee of our Company consists of three members, including Mr. Fengmao Hua, Dr. Lu and Dr. Yu Cheung Hoi. Mr. Fengmao Hua is the chairman of the Nomination Committee. The primary responsibilities of the Nomination Committee include:

- (a) to review the structure, size and composition of the Board (including the skills, knowledge and experience) at least annually and make recommendations on any proposed changes to the Board to complement our Company's corporate strategy;
- (b) to identify individuals suitably qualified to become board members and select and make recommendations to the Board on the selection of individuals nominated for directorships;
- (c) to assess the independence of the independent non-executive Directors; and
- (d) to make recommendations to the Board on the appointment or re-appointment of Directors and succession planning for Directors (in particular the chairman of the Board and the chief executive officer).

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### KEY TERMS OF EMPLOYMENT CONTRACTS

We normally enter into (i) an employment contract, and (ii) an intellectual property and confidentiality agreement with our senior management members and other key personnel. Set forth below are the details of the key terms of these contracts.

#### **Term**

The term of employment contracts for our senior management members and other key personnel is normally three years.

#### **Confidentiality and non-disclosure**

At all times during their employment with the Group and thereafter, the employee shall hold in the strictest confidence and will not disclose, publish, communicate, or make available, directly or indirectly, any of the confidential information of the Group. The employee shall not use confidential information for his/her own benefit or for the benefit of any third party or to the detriment of the Group. Confidential information includes, but not limited to, all information not generally known to the public, in spoken, printed, electronic, or any other form or medium, relating directly or indirectly to: data, results, methods, plans, proposals, policies, practices, processes, protocols, strategies, techniques, articles, documents, drawings, graphics, manuals, biological materials, materials, publications, records, reports, operations, financing, products, services, agreements, contracts, arrangements, letters of intent, term sheets, understandings, transactions, corporate actions, negotiations, unpublished patent applications, works of authorship, disclosure statements, know-how, trade secrets, concepts, designs, developments, discoveries, experiments, ideas, improvements, inventions, models, research, technologies, work-in-process, systems, specifications, computer programs and software, applications, operating systems, software design, web design, databases, device configurations, embedded data, compilations, metadata, sources, accounting and financial information, financing and investor information, legal and regulatory information, distributor and manufacturing information, marketing and sales information, pricing and cost information, personnel information, market research, internal controls, and security procedures of the Group, of any existing or prospective investor, client, customer, partner, supplier or vendor of the Group, or of any other third party person that has entrusted information in confidence to the Group.

#### **Employee-developed work product and intellectual property**

Any and all right, title, and interest in and to all work product as well as all intellectual property therein and all improvements thereto shall be the sole and exclusive property of the Group. The employee assigns, conveys, and transfers, to the Group and its successors and assigns, for no additional consideration, the employee's entire right, title and interest in and to all work product and all intellectual property therein and all improvements thereto, including

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the right to sue, counterclaim, and recover for all past, present, and future infringement, misappropriation, or dilution thereof, and all rights corresponding thereto throughout the world. Work product means all writings, data, results, methods, plans, proposals, policies, practices, processes, protocols, strategies, research, techniques, concepts, designs, developments, discoveries, experiments, ideas, improvements, inventions, materials, models, technologies, works-in-process, systems, and specifications, and all other work product of any nature whatsoever, that are created, invented, prepared, produced, authored, edited, amended, conceived, or reduced to practice by the employee, whether individually or jointly with others, at any time during the period commencing with the employee's engagement by or with Group and terminating six months after the termination of such engagement, and (i) relating in any way to the existing and prospective activities, business, development, finances, products, research or services of the Group; or (ii) resulting in any way from any services, assistance or collaboration performed by the employee of the Group (in each case, regardless of when or where the work product is prepared or whose equipment or other resources is used in preparing the same), all rights and claims related to the foregoing, and all printed, physical, and electronic copies, and all other tangible embodiments thereof.

