宜明昂科
ImmuneOnco

ImmuneOnco Biopharmaceuticals (Shanghai) Inc.
宜明昂科生物醫藥技術(上海)股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

Stock code: 1541

Annual Report 2025

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Company Profile

ImmuneOnco Biopharmaceuticals (Shanghai) Inc. is a science-driven biotechnology company dedicated to the development of innovative immuno-oncology therapies. Incorporated in 2015, we stand out as one of the few biotechnology companies globally adopting a systematic approach to harness both the innate and adaptive immune systems. Strictly adhering to the "Drug-by-Design" concept and leveraging our R&D platform, we have designed a robust pipeline of over ten innovative drug candidates with 12 ongoing clinical programs. Anchored by a deep and broad innate-immunity-based asset portfolio, our pipeline reflects our extensive understanding into the frontiers of cancer biology and immunology, and our expertise in turning scientific research into drug candidates.

BOARD OF DIRECTORS

Executive Directors

Dr. Tian Wenzhi (田文志) *(Chairman of the Board, chief executive officer and chief scientific officer)*
Mr. Li Song (李松)
Ms. Guan Mei (關梅)
Mr. Zhang Ruliang (張如亮)
(appointed with effect from May 28, 2025)

Non-executive Directors

Dr. Xu Cong (徐聰)
Ms. Fu Dawei (付大偉)
(appointed with effect from May 28, 2025)

Independent Non-executive Directors

Dr. Zhenping Zhu
Dr. Kendall Arthur Smith
Mr. Yeung Chi Tat (楊志達)

AUDIT COMMITTEE

Mr. Yeung Chi Tat (楊志達) *(Chairman)*
Dr. Xu Cong (徐聰)
Dr. Zhenping Zhu

REMUNERATION COMMITTEE

Dr. Zhenping Zhu (Chairman)
Dr. Tian Wenzhi (田文志)
Dr. Xu Cong (徐聰)
Dr. Kendall Arthur Smith
Mr. Yeung Chi Tat (楊志達)

NOMINATION COMMITTEE

Dr. Tian Wenzhi (田文志) *(Chairman)*
Dr. Zhenping Zhu
Dr. Kendall Arthur Smith
(appointed with effect from June 30, 2025)
Ms. Fu Dawei (付大偉)
(appointed with effect from June 30, 2025)
Mr. Yeung Chi Tat (楊志達)

SUPERVISORS

Ms. Tian Miao (田苗) *(Chairman)*
Mr. Zhao Zimeng (趙子萌)
Ms. Zhang Wei (張薇)

JOINT COMPANY SECRETARIES

Ms. Guan Mei (關梅)
Mr. Li Kin Wai (李健威) *(Associate member of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom)*

AUTHORIZED REPRESENTATIVES

Dr. Tian Wenzhi (田文志)
Mr. Li Kin Wai (李健威)

H SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited
Shops 1712–1716
17th Floor, Hopewell Centre
183 Queen's Road East
Wan Chai
Hong Kong

PRINCIPAL BANKS

Industrial and Commercial Bank of China
(Shanghai Branch, Zhangjiang Pudong Software Park Sub-branch)
No. 2 Boyun Road
Pudong New Area
Shanghai
PRC

Industrial and Commercial Bank of China
(Zhongshan South Road Sub-branch)
No. 315 Zhongshan South Road
Huangpu District
Shanghai
PRC

China Merchants Bank
(Shanghai Branch, Zhangjiang Sub-branch)
German Center 3, No. 88 Keyuan Road
Pudong New Area
Shanghai
PRC

China Merchants Bank
(Shanghai Branch, Lingang Lanwan Sub-branch)
No. 271 Yunying Road
Fengxian District
Shanghai
PRC

REGISTERED OFFICE, HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN THE PRC

Unit 15, 1000 Zhangheng Road
China (Shanghai) Pilot Free Trade Zone
Pudong New Area
Shanghai
PRC

Corporate Information

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 1918, 19/F, Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong

STOCK CODE

1541

WEBSITE

www.immuneonco.com

LISTING DATE

September 5, 2023

AUDITOR

Deloitte Touche Tohmatsu
Certified Public Accountants
Registered Public Interest Entity Auditor
35/F, One Pacific Place
88 Queensway
Central
Hong Kong

Chairman's Statement

Dr. Tian Wenzhi

Founder,
Chairman of the Board,
Chief Executive Officer and
Chief Scientific Officer

Dear Shareholders,

I would like to express my sincere gratitude for your continuous trust and support. ImmuneOnco is a science-driven biopharmaceutical company dedicated to the development of immuno-oncology therapies. The year 2025 was marked as a pivotal stage of leapfrog development for the Company: the full advancement of our core products into Phase III clinical stage, significant progress in the layout of autoimmune diseases and metabolic diseases areas, and a substantial increase in our cash reserves.

In 2025, our core product, timdarpacept (project number: IMM01), achieved notable advancements in clinical development:

As of December 31, 2025, for the Phase III clinical trial of timdarpacept in combination with azacitidine for the first-line treatment of chronic myelomonocytic leukemia (CMML), the enrollment of 104 patients was successfully completed, and the enrollment of 132 patients required for interim analysis was completed on March 23, 2026. This indication had previously received Orphan-Drug Designation from the FDA. The Phase III clinical trial of timdarpacept in combination with azacitidine for the first-line treatment of higher-risk myelodysplastic syndrome (MDS) is advancing steadily.

As of December 31, 2025, the first patient in the Phase III clinical trial of timdarpacept in combination with tislelizumab for treatment of PD-(L)1-refractory classical Hodgkin lymphoma (cHL) was dosed in July 2024. The clinical trial reached its primary endpoint by March 31, 2025. The median duration of follow-up was 16.8 months (95% CI, 15.4–21.8). Among 33 evaluable patients, 8 achieved CR and 15 achieved PR, resulting in an overall response rate (ORR) of 69.7% and a complete response rate (CRR) of 24.2%. The median time to response (mTTR) was 1.6 months, and the median duration of response (mDoR) was 21.2 months (95% CI, 7.5–NA). The median progression-free survival (mPFS) was 14.7 months (95% CI, 7.0–NA). The median overall survival (OS) was not reached, with an OS rate at 18 months of 91.6%. These results demonstrate encouraging antitumor activity, along with favorable tolerability and safety profiles.

We received IND approval from the NMPA in March 2025 for timdarpacept in combination with palverafusp alfa (project number: IMM2510) for the treatment of advanced malignant tumors, and completed the enrollment of the first patient in October 2025.

Based on the unique mechanism of timdarpacept in blocking the CD47/SIRPα signaling pathway and inducing macrophages to clear atherosclerotic plaques, we submitted an IND application in November 2025 and received Phase II IND approval for the treatment of atherosclerosis in January 2026.

Chairman's Statement

We have also achieved significant clinical progress in other drug candidates:

As of December 31, 2025, 183 patients had been enrolled for palverafusp alfa (project number: IMM2510) in the Phase Ib/II clinical trial, including 32 with advanced immunotherapy (IO)-treated squamous non-small cell lung cancer (SQ-NSCLC). The data of SQ-NSCLC presented at 2025 World Conference on Lung Cancer (WCLC) showed that, among 17 efficacy-evaluable patients with SQ-NSCLC, ORR was 35.3% (6/17) and DCR was 76.5% (13/17). Median DoR was 7.59 months (95% CI: 4.07–NA); median PFS was 9.4 months (95% CI: 1.87–NA). The updated data will be published in ASCO 2026.

The Phase II study of IMM2510 in combination with chemotherapy for the first-line treatment of non-small cell lung cancer (NSCLC) was initiated in December 2024. 69 patients with first-line NSCLC were efficacy-evaluable as of December 31, 2025, with an overall ORR reached 61.9%, of which the ORR for squamous cell carcinoma reached 80.0%.

The Phase Ib/II study of IMM2510 in combination with tazlestobart (project number: IMM27M) for the treatment of relapsed or refractory solid tumors was initiated in July 2024 and the first patient was dosed. The treatment is well tolerated, and efficacy has been observed with 2 out of 3 subjects achieved tumor shrink at dose group 3 and 1 subject with Esophageal Squamous Cell Carcinoma (ESCC) has gained partial response at dose group 4. The dose escalation and the dose expansion at dose group 4 are ongoing in parallel.

We received FDA IND clearance for IMM2510 in July 2025, enabling the initiation of a Phase Ib/II clinical trial in the United States.

As of December 31, 2025, the data of Phase IIa for amulirafusp alfa (project number: IMM0306) in combination of lenalidomide for the relapsed/refractory follicular lymphoma (R/R FL) were presented at ASCO 2025 and ASH 2025. The data showed, among 34 evaluable patients, the ORR was 91.2%, complete response rate (CRR) was 67.6% and median PFS was 9.02 months (95% CI: 75.1–97.1). We obtained IND approval from the NMPA for a Phase III clinical trial of the combination for the treatment of R/R FL in November 2025. The more data will be presented at 2026 EHA.

In 2025, we have also achieved significant progress in non-oncology therapeutic areas. The enrollment for the third dose cohort in the Phase Ib trial of amulirafusp alfa for the treatment of systemic lupus erythematosus (SLE) was initiated in August 2025. As of September 10, 2025, there were 18 efficacy-evaluable patients, with 7 in the 0.8 mg/kg dose cohort and 11 in the 1.2 mg/kg dose cohort. The SRI-4 response at week 24 for the 0.8 mg/kg and 1.2 mg/kg dose cohorts were 71.4% (5/7) and 80% (4/5), respectively. 24-hour urine protein, anti-dsDNA Ab, and complement C3/C4 all showed significant improvement trends over time. The treatment was well tolerated, with no cases of cytokine release syndrome (CRS) and no significant infection events observed. The detailed data will be presented at the 2026 European Alliance of Associations for Rheumatology (EULAR) Congress.

The enrollment of all dose groups in the Phase Ib trial for neuromyelitis optica spectrum disorder (NMOSD) was completed in August 2025, and the last visit of the last patient was completed in January 2026. In addition, IND for Phase II trial in lupus nephritis (LN), Phase II/III trial in IgG4-related disease (IgG4-RD) and Phase II trial in Primary Membranous Nephropathy (PMN) and others have been approved successively.

IND approval in China was obtained for innovative drug candidates IMM72/IMC-003 (ActRIIA-Fc fusion protein) developed by ourself for the treatment of pulmonary arterial hypertension (PAH) in June 2025 and its enrollment of healthy subjects was initiated in August. The enrolment of all the five dose cohorts in the single-ascending-dose (SAD) study was completed in December 2025 and the enrolment of first 2 dose cohorts in the multiple-ascending-dose (MAD) study was completed in March 2026. Based on IMM72, we further developed the Bispecific Molecule IMM7220/IMC-010 (GLP-1 × ActRIIA fusion protein), for the indications of losing fat and building muscle with its in vitro and in vivo study demonstrating its significant potential. IMM91/IMC-011 (Anti pro/latent GDF8 antibody) and IMM9101/IMC-015 (GDF8 x ActRII Bispecific Antibody) are in the IND-enabling process, with preclinical data demonstrating its excellent efficacy on promoting muscle growth and losing fat.

Moving forward, we are steadfast in our commitment to advancing the development of innovative drug candidates, unlocking their therapeutic potential, and addressing crucial unmet medical needs. Our achievements to date position us well to make 2026 another rewarding year. In 2026, we expect to rapidly advance the Phase III clinical trial of our core product, timdarpacept, in combination with azacitidine for the first-line treatment of chronic myelomonocytic leukemia (CMML), Phase III clinical trial of amulirafusp alfa in combination of lenalidomide for the relapsed/refractory follicular lymphoma (R/R FL). This also includes the Phase Ib/II clinical trial of timdarpacept in combination with palverafusp alfa for the treatment of advanced malignant tumors and the Phase Ib/II clinical trial of palverafusp alfa in combination with tazlestobart for the first-line treatment of NSCLC with anticipation to release initial clinical data as early as the second half of 2026. In non-oncology therapeutic areas, we will actively advance the Phase Ib/II clinical trial of amulirafusp alfa for moderate-to-severe lupus erythematosus and neuromyelitis optica, the clinical progress of IMM72/IMC-003 (ActRIIA-Fc fusion protein) for pulmonary arterial hypertension, and the explore of IMM91/IMC-011 (Anti pro/latent GDF8 antibody) and IMM9101/IMC-015 (GDF8 x ActRII Bispecific Antibody) in building muscle and losing fat. Simultaneously, we will actively seek collaborative partnerships while persistently pursuing in-house drug development, with the aim of collectively expanding our presence in the global market.

Dr. Tian Wenzhi
Founder, Chairman of the Board, Chief Executive Officer and Chief Scientific Officer

Business Highlights

During the Reporting Period, we continued rapidly advancing the development of our drug pipeline, including the following milestones and achievements.