### **Non-compete**

During, and for one year following, their employment, the employee will not, directly or indirectly, within the PRC, Hong Kong and the following jurisdictions within the U.S.: District of Columbia, Arizona, Connecticut, Delaware, Florida, Georgia, Illinois, Maryland, Minnesota, New Jersey, New York, North Carolina, Ohio, Pennsylvania, Texas, Virginia and Washington, engage or invest in, own, manage, operate, finance, control, or participate in ownership, management, operation, financing, or control of, be employed by, associated with, connected in any manner with, lend the employee's name or any similar name to, lend the employee's credit to, render services or advice to, or collaborate with, any third person whose activities, research, products or services compete in whole or in part with the then existing and prospective activities, research, products or services of the Group.

### **Non-solicitation**

During, and for one year following, their employment, the employee shall not, directly or indirectly, solicit, hire or recruit, or attempt to solicit, hire or recruit, directly or indirectly, (i) any director, officer, employee or consultant of Group; (ii) any prospective director, officer, employee or consultant of the Group; or (iii) any director, officer, employee or consultant who has been engaged by or with Group in the twelve months preceding the termination of the employee's engagement by or with the Group, regardless of the reason for such termination (the "**Covered Individual**"), and shall not induce the termination or modification of any engagement between a Covered Individual and Group.

During, and for one year following, their employment, the employee shall not solicit, connect or contact, or attempt to solicit, connect or contact, directly or indirectly, any of the

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## DIRECTORS AND SENIOR MANAGEMENT

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Group's current, former or prospective clients, customers, partners, suppliers and vendors for purposes of offering or providing, accepting or obtaining, or collaborating on goods or services similar to or competitive with those offered, provided, accepted or obtained or collaborated on by the Group.

### REMUNERATION OF DIRECTORS

Our Company offers the executive Directors and members of senior management, who are also employees of our Company, emolument in the form of salaries, allowances, discretionary bonus and benefits in kind. Our non-executive Directors and independent non-executive Directors receive emolument taking into account their responsibilities. We adopt a market and incentive-based employee emolument structure and implement a multi-layered evaluation system which focuses on performance and management goals.

The aggregate amount of remuneration paid to our Directors (including directors' fees, salaries, retirement benefit schemes contributions, performance and discretionary bonus, share-based payment expenses and other allowances) for the two years ended December 31, 2019 and 2020 and the nine months ended September 30, 2021 were approximately US\$1,293,000, US\$1,366,000 and US\$1,427,000, respectively.

For each of the year ended December 31, 2019 and 2020 and the nine months ended September 30, 2021, the aggregate amount of fees, salaries, retirement benefit schemes contributions performance and discretionary bonus, share-based payment expenses and other allowances (if applicable) paid to the five highest-paid individuals of our Group were approximately US\$1,866,000, US\$2,123,000 and US\$2,170,000, respectively.

During the Track Record Period, there was no remuneration paid or payable by our Company to our Directors or the five highest-paid individuals as an inducement to join or upon joining our Company. During the Track Record Period, there was no compensation paid or payable by our Company to 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.

During the Track Record Period, none of our Directors has waived or agreed to waive any remuneration or benefits in kind for the past two years. Save as disclosed above, there was no other payments paid or payable by our Company or any of our subsidiaries to our Directors or the five highest-paid individuals during the Track Record Period.

Under the remuneration policy of our Company, the Remuneration Committee will consider various factors such as salaries paid by comparable companies, tenure, commitment, responsibilities and performance of our Directors and the senior management (as the case may be), in assessing the amount of remuneration payable to our Directors and such employees. It is estimated that under the arrangements currently in force, the aggregate amounts of

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## DIRECTORS AND SENIOR MANAGEMENT

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remuneration payable by our Company to our Directors for the year ending December 31, 2021 is approximately US\$1.2 million (excluding any discretionary bonus and share-based payment expenses).

### DIRECTORS' INTEREST

Each of Dr. Lu, Dr. Michael V. Molyneaux, Dr. David Mark Evans, Dr. Xiaochang Dai and Mr. Mincong Huang is interested in the share capital of our Company and its associated corporations. See “Statutory and General Information – C. Further Information about our Directors – 3. Disclosure of Interests.” Save as disclosed in this prospectus, none of our Directors (i) held any other positions in our Company or any other members of our Group as of the Latest Practicable Date; (ii) had any other relationship with any Directors or senior management of our Company as of the Latest Practicable Date; and (iii) held any directorship in any other listed companies in the two years immediately prior to the date of this prospectus.

### BOARD DIVERSITY POLICY

The Board has adopted a board diversity policy (the “**Board Diversity Policy**”) in order to enhance the effectiveness of our Board and to maintain high standard of corporate governance. The Board Diversity Policy sets out the criteria in selecting candidates to our Board, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board. The Board is of the view that our current Board composition satisfies the Board Diversity Policy. The Nomination Committee is responsible for reviewing the diversity of the Board. After the Listing, the Nomination Committee will monitor and evaluate the implementation of the Board Diversity Policy from time to time to ensure its continued effectiveness. The Nomination Committee will also include in successive annual reports a summary of the Board Diversity Policy, including any measurable objectives set for implementing the Board Diversity Policy and the progress on achieving these objectives.

### MANAGEMENT PRESENCE

We have applied for, and the Stock Exchange has granted, a waiver from compliance with Rule 8.12 of the Listing Rules. For further details, see the section headed “Waivers from Compliance with the Listing Rules and Exemption from Strict Compliance with the Companies (Winding Up and Miscellaneous Provisions) Ordinance” in this prospectus.

### COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

Our Directors recognize the importance of incorporating elements of good corporate governance in the management structures and internal control procedures of our Group to

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## DIRECTORS AND SENIOR MANAGEMENT

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achieve effective accountability. Our Company intends to comply with all code provisions in the Corporate Governance Code as set out in Appendix 14 to the Listing Rules after the Listing except for Code Provision A.2.1 of the Corporate Governance Code, which provides that the roles of chairman of the Board and chief executive officer of the Company should be separate and should not be performed by the same individual.

The role of chairman of the Board and chief executive officer of our Company are currently performed by Dr. Lu. In view of Dr. Lu's substantial contribution to our Group since our establishment and his extensive experience, we consider that having Dr. Lu acting as both our chairman and chief executive officer will provide strong and consistent leadership to our Group and facilitate the efficient execution of our business strategies. We consider it appropriate and beneficial to our business development and prospects that Dr. Lu continues to act as both our chairman and chief executive officer after the Listing, and therefore currently do not propose to separate the functions of chairman and chief executive officer.

While this would constitute a deviation from Code Provision A.2.1 of the Corporate Governance Code, the Board believes that this structure will not impair the balance of power and authority between the Board and the management of our Company, given that: (i) there are sufficient checks and balances in the Board, as a decision to be made by our Board requires approval by at least a majority of our Directors, and our Board comprises four independent non-executive Directors, which is in compliance with the requirement under the Listing Rules; (ii) Dr. Lu and the other Directors are aware of and undertake to fulfill their fiduciary duties as Directors, which require, among other things, that he acts for the benefit and in the best interests of our Company and will make decisions for our Group accordingly; and (iii) the balance of power and authority is ensured by the operations of the Board which comprises experienced and high caliber individuals who meet regularly to discuss issues affecting the operations of our Company. Moreover, the overall strategic and other key business, financial, and operational policies of our Group are made collectively after thorough discussion at both Board and senior management levels. The Board will continue to review the effectiveness of the corporate governance structure of our Group in order to assess whether separation of the roles of chairman of the Board and chief executive officer is necessary.

### COMPLIANCE ADVISER

We have appointed Opus Capital Limited as our compliance adviser pursuant to Rules 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, we must consult with and, if necessary, seek advice from our compliance adviser on a timely basis in the following circumstances:

- (i) before the publication of any regulatory announcement, circular or financial report;
- (ii) where a transaction, which might be a notifiable or connected transaction, is contemplated including but not limited to share issues and share repurchases;

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## DIRECTORS AND SENIOR MANAGEMENT

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- (iii) where our Company proposes to use the proceeds of the Global Offering in a manner different from that detailed in this prospectus, or where the business activities, developments or results of our Group deviate from any forecast, estimate or other information in this prospectus; and
- (iv) where the Stock Exchange makes an inquiry of our Company regarding unusual movements in the price or trading volume of its listed securities or any other matters under Rule 13.10 of the Listing Rules.

The term of the appointment of our compliance adviser shall commence on the Listing Date and end on the date when we distribute our annual report in respect of our financial results for the first full financial year commencing after the Listing Date, and such appointment may be subject to extension by mutual agreement.