PROGRESS OF OUR ONCOLOGY PRODUCTS

Progress of Our Core Product

- ***IMM01 (timdarpacept) (SIRPα-Fc Fusion Protein)***
  - We completed the enrollment of patients for the Phase II clinical trial of IMM01 in combination with azacitidine for the first-line treatment of higher risk myelodysplastic syndrome (MDS) in June 2023. The clinical trial has reached its primary endpoint by December 31, 2024, and no further data updates will be made. As of December 31, 2024, the median duration of follow-up was 26.0 months (95%CI, 23.5–28.3). Among the 51 efficacy-evaluable patients, overall response rate (ORR) was 64.7%, including 33.3% complete response (CR) rate, 15.7% marrow CR (mCR) with hematologic improvement (HI), 3.9% HI and 11.8% mCR alone. Timdarpacept (IMM01) (without a low-dose priming) combined with AZA were well tolerated and showed exciting efficacy results in patients with treatment-naïve higher-risk MDS.

  - We completed patient enrollment for the Phase II clinical trial of IMM01 in combination with azacitidine for the first-line treatment of chronic myelomonocytic leukemia (CMML) in May 2023. The clinical trial reached its primary endpoint by December 31, 2024, and no further data updates will be made. As of December 31, 2024, the median duration of follow-up was 21.0 months (95% CI, 19.3–23.3). Among 22 efficacy-evaluable patients, the ORR was 72.7%, including a CR rate of 27.3%, marrow CR (mCR) with hematologic improvement (HI) of 13.6%, HI of 4.5%, and mCR alone of 27.3%. The median progression-free survival (PFS) was 17.8 months (95% CI, 5.3–NR), with an estimated 12-month PFS rate of 59.0% (95% CI, 33.4–77.6). Timdarpacept (IMM01), without low-dose priming, combined with AZA, was well tolerated in first-line CMML. Compared to historical data of AZA monotherapy, the combination demonstrated promising efficacy in patients with treatment-naïve CMML-1 and -2.

  - We obtained IND approval from the NMPA for a Phase III clinical trial of IMM01 in combination with azacitidine for the first-line treatment of CMML in June 2024. The first patient was dosed in November 2024. As of December 31, 2025, 104 subjects have been enrolled and no significant safety issues have been observed. We completed the enrollment of 132 patients required for interim analysis on March 23, 2026.

  - We completed patient enrollment for the Phase II clinical trial of IMM01 in combination with tislelizumab, targeting relapsed or refractory (R/R) classical Hodgkin lymphoma (cHL) patients who relapsed or progressed following treatment with PD-1 inhibitors, in December 2023. The clinical trial reached its primary endpoint by March 31, 2025. As of March 31, 2025, the median duration of follow-up was 16.8 months (95% CI, 15.4–21.8). Among 33 evaluable patients, 8 achieved CR and 15 achieved PR, resulting in an overall response rate (ORR) of 69.7% and a complete response rate (CRR) of 24.2%. The median time to response (mTTR) was 1.6 months, and the median duration of response (mDoR) was 21.2 months (95% CI, 7.5–NA). The median progression-free survival (mPFS) was 14.7 months (95% CI, 7.0–NA). The median overall survival (OS) was not reached, with an OS rate at 18 months of 91.6%. These results demonstrate encouraging antitumor activity, along with favorable tolerability and safety profiles.

  - We obtained approval from the National Medical Products Administration of the People's Republic of China (NMPA) for the protocol of the Phase III clinical trial of IMM01 in combination with tislelizumab in patients with prior PD-(L)1-refractory cHL in April 2024. The first patient was dosed in July 2024. And no significant safety issues have been detected as of December 31, 2025.

  - We obtained IND approval from the NMPA in March 2025 for a clinical trial of IMM01 in combination with IMM2510±chemotherapy, for the treatment of advanced malignant tumors. The first patient was enrolled in October 2025.

PROGRESS OF OTHER SELECTED PRODUCTS

Clinical Stage Products

- ***IMM2510 (palverafusp alfa) (VEGF×PD-L1)***
  - We dosed the first patient in the Phase Ib/II clinical trial of IMM2510 monotherapy in China in November 2023. As of December 31, 2025, 183 patients had been enrolled in this study including 32 with advanced immunotherapy (IO)-treated squamous non-small cell lung cancer (SQ-NSCLC). The data of SQ-NSCLC presented at 2025 World Conference on Lung Cancer (WCLC) showed that, among 17 efficacy-evaluable SQ-NSCLC, ORR was 35.3% (6/17) and DCR was 76.5% (13/17). Median DoR was 7.59 months (95% CI: 4.07–NA); median PFS was 9.4 months (95% CI: 1.87–NA). The updated data will be published in ASCO 2026.
  - The Phase II study of IMM2510 in combination with chemotherapy for first-line NSCLC was initiated, and the first patient was dosed in December 2024. 69 patients with first-line NSCLC were efficacy-evaluable as of December 31, 2025. More updated data will be presented at future international academic conferences.
  - We received IND approval from the NMPA in October 2023 for a Phase Ib/II of IMM2510 in combination with IMM27M for advanced solid tumors (IMM2510–002 study). The treatment is well tolerated, and efficacy has been observed with 2 out of 3 subjects achieved tumor shrink at dose group 3 and 1 subject with Esophageal Squamous Cell Carcinoma (ESCC) has gained partial response at dose group 4. The dose escalation and the dose expansion at dose group 4 are ongoing in parallel.
  - We received FDA IND clearance for IMM2510 in July 2025, enabling the initiation of a Phase Ib/II clinical trial in the United States.
  - We obtained IND approval in China for the following indications:
    - Phase II trial of neoadjuvant and adjuvant therapy for ESCC (December 2025).
    - A Phase II trial neoadjuvant/adjuvant therapy for SQ-NSCLC (December 2025).
    - Phase II/III trial of first-line Endometrial carcinoma (January 2026).
- ***IMM0306 (amulirafusp alfa)(CD47×CD20)***
  - We completed patient enrollment for the Phase Ib dose-escalation clinical trial of IMM0306 in combination with lenalidomide for R/R follicular lymphoma (FL) and marginal zone lymphoma (MZL). IMM0306 at a dose of 1.6 mg/kg (the recommended Phase II dose, RP2D) in combination with lenalidomide at 20 mg/day was well tolerated and demonstrated robust preliminary antitumor activity in patients with R/R FL and MZL.
  - We dosed the first patient in the Phase IIa dose-expansion clinical trial in March 2024. The safety and preliminary efficacy of amulirafusp alfa in combination with lenalidomide in patients with relapsed/refractory CD20 positive follicular lymphoma were presented at ASCO 2025 and ASH 2025. The data showed the ORR was 91.2% (31/34), CR was 67.6% (23/34) and median PFS was 9.02 months (95% CI: 75.1–97.1). As of December 31, 2025, promising antitumor activity was observed alongside a manageable safety profile. The more data will be presented at 2026 EHA.
  - We obtained IND approval from the NMPA for a Phase III clinical trial of IMM0306 in combination with lenalidomide for the treatment of R/R follicular lymphoma in November 2025. The ethical review approval letter from the leading site has been obtained by December 31, 2025.

- ***IMM2520 (CD47×PD-L1)***
  - A Phase I study of IMM2520 for the treatment of solid tumors is ongoing.

    As of December 31, 2025, 26 patients had been enrolled and dosed.

PROGRESS OF OUR NON-ONCOLOGY PRODUCTS

Autoimmune Diseases Products

- ***IMM0306 (amulirafusp alfa) (CD47×CD20)***
  - We dosed the first patient in the Phase Ib trial for systemic lupus erythematosus (SLE) in October 2024, completed enrollment of the first and second dose escalation cohorts (19 patients), and initiated enrollment for the third dose cohort in August 2025. As of September 10, 2025, there were 18 efficacy-evaluable patients, with 7 in the 0.8 mg/kg dose cohort and 11 in the 1.2 mg/kg dose cohort. The SRI-4 response at week 24 for the 0.8 mg/kg and 1.2 mg/kg dose cohorts were 71.4% (5/7) and 80% (4/5), respectively. 24-hour urine protein, anti-dsDNA Ab, and complement C3/C4 all showed significant improvement trends over time. The treatment was well tolerated, with no cases of cytokine release syndrome (CRS) and no significant infection events observed. The detailed data will be presented at the 2026 European Alliance of Associations for Rheumatology (EULAR) Congress.

  - We dosed the first patient in the Phase Ib trial for neuromyelitis optica spectrum disorders (NMOSDs) in December 2024 and the last visit of the last patient was completed in January 2026.

  - We obtained IND approval for the following autoimmune disease:
    - Phase II trial in lupus nephritis (LN) (December 2024)
    - Phase II/III trial in IgG4-related disease (IgG4-RD) (February 2026)
    - Phase II trial in systemic lupus erythematosus (SLE) for the subcutaneous formulation (March 2026)
    - Phase II trial in Primary Membranous Nephropathy (PMN) (March 2026)

Metabolic Diseases and Cardiovascular Diseases Products

- ***IMM01 (timdarpacept) (SIRPα-Fc Fusion Protein)***
  - We obtained IND approval for the Phase II trial in atherosclerosis in January 2026.

- ***IMM72/IMC-003 (ActRIIA fusion protein)***
  - We obtained IND approval in June 2025 and initiated healthy subject enrollment in August.
    - o We completed the enrolment of all the five dose cohorts in the single-ascending-dose (SAD) study in December 2025.
    - o We completed the enrolment of first 2 dose cohorts (totally 3 cohorts) in the multiple-ascending-dose (MAD) study in March 2026.

- ***IMM7220/IMC-010 (GLP-1 x ActRIIA Bispecific Molecule)***
  - o The in vitro study demonstrated its potential for treating obesity and promoting muscle growth.
  - o We are proceeding with in vivo efficacy study.
- ***IMM91/IMC-011 (Anti pro/latent GDF8 antibody)***
  - The in vitro and in vivo studies demonstrated its potential for promoting muscle growth.
  - We are proceeding with the IND-enabling process.
- ***IMM9101/IMC-015 (GDF8 x ActRII Bispecific Antibody)***
  - o The in vitro and in vivo studies demonstrated its excellent efficacy on promoting muscle growth and losing fat.
  - o We are proceeding with the IND-enabling process.

Financial Highlights

- **Revenue** was RMB154.3 million for the year ended December 31, 2025, representing an increase of RMB80.2 million from RMB74.1 million for the year ended December 31, 2024, primarily attributable to the near-term payments we have received pursuant to the license and collaboration agreement the Company has reached with Axion Bio, Inc. in 2024.

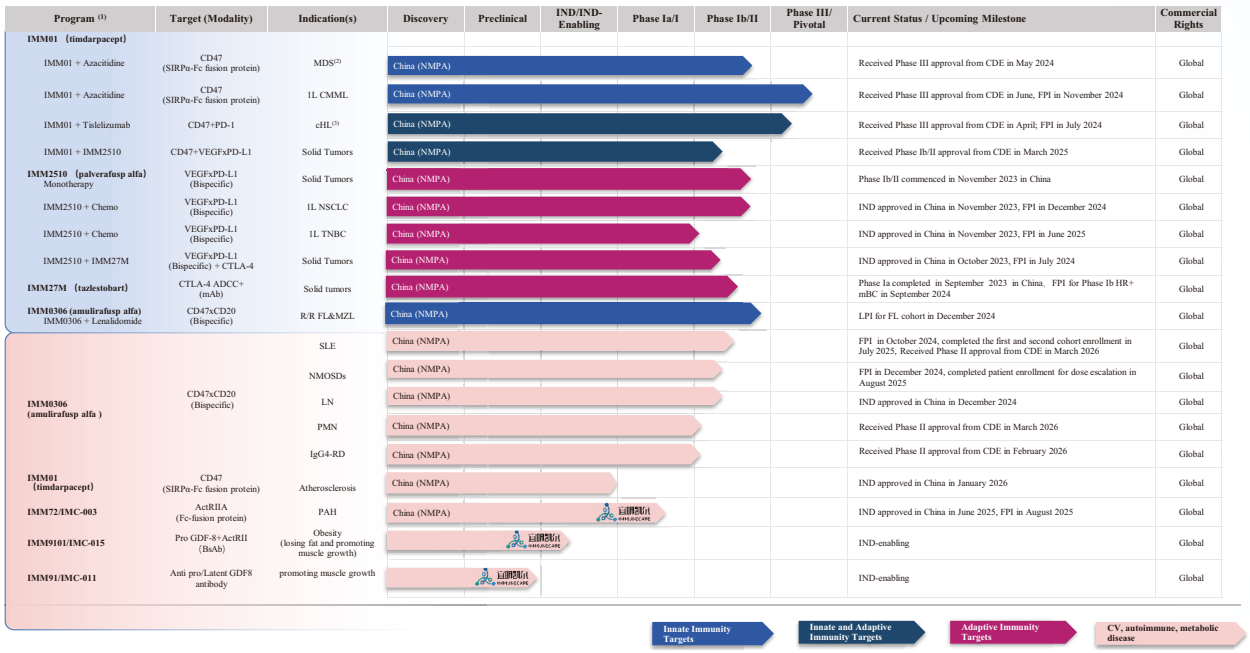
- **Research and development expenses** remained relatively stable at RMB322.8 million for the year ended December 31, 2024 and RMB322.3 million for the year ended December 31, 2025.

OVERVIEW

We are a science-driven biotechnology company dedicated to the development of innovative immuno-oncology therapies. Incorporated in 2015, we stand out as one of the few biotechnology companies globally adopting a systematic approach to harness both the innate and adaptive immune systems. Strictly adhering to the "Drug-by-Design" concept and leveraging our R&D platform, we have designed a robust pipeline of over ten innovative drug candidates with 12 ongoing clinical programs. Anchored by a deep and broad innate-immunity-based asset portfolio, our pipeline reflects our extensive understanding of the frontiers of cancer biology and immunology, and our expertise in turning scientific research into drug candidates.

PRODUCT PIPELINE

The following diagram summarizes the development status of our selected drug candidates as of the date of this report:



Notes:

(1) All of the Company's clinical-and IND-stage drug candidates are classified as Category 1 innovative drugs, and preclinical-and discovery-stage drug candidates are expected to be classified as Category 1 innovative drugs, in accordance with relevant laws and regulations in China.

(2) The trial is mainly designed to target the first-line treatment of higher-risk MDS (patients who fall into higher-risk group categories in the original or revised International Prognostic Scoring System).

(3) This combination of IMM01 and tislelizumab targets prior PD-(L) 1-refractory cHL.

BUSINESS REVIEW

Our Product Candidates

During the Reporting Period, we made significant progress advancing our pipeline candidates and business operations. Our key achievements and planned next steps as of the date of this report along include:

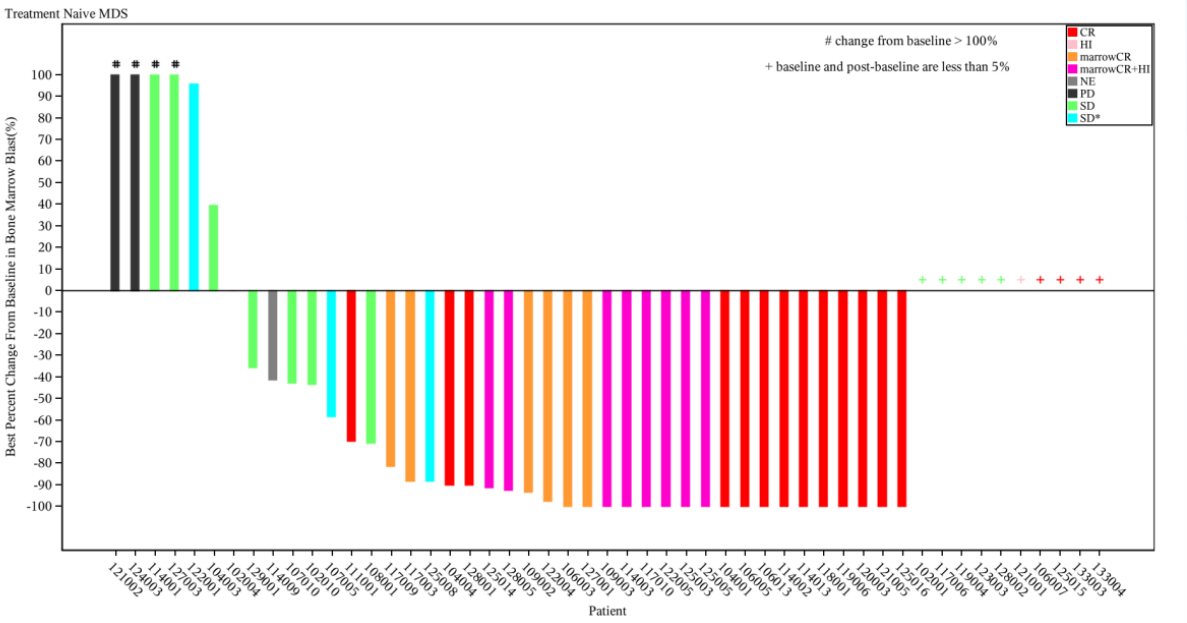
- ***IMM01 (timdarpacept) (SIRPα-Fc Fusion Protein)***
  - IMM01, our Core Product, is an innovative CD47-targeted molecule and the first SIRP***α***-Fc fusion protein to enter the clinical stage in China. Designed with an IgG1 Fc region, IMM01 can fully activate macrophages via a dual mechanism-simultaneously blocking the "don't eat me" signal by disrupting the CD47/SIRP***α*** interaction and delivering the "eat me" signal through engagement of activating Fcγ receptors on macrophages. Furthermore, the CD47-binding domain of IMM01 was specifically engineered to avoid binding to human red blood cells (RBCs). With its differentiated molecular design, IMM01 has achieved a favorable safety profile and has demonstrated its ability to activate macrophages. Moving forward, we plan to actively explore IMM01's therapeutic potential in other indications and seek collaboration opportunities.

  - During the Reporting Period and up to the date of this report, we have achieved the following progress and milestones:

    - Combination Therapy with Azacitidine

      - We completed patient enrollment for the Phase II clinical trial of IMM01 in combination with azacitidine for the first-line treatment of higher-risk MDS in June 2023, with a total of 57 patients enrolled. The trial reached its primary endpoint as of December 31, 2024, and no further data updates will be made. By this date, the median duration of follow-up was 26.0 months (95% CI, 23.5–28.3). Among the 51 efficacy-evaluable patients, the ORR was 64.7%, including a CR rate of 33.3%, mCR with hematologic improvement (HI) of 15.7%, HI alone of 3.9%, and mCR alone of 11.8%. Among patients treated for ≥6 months, the ORR reached 89.7% (26/29), and the CR rate was 58.6% (17/29), demonstrating increasing efficacy with prolonged treatment duration. The most common grade ≥3 treatment related adverse events (TRAEs) (≥10%) included leukopenia (78.9%), thrombocytopenia (66.7%), neutropenia (66.7%), lymphopenia (57.9%), anemia (45.6%), infection (17.5%), and pneumonia (12.3%). Without the need for a priming dose, only 1 patient (1.8%) experienced grade 3 hemolysis, which resolved with treatment. Timdarpacept (IMM01) (without low-dose priming) combined with azacitidine was well tolerated and showed promising efficacy in patients with treatment-naïve higher-risk MDS, as demonstrated in the diagram below:

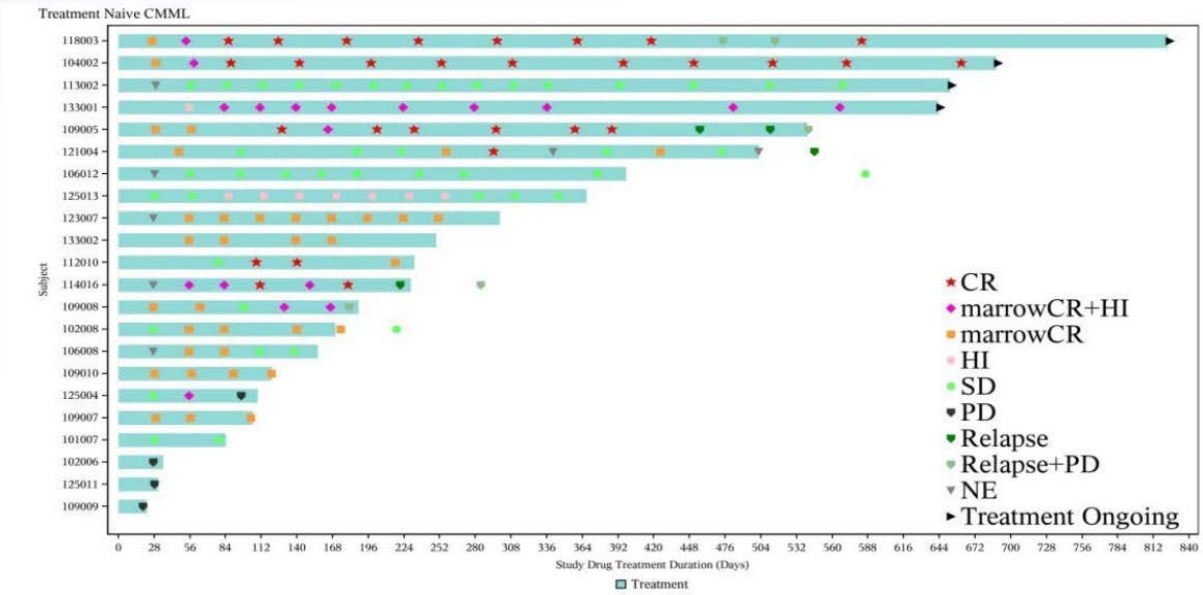
Best Percent Change from Baseline in the Blast Cells in the Bone Marrow (1L HR-MDS)



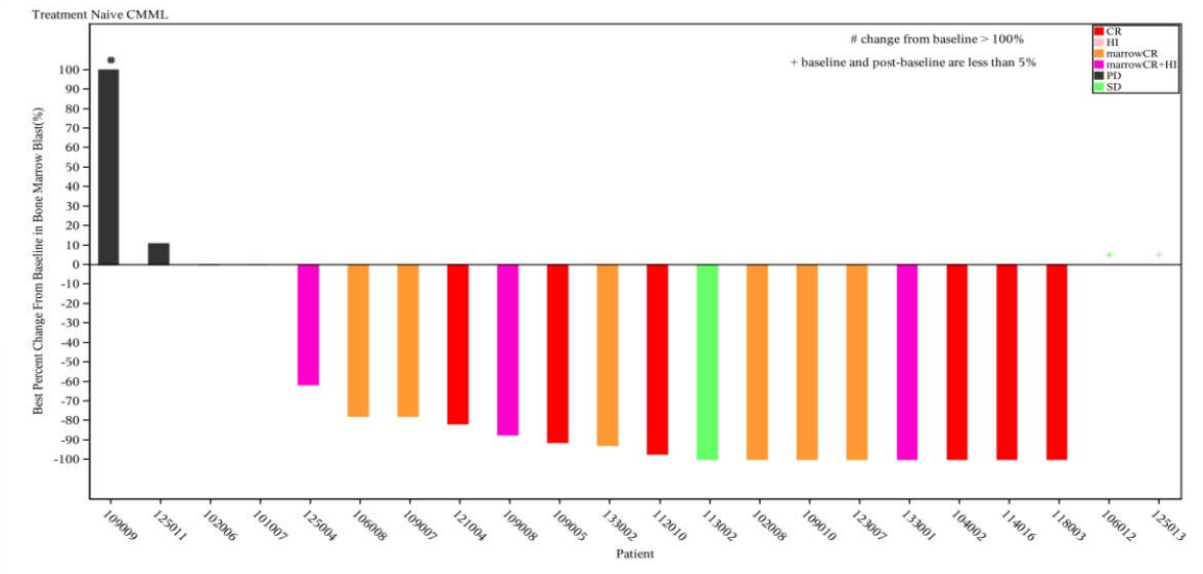
- A randomized, controlled, double-blind, multicenter Phase III study (IMM01–009) of IMM01 in combination with azacitidine in patients with newly diagnosed higher-risk MDS was approved by the NMPA in May 2024.

- We completed patient enrollment for the Phase II clinical trial of IMM01 in combination with azacitidine for the first-line treatment of CMML in May 2023, with a total of 24 patients enrolled. The trial reached its primary endpoint as of December 31, 2024, and no further data updates will be provided. As of that date, the median duration of follow-up was 21.0 months (95% CI, 19.3–23.3). Among 22 efficacy evaluable patients, the ORR was 72.7%, including a CR rate of 27.3%, mCR with HI of 13.6%, HI alone of 4.5%, and mCR alone of 27.3%. Among patients treated for ≥6 months, the ORR reached 84.6% (11/13), and the CR rate was 46.2% (6/13), demonstrating increasing efficacy with prolonged treatment duration. The median PFS was 17.8 months (95% CI, 5.3–NR), with an estimated 12-month PFS rate of 59.0% (95% CI, 33.4–77.6). The most common grade ≥3 TRAEs (≥10%) included lymphopenia (66.7%), leukopenia (62.5%), neutropenia (58.3%), thrombocytopenia (50.0%), anemia (29.2%), and pneumonia (16.7%). IMM01, without the use of low-dose priming, combined with azacitidine, was well tolerated in first-line CMML. The combination showed promising efficacy results in patients with treatment-naïve CMML, as demonstrated in the diagram below:

Duration of Treatment and Best Response (1L CMML)



Best Percent Change from Baseline in the Blast Cells in the Bone Marrow (1L CMML)



- The U.S. Food and Drug Administration (FDA) granted orphan drug designation to IMM01 in combination with azacitidine for the treatment of CMML in November 2023.

- A randomized, controlled, double-blind, multicenter Phase III study (IMM01–010) of IMM01 in combination with azacitidine in patients with newly diagnosed CMML was approved by the NMPA in June 2024. The first patient was dosed in November 2024, and recruitment is ongoing. As of December 31, 2025, no significant safety issues have been detected.

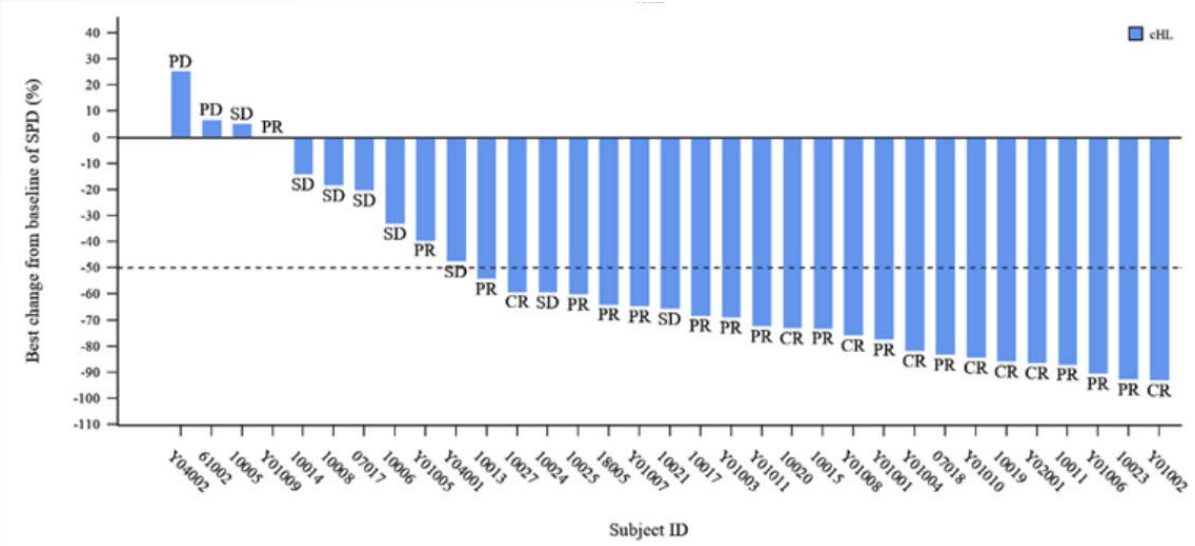
- We have successfully completed the enrollment of 104 patients in the Phase III clinical trial of IMM01 (Timdarpacept) for the first-line treatment of chronic myelomonocytic leukemia (CMML) by December 31, 2025 and completed the enrollment of 132 patients required for interim analysis on March 23, 2026.

o Combination Therapy with Tislelizumab

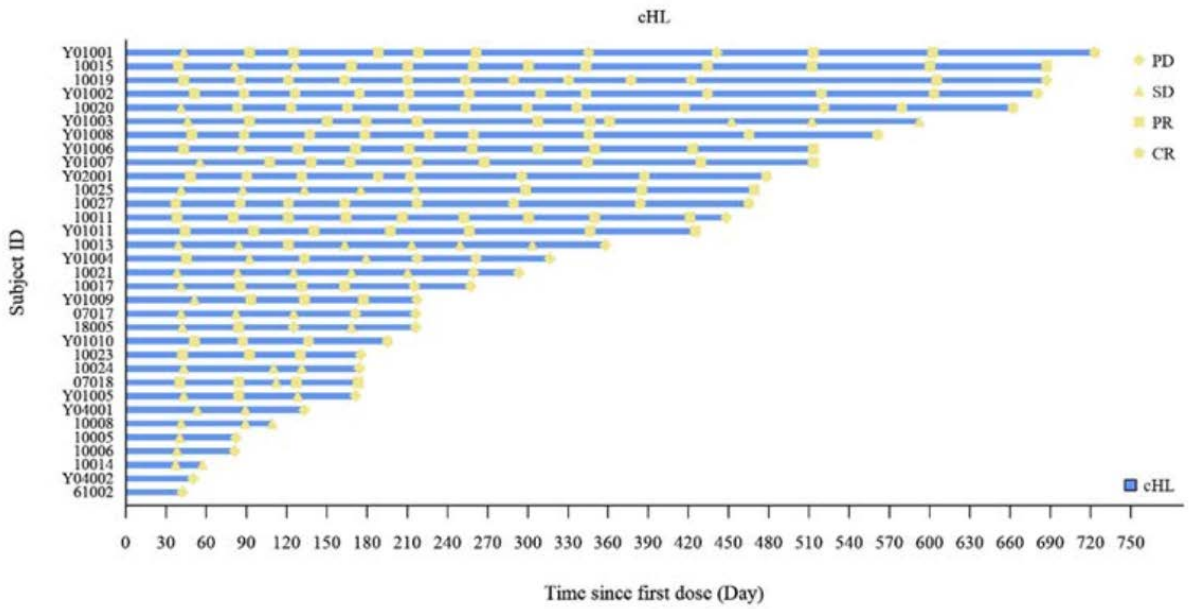
- We dosed the first patient in the Phase II clinical trial of IMM01 in combination with tislelizumab on January 19, 2023, targeting patients with relapsed or refractory classical Hodgkin lymphoma (R/R cHL) who had relapsed or progressed following PD-1 inhibitor treatment. Enrollment for the Phase II study was completed in December 2023. The clinical trial reached its primary endpoint by March 31, 2025. As of March 31, 2025, the median duration of follow-up was 16.8 months (95% CI, 15.4–21.8). Among the 33 efficacy-evaluable patients, 8 achieved a CR and 15 achieved a PR, resulting in an ORR of 69.7% and a CRR of 24.2%. The median time to response (mTTR) was 1.6 months, and the median duration of response (mDoR) was 21.2 months (95% CI, 7.5–NA). The mPFS was 14.7 months (95% CI, 7.0– NA). The median OS was not reached, with an OS rate at 18 months of 91.6%. The regimen was generally well tolerated. The most common TRAEs were hematological, all of which were clinically manageable. No cases of hemolytic anemia or hemolysis were reported. Only one patient (3.0%) experienced permanent discontinuation of IMM01, and no TRAEs led to death. These results demonstrate encouraging antitumor efficacy, along with favorable tolerability and safety profiles.

- The following diagrams illustrate the interim efficacy data for the combination of IMM01 and tislelizumab as of March 31, 2025:

Best Percentage Change from Baseline in Target Lesion



Duration of Treatment and Response



- We received NMPA approval for the protocol of the Phase III clinical trial of IMM01 in combination with tislelizumab versus physician's choice of chemotherapy in patients with prior PD-(L)1-refractory cHL in April 2024. The first patient was dosed in July 2024. There have been no reported cases of hemolytic anemia or hemolysis in any of the patients. No patients have experienced TRAEs leading to study drug discontinuation or death. No unexpected serious adverse reactions have occurred.

o Combination Therapy with IMM2510

- We obtained IND approval from the NMPA in March 2025 for a clinical trial of IMM01 in combination with IMM2510, with or without chemotherapy, for the treatment of advanced malignant tumors. The first subject was enrolled in October 2025.

- Potential Therapy for Treating Atherosclerosis

  - Based on a solid scientific rationale, IMM01 may also be effective in treating atherosclerosis by blocking the CD47/SIRP***α*** signaling pathway and inducing macrophage-mediated phagocytosis of atherosclerotic plaque. We submitted the IND application to the NMPA in November 2025 and received IND approval in January 2026.

Warning under Rule 18A.08(3) of the Listing Rules: There is no assurance that IMM01 will ultimately be successfully developed and marketed by our Company.

- ***IMM2510 (palverafusp alfa)(VEGF×PD-L1)***
  - IMM2510 is a bispecific molecule with the mAb-Trap structure that targets VEGF and PD-L1 for the treatment of solid tumors. By targeting VEGF and PDL1, IMM2510 is able to activate T-cell tumor killing activities and simultaneously inhibit tumor angiogenesis and tumor growth. Moreover, IMM2510 can also activate NK cells and macrophages through Fc-mediated ADCC/ADCP activities.

    - Monotherapy

      - We dosed the first patient in the Phase Ib/II clinical trial of IMM2510 monotherapy in China in November 2023. As of December 31, 2025, 183 patients had been enrolled, including 32 patients with advanced immunotherapy (IO)-treated squamous non-small-cell-lung-cancer (SQ-NSCLC). The data of SQ-NSCLC presented at 2025 World Conference on Lung Cancer (WCLC) showed that, among 17 efficacy-evaluable SQ-NSCLC, ORR was 35.3% (6/17) and DCR was 76.5% (13/17). Median DoR was 7.59 months (95% CI: 4.07–NA); median PFS was 9.4 months (95% CI: 1.87–NA). The updated data will be published in ASCO 2026.

    - Combination therapy with chemotherapy

      - We received IND approval from the NMPA in November 2023 for a Phase II clinical trial of IMM2510 in combination with chemotherapy for first-line treatment of NSCLC. The first patient in the NSCLC cohort was dosed in December 2024. 69 patients with first-line NSCLC were efficacy-evaluable as of December 31, 2025. More updated data will be presented at future international academic conferences.

- Combination Therapy with IMM27M

  - We received IND approval from the NMPA for a clinical trial of IMM2510 in combination with IMM27M for advanced solid tumors in October 2023. The treatment is well tolerated, and efficacy has been observed with 2 out of 3 subjects achieving tumor shrink at dose group 3 and 1 subject with ESCC having gained partial response at dose group 4. The dose escalation and the dose expansion at dose group 4 are ongoing in parallel.

We received FDA IND clearance for IMM2510 in July 2025, enabling the initiation of a Phase Ib/II clinical trial in the United States.

We obtained IND approval in China for the following indications:

- Phase II trial of neoadjuvant/adjuvant therapy for ESCC (December 2025).

- A Phase II trial of neoadjuvant/adjuvant therapy for SQ-NSCLC (December 2025).

- Phase II/III trial of first-line Endometrial carcinoma (January 2026).

In January 2026, we entered into an agreement with Axion Bio, Inc. ("**Axion**"), a wholly-owned subsidiary of Instil Bio, Inc., to terminate the license and collaboration agreement for IMM2510 and IMM27M. Upon termination, all rights previously licensed to Axion, including global development and commercialization rights outside the Greater China Region, reverted to us, subject to a limited license to Axion to wind down its clinical development activities. As a result, we now hold the global rights to IMM2510 and IMM27M. The termination will not affect the upfront and milestone payments of US$35 million that the Company has received from Axion under the license and collaboration agreement.

- ***IMM27M (tazlestobart) (CTLA-4 ADCC-enhanced mAb)***

  - IMM27M is a new generation CTLA-4 antibody with enhanced ADCC activity through genetic engineering modification. As a protein receptor that can be found on the activated T cells, CTLA-4 can downregulate immune responses by binding to CD80/CD86, its natural ligands found on the surface of antigen presenting cells, delivering inhibitory signal and thus suppressing T-cell immune function. CTLA-4 antibodies can block the interaction between CTLA-4 and CD80/CD86, and thus enhance immune responses of T cells to tumor antigens.

- A key clinical effort for IMM27M focuses on combination therapy with IMM2510. The Phase Ib/II trial in R/R solid tumors began in July 2024. The treatment is well tolerated, and efficacy has been observed with 2 out of 3 subjects achieving tumor shrink at dose group 3 and 1 subject with ESCC having gained partial response at dose group 4. The dose escalation and the dose expansion at dose group 4 are ongoing in parallel.

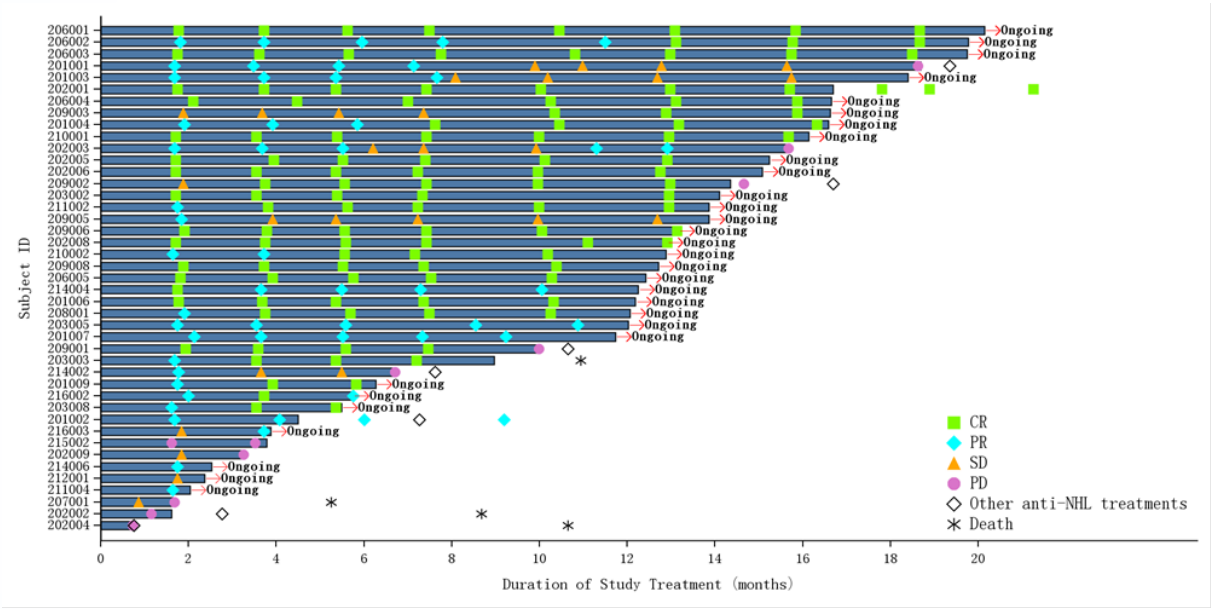
- ***We obtained IND approval for the following indications:***
  - Phase II trial of neoadjuvant and adjuvant therapy for ESCC (December 2025).
  - Phase II trial of neoadjuvant/adjuvant therapy for SQ-NSCLC (December 2025).
  - Phase II/III trial of first-line Endometrial carcinoma (January 2026).

- ***IMM0306 (amulirafusp alfa) (CD47×CD20)***
  - IMM0306 (amulirafusp alfa) is a bispecific molecule that simultaneously targets both CD47 and CD20, and is the first CD47 and CD20 dual-targeting bispecific that has entered into clinical stage globally. Based on our mAb-Trap platform, we designed the molecule of IMM0306 to consist of the CD47-binding domain and an ADCC-enhanced IgG1 Fc fragment which is capable of inducing full macrophage activation and greatly improved antibody-dependent cellular phagocytosis (ADCP) and antibody-dependent cellular cytotoxicity (ADCC) activity, resulting in strong antitumor immune responses.
  - During the Reporting Period and up to the date of this report, we have achieved the following progress and milestones:
    - Combination Therapy with Lenalidomide
      - We dosed the first patient in the Phase Ib/IIa clinical trial of IMM0306 in combination with lenalidomide for R/R CD20-positive B-NHL in June 2023.
      - We have completed the enrollment of patients for phase Ib dose escalation clinical trial of IMM0306 in combination of lenalidomide for the R/R follicular lymphoma (FL) and marginal zone lymphoma (MZL). IMM0306 at the dose of 1.6 mg/kg (RP2D) in combination with lenalidomide at 20 mg/day was well-tolerated and demonstrated robust preliminary antitumor activity in patients with R/R FL and MZL.

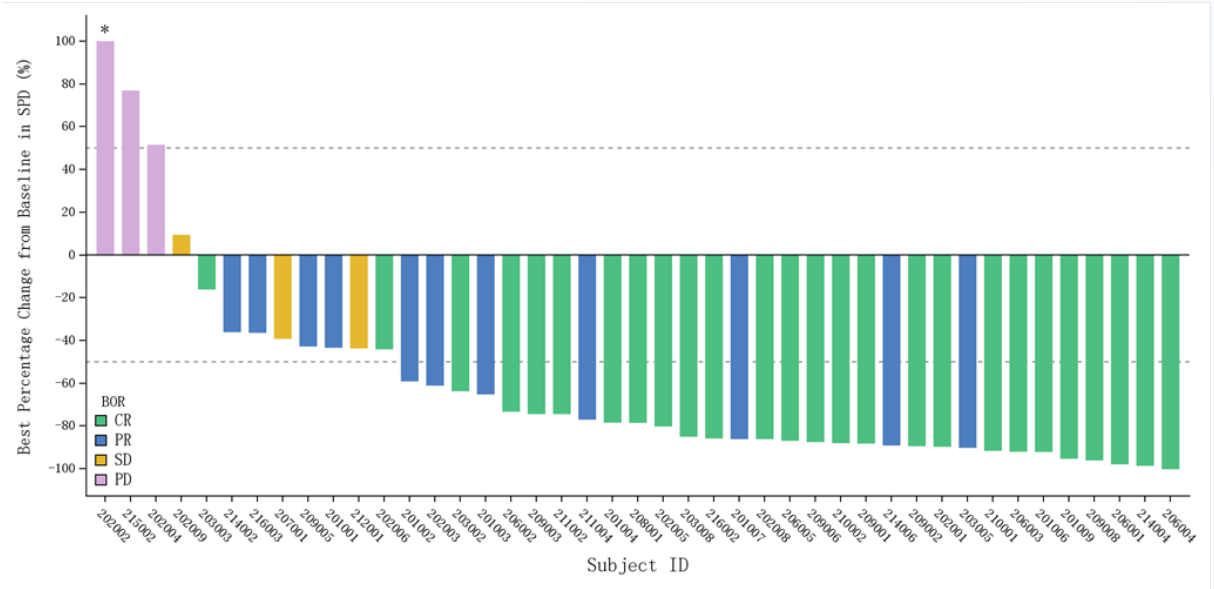
- We dosed the first patient in the Phase IIa dose expansion clinical trial in March 2024. The safety and preliminary efficacy of amulirafusp alfa in combination with lenalidomide in patients with R/R CD20-positive follicular lymphoma were presented at ASCO 2025 and ASH 2025. The data showed the ORR was 91.2% (31/34), CR was 67.6% (23/34), and median PFS was 9.02 months (95% CI: 75.1–97.1). As of December 31, 2025, promising antitumor activity was observed alongside a manageable safety profile. The more data will be presented at 2026 EHA.

- The following diagrams illustrate the interim efficacy data of the combination of IMM0306 and lenalidomide in Phase IIa trial:

Duration of Treatment and Best Response in Phase IIa (R/R FL patients)



Best Percentage Change from Baseline in Target Lesion in Phase IIa (R/R FL patients)



- We obtained IND approval from the NMPA for a Phase III clinical trial of IMM0306 in combination with lenalidomide for the treatment of R/R follicular lymphoma in November 2025. Study recruitment is ongoing as of December 31, 2025.

- ***IMM2520 (CD47×PD-L1)***
  - IMM2520 is a CD47 and PD-L1 dual-targeting bispecific molecule for the treatment of solid tumors. IMM2520 consists of a PD-L1 antibody with an engineered ADCC-enhanced IgG1 Fc region, linked to the same CD47-binding domain used in IMM01 at the N-terminus of heavy chains. This unique structure allows our CD47-based bispecific molecules to avoid RBC binding, thus enabling the adoption of an ADCC-enhanced IgG1 Fc fragment to fully activate macrophages and induce enhanced ADCP and ADCC activity, resulting in potent integrated antitumor immune responses.

  - We have dosed the first patient at 0.1 mg/kg dose level on March 23, 2023 in the Phase I study of IMM2520 targeting solid tumor indications, with a particular focus on solid tumors that are generally resistant or not sensitive to currently available immunotherapies. As of December 31, 2025, 26 patients in total had been enrolled.

During the past year, we have also expanded our early research and development efforts into non-oncology therapeutic areas, and achieved significant progress, including:

- ***IMM0306 (amulirafusp alfa)(CD47×CD20)***
  - B-cell depletion observed in IMM0306 clinical studies serves as a strong basis for its treatment of autoimmune diseases.
  - We dosed the first patient in the Phase Ib trial for systemic lupus erythematosus (SLE) in October 2024, completed enrollment of the first and second dose-escalation cohorts (19 patients), and initiated enrollment for the third dose cohort in August 2025. As of September 10, 2025, there were 18 efficacy-evaluable patients, with 7 in the 0.8 mg/kg dose cohort and 11 in the 1.2 mg/kg dose cohort. The SRI-4 response at week 24 for the 0.8 mg/kg and 1.2 mg/kg dose cohorts were 71.4% (5/7) and 80% (4/5), respectively. 24-hour urine protein, anti-dsDNA Ab, and complement C3/C4 all showed significant improvement trends over time. The treatment was well tolerated, with no cases of cytokine release syndrome (CRS) and no significant infection events observed. The detailed data will be presented at the 2026 European Alliance of Associations for Rheumatology (EULAR) Congress.
  - We dosed the first patient in the Phase Ib trial for neuromyelitis optica spectrum disorder (NMOSD) in December 2024. As of December 31, 2025, we have enrolled 13 patients. and the last visit of the last patient was completed in January 2026.
  - We obtained IND approval for the following autoimmune disease:
    - Phase II trial in lupus nephritis (LN) (December 2024)
    - Phase II/III trial in IgG4-related disease (IgG4-RD) (February 2026)
    - Phase II trial in systemic lupus erythematosus (SLE) for the subcutaneous formulation (March 2026)
    - Phase II trial in Primary Membranous Nephropathy (PMN) (March 2026)
- ***IMM01 (timdarpacept) (SIRPα-Fc Fusion Protein)***
  - Based on a solid scientific rationale, IMM01 may also be effective in treating atherosclerosis by blocking the CD47/SIRPα signaling pathway and inducing macrophage-mediated phagocytosis of atherosclerotic plaque. We obtained a Phase II IND approval from the NMPA in January 2026 for the treatment of atherosclerosis.
- ***IMM72/IMC-003 (ActRIIA fusion protein)***
  - IMM72/IMC-003 is a new generation ActRIIA fusion protein through genetic engineering modification with better activity and quality attributes than sotatercept. We have obtained IND approval in June 2025. We completed the enrolment of all the five dose cohorts in the single-ascending-dose (SAD) study in December 2025 and completed the enrolment of first 2 dose cohorts (totally 3 cohorts) in the multiple-ascending-dose (MAD) study in March 2026.
- ***IMM91/IMC-011 (Anti pro/latent GDF8 antibody)***
  - IMM91 is a humanized monoclonal antibody inhibiting myostatin activation by selectively binding the pro and latent forms of myostatin in the skeletal muscle. The in vitro and in vivo study demonstrated its potential for promoting muscle growth. We are proceeding with the IND enabling process.

- ***IMM9101/IMC-015 (GDF8 x ActRII Bispecific Antibody)***
  - The in vitro and in vivo studies demonstrated its excellent efficacy on promoting muscle growth and losing fat. We are proceeding with the IND-enabling process.

Warning under Rule 18A.08(3) of the Listing Rules: There is no assurance that IMM01, IMM2510, IMM27M, IMM0306, IMM2520, IMM72/IMC-003, IMM91/IMC-011 and IMM9101/IMC-015 will ultimately be successfully developed and marketed by our Company.

BUSINESS DEVELOPMENT

During the Reporting Period, the Company received the near-term payment of US$5 million, the milestone payment of US$10 million and near-term payment of US$5 million from Axion, a wholly-owned subsidiary of Instil on May 7, 2025, July 30, 2025 and August 27, 2025, respectively. As of the date of this report, the total payments received under the license and collaboration agreement with Axion, have reached US$35 million. Please refer to the announcements of the Company dated August 1, 2024, August 22, 2024, September 11, 2024, May 7, 2025, July 2, 2025 and July 30, 2025 for further details.

In January 2026, we entered into a termination agreement with Axion, to terminate the license and collaboration agreement for IMM2510 and IMM27M. Upon termination, all rights previously licensed to Axion, including global development and commercialization rights outside the Greater China Region, reverted to us, subject to a limited license to Axion to wind down its clinical development activities. As a result, we now hold the global rights to IMM2510 and IMM27M. The Company has strong confidence in the therapeutic potentials, and remains committed to accelerating the clinical development of these assets. The termination will not affect the upfront and milestone payments of US$35 million that the Company has received from Axion under the license and collaboration agreement.

FUTURE AND OUTLOOK

Looking forward to 2026, we will continue to advance the development of our drug candidates to unleash their therapeutic potential and address substantial unmet medical needs. We will follow a stepwise clinical development strategy to evaluate our drug candidates and expand their clinical application. In addition, we plan to expand our overseas footprint and develop immuno-oncology therapies to fully grasp tremendous market opportunities. We expect to rapidly advance clinical studies in China, and may subsequently utilize the China data to accelerate the clinical progress in other markets in order to save the time and costs of clinical development globally. Also, we will continue to single out and evaluate other innate immune checkpoints and enrich our pipeline with novel therapies.

Cautionary Statement under Rule 18A.08(3) of the Listing Rules: Our Company cannot guarantee that it will be able to successfully develop or ultimately market our Core Product.

FINANCIAL REVIEW

Revenue

	Year ended December 31,	
	2025	2024
	RMB'000	*RMB'000*
Collaboration development	**79,290**	2,668
Out-licensing fee	**71,441**	71,342
Revenue from sales of cell strain and other products	**3,563**	111
Revenue from testing services	**—**	28
Total	**154,294**	74,149

For the years ended December 31, 2025 and 2024, our Group recorded revenue of RMB154.3 million and RMB74.1 million, respectively. Our revenue was generated from out-licensing fee, collaboration development revenue, sales of cell strain and other products, and provision of testing services. Our revenue generated from out-licensing fee mainly represents the upfront and milestone payments of the license and collaboration agreement we have reached with the Axion Bio, Inc. in 2024. Our revenue generated from collaboration development represents the clinical development payment we received pursuant to the aforementioned license and collaboration agreement. Our revenue generated from sales of cell strain and other products mainly represents the income from selling cell lines and clinical trial products developed by us. Our revenue generated from testing services mainly represents the income from providing testing assays through fee-for-service contracts.

Other Income

	Year ended December 31,	
	2025	2024
	RMB'000	*RMB'000*
Government grants	**9,818**	5,387
Bank interest income	**6,837**	6,376
Total	**16,655**	11,763

Our other income increased from RMB11.8 million for the year ended December 31, 2024 to RMB16.7 million during the year ended December 31, 2025, primarily attributable to an increase in government grants of RMB4.4 million.

Other Gains and Losses, Net

	Year ended December 31,	
	2025	2024
	RMB'000	*RMB'000*
Net foreign exchange (losses) gains	**(7,622)**	1,790
Gains from changes in fair value of financial assets at FVTPL	**63**	14,151
Impairment loss for property and equipment	**—**	(27,398)
Others	**(16)**	(17)
Total	**(7,575)**	(11,474)

Our other gains and losses, net changed from losses of RMB11.5 million for the year ended December 31, 2024 to losses of RMB7.6 million for the year ended December 31, 2025, which was mainly attributable to (i) a decrease of RMB27.4 million in impairment loss for property and equipment in accordance with IAS 36 Impairment of Assets, and partially offset by a decrease of RMB14.1 million in gains from changes in fair value of financial assets at FVTPL, due to our financial assets denominated in HKD, which had depreciated against RMB for the year, and (ii) a change from net foreign exchange gains of RMB1.8 million in 2024 to net foreign exchange losses of RMB7.6 million in 2025, in connection with our net financial assets denominated in HKD and U.S. dollar, which had depreciated against RMB in 2025.

Research and Development Expenses

	Year ended December 31,	
	2025	2024
	RMB'000	*RMB'000*
Clinical trial expenses	**131,805**	116,608
Salaries and related benefit costs	**79,470**	69,071
Preclinical and CMC expenses	**76,670**	86,458
Depreciation expenses	**11,898**	13,133
Costs of materials and consumables	**8,195**	14,069
Share-based payments	**6,037**	16,816
Others	**8,200**	6,604
Total	**322,275**	322,759

Our research and development expenses consisted of (i) preclinical and CMC expenses, mostly resulting from the engagement of CROs, CDMOs and other service providers to conduct preclinical studies and CMC on our behalf; (ii) clinical trial expenses for our drug candidates, including expenses with respect to the engagement of clinical trial sites and principal investigators, as well as other expenses incurred in connection with our clinical trials; (iii) salaries and related benefit costs (exclusive of non-cash share-based payments) for our research and development activities; (iv) costs of materials and consumables, primarily representing expenses for procuring materials and consumables used to support our preclinical studies and clinical trials; (v) non-cash share-based payments for our research and development functions; (vi) depreciation expenses, mainly including depreciation expenses for right-of-use assets, property and equipment used for research and development purposes; and (vii) others, including utilities, travelling and transportation expenses and other miscellaneous expenses.

Our research and development expenses remained relatively stable at RMB322.8 million for the year ended December 31, 2024 and RMB322.3 million for the year ended December 31, 2025, primarily due to (i) an increase of RMB15.2 million in clinical trial expenses mainly due to our continuous clinical development of IMM01 and IMM2510; and (ii) an increase of RMB10.4 million in salaries and related benefit costs due to the continuous expansion of our clinical team, in line with our continuous research and development efforts in advancing and expanding our pipeline of drugs; partially offset by (i) a decrease of RMB9.8 million in preclinical and CMC expenses mainly due to the decreased manufacturing and CDMO expenses of IMM0306 and IMM2510; and (ii) a decrease of RMB10.8 million in share-based payments, resulting from a decrease in the number of unvested restricted shares for the year ended December 31, 2025.

Administrative Expenses

Our administrative expenses decreased by 16.8% from RMB64.8 million for the year ended December 31, 2024 to RMB53.9 million for the year ended December 31, 2025, which was mainly caused by the decrease of non-cash share-based payments, resulting from a decrease in the number of unvested restricted shares for the year ended December 31, 2025.

Finance Costs

Our finance costs increased from RMB3.4 million for the year ended December 31, 2024 to RMB5.3 million for the year ended December 31, 2025, primarily due to the increase in interest on borrowings.

Income Tax Expense

We recognized income tax expenses of RMB29,000 and nil for the years ended December 31, 2025 and 2024, respectively.

Loss for the Year

Based on the factors described above, the Group's loss decreased from RMB316.6 million for the year ended December 31, 2024 to RMB219.3 million for the year ended December 31, 2025.

Non-IFRS Measure

To supplement our consolidated statements of profit or loss and other comprehensive expenses which are presented in accordance with IFRSs, we also use adjusted net loss as a non-IFRS measure, which is not required by, or presented in accordance with, IFRSs. We believe that the presentation of the non-IFRS measure when shown in conjunction with the corresponding IFRS measures provides useful information to management and investors in facilitating a comparison of our operating performance from year to year. In particular, the non-IFRS measure eliminates impact of certain expenses/(gains), share-based payment, and impairment loss for property and equipment. Such non-IFRS measure allows investors to consider metrics used by our management in evaluating our performance.

The use of the non-IFRS measure has limitations as an analytical tool, and you should not consider it in isolation from, or as a substitute for, or superior to, analysis of our results of operations or financial condition as reported under IFRSs. In addition, the non-IFRS financial measure may be defined differently from similar terms used by other companies and therefore may not be comparable to similar measures presented by other companies.

The table below sets forth a reconciliation of the loss to adjusted loss during the years indicated:

	Year ended December 31,	
	2025	2024
	RMB'000	*RMB'000*
Loss for the year	**(219,288)**	(316,590)
Added:		
Share-based payment expenses	**15,768**	34,210
Impairment loss for property and equipment	**—**	27,398
Adjusted loss for the year	**(203,520)**	(254,982)

Material Acquisitions and Disposals

On December 30, 2024, the Company entered into an equity transfer agreement (the "**Agreement**") with Shanghai Zhangjiang Group Co., Ltd. (上海張江(集團)有限公司) (the "**Purchaser**") and Shanghai Zhangtou Yaoxin Technology Development Co., Ltd. (上海張投堯新科技發展有限公司) (the "**Target Company**"), pursuant to which the Company agreed to sell, and the Purchaser agreed to acquire the 100% equity interest of the Target Company (the "**Disposal**"). The maximum amount of the purchase price for the Disposal is RMB98,188,983.55, subject to the adjustment as stipulated in the Agreement. In February 2025, all the conditions precedent under the Agreement have been fulfilled and the completion of the Disposal took place in accordance with the Agreement. For further details in relation to the Disposal, please refer to the announcements of the Company dated December 30, 2024, February 17, 2025 and February 21, 2025. Saved as disclosed above, our Group did not have any material acquisitions or disposals of subsidiaries, associates, and joint ventures during the Reporting Period.

Capital Structure, Liquidity and Financial Resources

As of December 31, 2025, our cash and cash equivalents, which were primarily denominated in USD, HKD and RMB, term deposit with original maturity over three months and financial assets at fair value through profit or loss were RMB1,016.0 million aggregately, as compared to RMB752.1 million as of December 31, 2024. The increase was primarily attributed to the net proceeds of RMB315.5 million from the issuance of new shares and the net increase of RMB98.6 million in our bank loans, partially offset by the net cash outflow from operating activities of RMB202.6 million for our research and development activities.

As of December 31, 2025, our current assets were RMB1,056.7 million, including cash and cash equivalents of RMB679.6 million, financial assets at fair value through profit or loss of RMB296.5 million, prepayments and other receivables of RMB40.7 million and term deposit with original maturity over three months of RMB40.0 million. As of December 31, 2025, our current liabilities were RMB275.6 million, including trade and other payables of RMB55.0 million, contract liabilities of RMB25.3 million, lease liabilities of RMB6.9 million and bank borrowings of RMB188.5 million.

During the year ended December 31, 2025, net cash used in operating activities of our Group amounted to RMB202.6 million, representing an increase of RMB74.6 million compared to RMB128.0 million during the year ended December 31, 2024. The increase was mainly due to the decrease in trade and other payables and contract liabilities.

During the year ended December 31, 2025, our net cash generated from investing activities decreased to RMB9.7 million, compared to the net cash generated from investing activities of RMB37.9 million for the year ended December 31, 2024. This change was mainly due to the placement of term deposit with maturity dates over three months of RMB40.0 million.

During the year ended December 31, 2025, net cash generated from financing activities of our Group increased by RMB143.5 million to RMB402.4 million from RMB258.9 million during the year ended December 31, 2024. The increase was mainly due to the increase of proceeds from issuance of new shares and bank loans raised.

As at December 31, 2025, the Group had available unutilized bank loan facilities of approximately RMB115.0 million.

As part of our treasury management, we invested in certain term deposits, wealth management products and structured deposits to better utilize excess cash when our cash sufficiently covered our ordinary course of business. We have implemented a series of internal control policies and rules setting forth overall principles as well as detailed approval process for our treasury management activities. Going forward, we believe our liquidity requirements will be satisfied by a combination of net proceeds from the Global Offering, funds received from potential collaboration arrangements and cash generated from our operations after the commercialization of our drug candidates.

Gearing Ratio

The gearing ratio (calculated by total liabilities divided by total assets) of the Group as of December 31, 2025 was 28.1%, representing an increase of 1.7% from the gearing ratio of 26.4% as at December 31, 2024, primarily due to an increase in our total liabilities, mainly resulting from an increase of RMB98.6 million in our bank borrowings.

Indebtedness

As of December 31, 2025, we had unsecured bank borrowings of RMB214.0 million, which were denominated in RMB and with original maturity ranging from six months to two years, as compared to RMB115.4 million as of December 31, 2024. The interest rate of our bank borrowings ranged from 2.80% to 3.25% as of December 31, 2025.

Our lease liabilities decreased from RMB21.0 million as of December 31, 2024 to RMB14.1 million as of December 31, 2025, mainly resulting from the timely repayment of our lease liabilities.

Capital Commitments

As of December 31, 2025 and 2024, we had no capital commitments contracted, but not yet provided.

Contingent Liabilities

As of December 31, 2025, our Group did not have any contingent liabilities.

Pledge of Assets

There was no pledge of our Group's assets as of December 31, 2025.

Foreign Exchange Exposure

Certain financial assets and liabilities of the Group are denominated in foreign currency of respective Group entities which are exposed to foreign currency risk. We currently do not have a foreign currency hedging policy. However, the management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise.

Employees and Remuneration Policies

As at December 31, 2025, our Group had 202 employees in total. The total remuneration costs amounted to RMB120.7 million for the year ended December 31, 2025, as compared to RMB123.9 million for the year ended December 31, 2024, which remained relatively stable.

In order to maintain the quality, knowledge and skill levels of our workforce, our Group provides continuing education and training programs for our employees to improve their technical, professional or management skills. Our Group also provides training programs to our employees from time to time to ensure their awareness and compliance with our policies and procedures in various aspects.

We provide various incentives and benefits for our employees. We offer competitive salaries, bonuses and share-based compensation to our employees, especially key employees. We have made contributions to social security insurance funds (including pension plans, medical insurance, work-related injury insurance, unemployment insurance and maternity insurance) and housing funds for our employees in accordance with applicable laws. In recognition of the contributions of our employees and to incentivize them to further promote our development, the Company approved and adopted the employee incentive plans on January 31, 2021 and December 20, 2021, respectively. Please refer to the paragraph headed "Appendix IV — Statutory and General Information — C. Further Information about Directors, Supervisors, Management and Substantial Shareholders — 4. Employee Incentive Plans" to the Prospectus for further details.

Future Plans for Material Investments or Capital Asset

As of December 31, 2025, the Group did not have detailed future plans for material investments or capital assets.

Significant Investments Held

As at December 31, 2025, we held two redeemable wealth management products of structured notes (the "**Wealth Management Products**") subscribed from two different reputable institutions using our internal surplus cash reserves, including a Wealth Management Product subscribed from Shenwan Hongyuan Securities (H.K.) Limited (申萬宏源證券(香港)有限公司) ("**Shenwan Securities**") and a Wealth Management Product subscribed from Huatai Financial Holdings (Hong Kong) Limited ("**Huatai Financial**") (華泰金融控股(香港)有限公司), respectively, with effective date of subscription of June 24, 2025 and November 27, 2025, respectively, which recorded a loss on changes in fair value for the Reporting Period of RMB0.4 million and RMB1.5 million, respectively, mainly due to our Wealth Management Products denominated in HKD, which depreciated against RMB for the period. The Wealth Management Products subscribed from Shenwan Securities and Huatai Financial has a term for one year, each of which is redeemable upon giving notice ten business days in advance by the Company. Each of the Wealth Management Products carries an expected annualized rate of return ranging from 3% to 4% and 1.5% to 4.5%, respectively. Such Wealth Management Products had the fair value as of December 31, 2025 of RMB188.0 million and RMB108.5 million, respectively, each of which accounts for 5% or more of the Group's total assets as of December 31, 2025. For further details of the Wealth Management Products, please refer to the Company's announcement dated June 16 and November 20, 2025.

We believe that appropriate wealth management with low risk exposure is conducive to enhancing the utilization of capital and increasing income from idle funds of the Group, and that diversified, readily redeemable investments in cash management products are conducive to enhancing the safety and flexibility of our cash management.

Saved as disclosed above, the Group did not hold any significant investments (including any investment in an investee company) with a value of 5% or more of the Group's total assets as at December 31, 2025.

DIRECTORS

The Board currently consists of nine Directors, including four executive Directors, two non-executive Director and three independent non-executive Directors.

Executive Directors

Dr. Tian Wenzhi (田文志), aged 61, founded our Group in June 2015 and has been serving as a Director since then. He has been serving as the chairman of our Board and the chief executive officer of our Company since December 15, 2015 and has been serving as the chief scientific officer of our Company since June 18, 2018. He was re-designated as an executive Director on June 14, 2022. Dr. Tian is responsible for the overall strategic planning, business management, and research and development of our Group. Since inception, Dr. Tian has been the key driving force in our innovation and overseen our science-driven research and development efforts, from discovery, target selection and validation, CMC development, to clinical studies. He is currently also a director of ImmuneTANK, ImmuneOnco Shanghai, Macroimmune and ImmuneOnco Hong Kong.

Dr. Tian has over 30 years of experience in the biomedical industry. Prior to founding our Company, Dr. Tian served as a teaching assistant at the Medical School of Zhengzhou University (鄭州大學醫學院) (formerly known as Henan Medical University (河南醫科大學) from July 1990 to September 1993. Dr. Tian also worked on cloning of c-Rel regulated genes that are involved in B cell functions at Weill Cornell Medical College for several years. He later served as a principal research associate at ImClone Systems Inc., a company primarily engaging in research and development of anti-tumor antibody drugs from January 2006 to April 2011, where he was responsible for research of monoclonal antibody drugs addressing novel tumor targets. Dr. Tian co-founded Huabo Biopharm (Shanghai) Co., Ltd. (華博生物醫藥技術(上海)有限公司) ("**Huabo Biopharm**"), a company primarily engaging in research and development of new biological drug in tumors and autoimmune diseases, and served as its general manager from June 2011 to April 2015.

Dr. Tian was recognized as a senior biomedical engineer by Shanghai Municipal Human Resources and Social Security Bureau (上海市人力資源和社會保障局) in November 2019. Dr. Tian served as a visiting professor at the First Affiliated Hospital of Zhengzhou University (鄭州大學第一附屬醫院), a visiting professor at Henan Medical University (河南大學醫學院), a distinguished professor at the Second Affiliated Hospital of Zhengzhou University (鄭州大學第二附屬醫院) and a visiting professor at School of Pharmacy, Fudan University (復旦大學藥學院), respectively.

Dr. Tian has published 32 scientific papers, participated in the edition of one monograph and owns 22 issued patents.

Dr. Tian obtained a bachelor's degree in medicine and a master's degree in immunology of basic medicine department from the Medical School of Zhengzhou University (河南醫科大學) in the PRC in July 1987 and July 1990, respectively. As accredited by a globally recognized institution providing credential evaluation, World Education Services, in September 2022, such education is equivalent to the Doctor of Medicine and a master's degree in the United States. Dr. Tian pursued his postdoctoral training as a Doctor of Medicine at North Shore University Hospital in the United States from October 1997 to April 2001. He also participated in research at Karolinska Institute in Sweden.

Mr. Li Song (李松), aged 41, joined our Group in December 2015 and has been serving as a Director since then. Mr. Li served as the senior director of research and development of our Company from January 2019 to January 2023, and has been serving as the vice president of research and development of our Company since January 2023. He was re-designated as an executive Director on June 14, 2022. Mr. Li is responsible for leading preclinical research and development efforts of our Group.

Mr. Li has over 10 years of experience in the biopharmaceutical and biological science industries. Prior to joining our Group, Mr. Li served as a manager of the research and development department at Huabo Biopharm from April 2012 to December 2015, where he was responsible for in vitro studies of antibodies and fusion proteins, construction of stable cell strains and other matters related to molecular biology.

Mr. Li obtained a bachelor's degree in biological science from Inner Mongolia University of Science & Technology (內蒙古科技大學) in the PRC in July 2008 and a master's degree in biochemistry and molecular biology from Jilin Agricultural University (吉林農業大學) in the PRC in July 2011.

Ms. Guan Mei (關梅), aged 43, joined our Group on October 8, 2018 and has been serving as a Director since May 28, 2024. Ms. Guan has also been one of the joint company secretaries of the Company since June 14, 2022 and the secretary of the Board since May 23, 2022. She is responsible for financing activities, internal control and securities and listing matters of the Group.

Ms. Guan has over 18 years of work experience in the biotech and investment industries. She has been serving as the vice president of the financing and investment strategy department since January 3, 2025. Prior to that, she served as the director of the same department from October 8, 2018 to January 2, 2025. Earlier in her career, Ms. Guan served as an analyst at General Biologics, Inc. She served as a project manager at ChinaBio Consulting LLC from August 2008 to September 2010. Ms. Guan also worked at SIG Asia Investment Fund (海納亞洲創投基金), and served as a director of investment at Lead Capital Management Co., Ltd. (利得資本管理有限公司) from February 2016 to September 2018.

Ms. Guan obtained a bachelor's degree in biological sciences from Shanxi University (山西大學) in the PRC in July 2003 and a master's degree in botany from Nanjing University (南京大學) in the PRC in June 2007. She obtained the qualification of practitioners in funds industry issued by the Asset Management Association of China (中國證券投資基金業協會) in June 2016.

Mr. Zhang Ruliang (張如亮), aged 42, joined the Group as a deputy general manager in February 2017 and has served as a senior vice president of the Company since January 2023, responsible for overseeing chemical, manufacturing and control ("**CMC**") and global clinical registration of the Group.

Mr. Zhang has over 15 years of work experience in CMC, quality control, regulatory and project management in the biopharmaceutical industry. Prior to joining the Company, Mr. Zhang successively served as a researcher, a controller and the manager of the department of quality at Shanghai Newsummit Biopharma Co., Ltd. (上海新生源生物醫藥研究有限公司) from January 2007 to January 2009. He served as a manager of quality and project manager at General Regeneratives (Shanghai) Limited (交晨生物醫藥技術(上海)有限公司) from February 2009 to September 2012, during which he was responsible for preclinical research and clinical registration. Mr. Zhang later served as the director of projects at Huabo Biopharm (Shanghai) Co., Ltd. (華博生物醫藥技術(上海)有限公司) from January 2013 to February 2016, during which he was responsible for leading clinical registration and project management.

Mr. Zhang obtained a bachelor's degree in bioengineering from East China University of Science and Technology (華東理工大學) in China in July 2006.

Non-executive Director

Dr. Xu Cong (徐聰), Ph.D., aged 40, joined our Group in October 2020 and has been serving as a Director since then. He was re-designated as a non-executive Director on June 14, 2022. Dr. Xu is responsible for advising on our business plans, major decisions and investment activities of our Group.

Dr. Xu has approximately 10 years of experience in the biomedical and financial industries. Prior to joining our Group, Dr. Xu joined Lilly Suzhou Pharmaceutical Co., Ltd. Shanghai Branch (禮來蘇州製藥有限公司上海分公司), which is a subsidiary of Eli Lilly and Company, a company listed on the New York Stock Exchange ("**NYSE**") (stock code: LLY), in August 2012. He has been serving as an executive director of Lilly Asia Ventures (禮來亞洲基金) since January 2018. Dr. Xu has been serving as a non-executive director of EdiGene Inc. (博雅輯因生物科技有限公司) and NovoDodex Biopharmaceuticals Co., Ltd. (浙江新碼生物醫藥有限公司) since August 2018 and March 2021, respectively. He has also been serving as the chairman of the board of Impact Therapeutics (Nanjing) (南京英派藥業有限公司) since July 2020.

Dr. Xu obtained a bachelor's degree in clinical medicine from Tongji Medical College of Huazhong University of Science and Technology (華中科技大學同濟醫學院) in the PRC in June 2007 and a Ph.D. in biological sciences from Clemson University in the United States in May 2012. He also obtained a master's degree in business administration from the University of British Columbia in Canada in May 2018 through attending long-distance learning courses.

Ms. Fu Dawei (付大偉), aged 48, has over 20 years of experience in investment and technology enterprise management.

Ms. Fu joined Shanghai Yongkan Investment Management Co., Ltd. (上海永堪投資管理有限公司) as one of its managing partners in October 2015, and since then, she has been responsible for the day-to-day operations of the fund, which invested in a number of outstanding biopharmaceutical companies, including, among others, Shanghai NewMed Medical Co., Ltd. (上海紐脈醫療科技股份有限公司) ("**Shanghai NewMed**"), Shanghai Novamab Biopharmaceuticals Co., Ltd. (上海洛啟生物醫藥技術有限公司), Shanghai Ennovabio Pharmaceuticals Co. Ltd. (上海軼諾藥業有限公司) and the Company. She served as the deputy general manager of Shanghai Yingshuo Polymeric Materials Co., Ltd. (上海英碩聚合材料股份有限公司), the business license of which was revoked in March 2024, from July 2010 to February 2015. From October 2003 to June 2010, Ms. Fu successively held positions engaged in investment and investment management, in Shanghai Dingjia Ventures Co., Ltd (上海鼎嘉創業投資管理有限公司), Shanghai Minhang Technology Venture Capital Co., Ltd (上海閔行科技創業投資有限公司) and Shiying (Xiamen) Growth Venture Capital Co. Ltd (世盈(廈門)創業投資有限公司).

Ms. Fu obtained a bachelor's degree in accounting and a master's degree in management science and engineering from Shandong University of Science and Technology (山東科技大學) in China in July 1999 and July 2004, respectively. She also obtained a master's degree in business administration from Shanghai Jiao Tong University (上海交通大學) in China in June 2021.

Independent Non-executive Directors

Dr. Zhenping Zhu, Ph.D., aged 60, has been our independent non-executive Director since September 2016. He was re-designated as an independent non-executive Director on June 14, 2022. Dr. Zhu is responsible for supervising and providing independent advice to our Board.

Dr. Zhu has approximately 30 years of experience in the pharmaceutical industry and innovative drug research development. Prior to joining our Group, Dr. Zhu had positions in various biopharmaceutical companies, including ImClone Systems Inc., Novartis Pharma AG, which is a subsidiary of Novartis AG, a company dually listed on the NYSE (stock code: NVS) and Six Swiss Exchange (stock code: NOVN), and Kadmon Corporation. After that, Dr. Zhu successively served as the president of research and development and the chief scientific officer at 3SBio Inc. (三生製藥公司) ("**3SBio Inc.**"), a company listed on the Stock Exchange (stock code: 1530), from January 2017 to May 2019. He also served as a director, the president of research and development and the chief scientist of Sunshine Guojian Pharmaceutical (Shanghai) Co., Ltd. (三生國健藥業(上海)股份有限公司), a company listed on the Science and Technology Innovation Board of Shanghai Stock Exchange (stock code: 688336) and also a subsidiary of 3SBio Inc., from June 2019 to January 2022. Dr. Zhu also previously served as a non-executive director on the board of Refuge Biotechnologies Inc., Verseau Therapeutics and Numab Therapeutic AG. In January 2022, Dr. Zhu founded HanBio Therapeutics（Shanghai) Co., Ltd. (丹生醫藥技術(上海)有限公司), and served as the chairman of the board and the chief executive officer. In February 2023, Dr. Zhu joined Helixon Biotechnology (Beijing) Co., Ltd. (華深智藥生物科技(北京)有限公司) (commonly known as "**Helixon**") as a co-founder, and has served as the president and co-chief executive officer since then.

Dr. Zhu obtained a bachelor's degree in clinical medicine from Jiangxi Medical College of Nanchang University (南昌大學江西醫學院) (formerly known as Jiangxi Medical College (江西醫學院)) in the PRC in July 1985 and a master's degree in pharmacology from Peking Union Medical College (北京協和醫學院) (or namely Chinese Academy of Medical Sciences (中國醫學科學院)) in the PRC in October 1988. Dr. Zhu. further obtained his Ph.D. in immunology and pathology from Dalhousie University in Canada in October 1993 and was a post-doctorate fellow at Genentech, Inc. in the United States.

As of December 31, 2025, Dr. Zhu held approximately 10.00% of the partnership interests of Jiaxing Changxian (one of our Onshore Employee Shareholding Platforms), representing an indirect interest of approximately 0.4% of the Company's total issued Share capital.

Dr. Kendall Arthur Smith, M.D., aged 83, was appointed as an independent non-executive Director on June 14, 2022, and is responsible for supervising and providing independent advice to our Board.

Dr. Smith has over 50 years of experience in medicine and biology education and research. He is currently professor of Emeritus of Medicine & Immunology at Weill Cornell Medical College since 2020. Dr. Smith once successively worked as an assistant professor, an associate professor and a professor of medicine at Dartmouth Medical School for approximately 20 years. He later served as a professor of medicine at Weill Cornell Medical College from 1993 to 2020. Dr. Smith is a pioneer in immunological research focused on interleukins. He and his research team identified, purified and characterized interleukin molecules and discovered interleukin-2 receptors. His research promoted the advance in understanding the immune system from cells to molecules. Dr. Smith established that the immune system is regulated by hormone-like molecules that can be manipulated therapeutically.

Dr. Smith obtained a bachelor's degree in biology from Denison University in the United States in June 1964 and his doctor's degree in medicine from Ohio State University College of Medicine in the United States in June 1968.

Mr. Yeung Chi Tat (楊志達), aged 56, was appointed as an independent non-executive Director on June 14, 2022, and is responsible for supervising and providing independent advice to our Board.

Mr. Yeung has over 30 years of experience in audit, financing and accounting industries. Mr. Yeung is the President (2022-2023) of the Hong Kong Independent Non-executive Director Association. He has been the chief financial officer and the Company secretary at Solargiga Energy Holdings Limited (陽光能源控股有限公司), a company listed on the Stock Exchange (stock code: 757), since December 2021. Prior to joining our Group, Mr. Yeung had positions in various companies, including the Hong Kong office of KPMG as an audit manager, Dynasty Fine Wines Group Limited (王朝酒業集團有限公司), a company listed on the Stock Exchange (stock code: 828), as financial controller and the Company secretary, and ANTA Sports Products Limited (安踏體育用品有限公司), a company listed on the Stock Exchange (stock code: 2020), as a vice president. After that, Mr. Yeung also served as an independent non-executive director of ANTA Sports Products Limited (安踏體育用品有限公司), a company listed on the Stock Exchange (stock code: 2020), Boer Power Holdings Limited (博耳電力控股有限公司), a company listed on the Stock Exchange (stock code: 1685), New Hope Dairy Holdings Co., Ltd. (新希望乳業股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 002946), and Guodian Technology & Environment Group Corporation Limited (國電科技環保集團股份有限公司), a company formerly listed on the Stock Exchange (stock code: 1296), Beijing Capital Grand Limited (首創鉅大有限公司), a company formerly listed on the Stock Exchange (stock code: 1329), from February 2007 to June 2018, from September 2010 to June 2020, from December 2016 to May 2023, from August 2017 to June 2022, and from May 2023 to February 2025, respectively. He has been serving as an independent non-executive director of Sitoy Group Holdings Limited (時代集團控股有限公司), a company listed on the Stock Exchange (stock code: 1023), Birmingham Sports Holdings Limited (伯明翰體育控股有限公司), a company listed on the Stock Exchange (stock code: 2309), Sichuan Baicha Baidao Industrial Co., Ltd. (四川百茶百道實業股份有限公司), a company listed on the Hong Kong Stock Exchange (stock code: 2555), Shiyue Daotian Group Co., Ltd. (十月稻田集團股份有限公司), a company listed on the Hong Kong Stock Exchange (stock code: 9676), and Lingbao Gold Group Company Ltd. (靈寶黃金集團股份有限公司), a company listed on the Hong Kong Stock Exchange (stock code: 3330), since November 2011, November 2019, April 2024, October 2023 and May 2024, respectively.

Mr. Yeung obtained a bachelor's degree in business administration from the University of Hong Kong in November 1993 and a master's degree in professional accounting with distinction from Hong Kong Polytechnic University in Hong Kong in August 2004. Mr. Yeung has been a fellow member of the Hong Kong Institute of Certified Public Accountants since December 2003, the Association of Chartered Certified Accountants since September 2002 and the Institute of Chartered Accountants in England and Wales since October 2017, respectively.

SUPERVISORS

The Supervisory Committee of the Company comprises three members.

Ms. Tian Miao (田苗), aged 33, was appointed as a Supervisor in July 2017 and has been serving as the chairman of Supervisory Committee since September 2024. Ms. Tian is responsible for supervising the performance of our Directors and members of senior management and performing other supervisory duties as a member of the Supervisory Committee. Ms. Tian is currently a supervisor of our subsidiary, ImmuneTANK.

Ms. Tian joined our Group in October 2015 and has been serving as the head of administration since then. She has also been a supervisor of ImmuneTANK since February 2018.

Ms. Tian obtained a bachelor's degree in enterprise management from Northeast Normal University (東北師範大學) in the PRC in June 2015.

Mr. Zhao Zimeng (趙子萌), aged 34, was appointed as an employee representative Supervisor in January 2022, and is responsible for supervising the performance of our Directors and members of senior management and performing other supervisory duties as a member of the Supervisory Committee. Mr. Zhao is currently a supervisor of our subsidiary, ImmuneOnco Shanghai.

Mr. Zhao joined our Group in October 2017 and has been serving as the manager of the laboratory management department since then. He previously served as a manager of procurement department at Huabo Biopharm from July 2012 to October 2017, where he was responsible for supply chain management for laboratories.

Mr. Zhao obtained a bachelor's degree in clinical medicine from Xinxiang Medical University (新鄉醫學院) in the PRC in January 2016.

Ms. Zhang Wei (張薇), aged 38, was appointed as an employee representative Supervisor in July 2024, and is responsible for supervising the performance of our Directors and members of senior management and performing other supervisory duties as a member of the Supervisory Committee.

Ms. Zhang joined the Group as a cell scientist in January 2013. She was promoted in February 2016 and has been serving as a director of upstream processing since then.

Ms. Zhang obtained a bachelor's degree in bioengineering and a master's degree in biochemical engineering from Shanghai University (上海大學) in the PRC in June 2010 and June 2013, respectively.

As of December 31, 2024, Ms. Zhang held approximately 4% partnership interests in Jiaxing Changxian (one of the employee shareholding platforms of the Company), representing an indirect interest of approximately 0.17% of the Company's total issued share capital.

SENIOR MANAGEMENT

For the biographical details of Dr. Tian, Mr. Li Song, Ms. Guan Mei and Mr. Zhang Ruliang, please see "Directors-Executive Directors."

Dr. Wu Zhuli (吳諸麗), aged 42, was appointed as the chief medical officer of our Company in June 2025, and is responsible for the establishment and management of the Company's clinical team, clinical trial research, clinical development and registration.

Dr. Wu has over 13 years of experience in the clinical development of new drugs in hematology, oncology and immunology. Prior to joining the Group, Dr. Wu worked at renowned pharmaceutical companies, including Janssen Pharmaceuticals, Roche, and Shanghai Fosun Pharmaceutical (Group) Co., Ltd.* (上海復星醫藥(集團)股份有限公司) ("**Fosun Pharma**"). From 2018 to 2025, Dr. Wu served as the senior vice president and chief medical officer (oncology) for China at Fosun Pharma's R&D center, where she led clinical development strategies for 16 innovative molecules. Under her leadership, over 40 investigational new drug (IND) applications were approved, five new drug applications (NDA) were submitted, with three successfully approved, and three breakthrough therapy designations were awarded. Luvometinib, a mitogen-activated protein kinase kinase (MEK) inhibitor, whose development she led, achieved market launch at a groundbreaking pace, becoming China's first local innovative drug for the treatment of histiocytic proliferative diseases/histiocytic tumors and pediatric neurofibromatosis type 1-associated plexiform neurofibroma, addressing a critical gap in clinical treatment. Beyond her corporate leadership, Dr. Wu serves as a member of the Third Chinese Society of Clinical Oncology (CSCO) Clinical Trials Professional Committee (中國臨床腫瘤學會第三屆臨床試驗專業委員會) and a member of the Anti-cancer Drug Clinical Research Professional Committee of the China Pharmaceutical Innovation and Research Development Association (PhIRDA) (中國醫藥創新促進會抗腫瘤藥物臨床研究專業委員會).

Dr. Wu obtained clinical medicine education at Peking University (北京大學) and clinical oncology at Peking University Cancer Hospital, (北京大學腫瘤醫院) in China from September 2001 to July 2009.

Dr. Weihai He, aged 53, was appointed as chief business officer of our Company in May 2025, and is responsible for business development of our Group, based in the USA.

Dr. He has over 24 years of experience in business development, strategic marketing, product management, finance, and pharmaceutical R&D. Prior to joining our Group, Dr. He served on the board of supervisors of the Global Health Drug Discovery Institute (全球健康藥物研發中心), a non-profit research organization jointly founded by the Bill & Melinda Gates Foundation, the Tsinghua University Education Foundation, etc., from December 2021 to May 2025. She also served as a deputy director of business development and licensing at Bill and Melinda Gates Foundation from 2021 to May 2025, leading business development and licensing efforts on presidential priority projects aimed at developing high-impact interventions to address the leading causes of death and disability in developing countries. In 2021, Dr. He served as the senior vice president and head of global business development and commercialization at Evive Biotech in San Francisco, the United States, where she led the global business development team for outlicensing and in-licensing, and developed commercial strategies for global product launches. From 2019 to 2021, Dr. He served as a senior director and head of business development at Merck KGaA (FRA: MRK), a global science and technology company listed on the Frankfurt Stock Exchange, responsible for business development and alliance management. She worked at Genentech Inc., in San Francisco, California, from 2007 to 2019 in diverse array of functions. Prior to that, Dr. He served as a senior scientist in product research and development at Panomics, Inc. (formerly known as Genospectra Inc.), a biotechnology company in Fremont, California, from 2003 to 2005, and served as a postdoctoral scientist of drug discovery at Tularik Inc., a biotechnology company later acquired by Amgen (Nasdaq: AMGN), from 2001 to 2003, where she led a team to identify natural ligands for drug targets.

Dr. He obtained a bachelor's degree in biology from Peking University (北京大學) in the PRC in 1995, a Ph.D. in molecular and cellular biology from the University of Arizona in the United States in 2001, and a master's degree in business administration (MBA) from the Wharton School of the University of Pennsylvania, in the United States in 2007.

Dr. Xiong Zikai (熊梓鍇), Ph.D., aged 46, was appointed as the senior vice president of our Company in March 2022, and is responsible for business development of our Group.

Dr. Xiong has over 14 years of work experience in the business development and other important functions of biomedical and pharmaceutical industries. Earlier in his career, Dr. Xiong served as a consultant at Roland Berger International Management Consulting (Shanghai) Co. Ltd. (羅蘭貝格國際管理諮詢(上海)有限公司) from June 2009 to June 2011. He served as a strategy manager at Bayer Healthcare Co., Ltd. (拜耳醫藥保健有限公司), which is a company under Bayer AG, a multinational pharmaceutical company listed on the Frankfurt Stock Exchange (stock code: BAYN), from June 2011 to December 2013, during which he was responsible for formulating the corporate strategy, business development and sales performance management. Dr. Xiong also served as the director of products and marketing at Beijing Genetron Biotech Co., Ltd. (北京泛生子生物科技有限公司) and Genetron Health Gene Technology (Beijing) Co., Ltd. (北京泛生子基因科技有限公司), each of which is a PRC operation entity controlled by Genetron Health, Inc., a precision oncology company listed on the NASDAQ Global Market (stock code: GTH), from December 2013 to March 2016. He co-founded Beijing Open01 Technology Co., Ltd. (北京開數科技有限公司) in April 2016, a company exploring big-data applications. Dr. Xiong served as the executive director of business development at Veritas Genetics (Shanghai) Co., Ltd. (真奕生物科技(上海)有限公司), a PRC operation entity controlled by Veritas Genetics Inc. from March 2018 to March 2019, during which he was responsible for the overall business development. He also served as a senior director of business alliance at Sinovant Sciences Co., Ltd (上海侖勝醫藥科技有限公司), a company which principally engages in innovative biomedical research and development in the PRC, from November 2019 to June 2021, during which he was responsible for the overall business development. Dr. Xiong served as the vice president of business development and investment of Shanghai De Novo Pharmatech Co., Ltd. (上海迪諾醫藥科技有限公司), a company which principally engages in the discovery and development of small molecule drugs for cancer patients, from August 2021 to February 2022, during which he was responsible for the overall business development, marketing and investment activities.

Dr. Xiong obtained a bachelor's degree in cell biology and genetics from Peking University (北京大學) in the PRC in July 2002 and his Ph.D. in stem cell genetics from University of Cambridge in the United Kingdom in July 2008.

JOINT COMPANY SECRETARIES

Ms. Guan Mei (關梅) was appointed as a joint company secretary of our Company on June 14, 2022. She is primarily responsible for financing activities, internal control and securities and listing matters of our Group. For details of her biography, see "Executive Directors."

Mr. Li Kin Wai (李健威) was appointed as the other joint company secretary of our Company on June 14, 2022. He is primarily responsible for the corporate secretarial matters of our Group.

Mr. Li currently serves as a corporate service senior manager of Tricor Services Limited, a global professional services provider specializing in integrated business, corporate and investor services.

He has over 10 years of experience in providing company secretarial services and compliance services to listed companies and private companies.

Mr. Li is a Chartered Secretary, Chartered Governance Professional and an associate of both The Hong Kong Chartered Governance Institute ("**HKCGI**") (formerly known as "**The Hong Kong Institute of Chartered Secretaries**") and The Chartered Governance Institute ("**CGI**") (formerly known as "**The Institute of Chartered Secretaries and Administrators**") in the United Kingdom.

Mr. Li obtained a master's degree of corporate governance from The Open University of Hong Kong in Hong Kong in November 2020.

CHANGES IN DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVE'S INFORMATION

Appointment of Executive Director

Upon approval by the Shareholders at the annual general meeting on May 28, 2025, Mr. Zhang Ruliang (張如亮) ("**Mr. Zhang**") and Ms. Fu Dawei (付大偉) ("**Ms. Fu**") were appointed as executive Directors of the second session of the Board. The term of office of Mr. Zhang and Ms. Fu shall be commencing from May 28, 2025 until the expiration of the term of office of the second session of the Board. Mr. Zhang and Ms. Fu had obtained the legal advice as referred in Rule 3.09D of the Listing Rules on October 12, 2024 and September 27, 2024, respectively, and they had confirmed they understood their obligations as directors of a listed issuer under the Listing Rules. The biographical details of the aforesaid Directors have been set out in Company's announcements dated October 14, 2024 and September 30, 2024 in accordance with Rule 13.51(2) of the Listing Rules. For further details, please refer to the Company's announcements dated October 14, 2024 and September 30, 2024, and the Company's circular dated April 30, 2025.

Save as disclosed in this annual report and up to the date of this annual report, there are no other changes in the Directors', the Supervisors' or the chief executive officer's information as required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

The Board is pleased to present this report of Directors together with the audited consolidated financial statements of the Group for the year ended December 31, 2025.

PRINCIPAL ACTIVITIES

The Group is a science-driven biotechnology group dedicated to the development of immuno-oncology therapies.

The activities and particulars of the Company's subsidiaries are shown under Note 35 to the consolidated financial statements. An analysis of the Group's results for the year ended December 31, 2025 by principal activities of the Group is set out in the section headed "Management Discussion and Analysis" in this annual report.

There were no significant changes in the nature of the Group's principal activities during the Reporting Period and up to the date of this report.

RESULTS

The results of the Group for the year ended December 31, 2025 are set out in the consolidated financial statements in this annual report.

DIVIDEND

The Board has resolved not to recommend a final dividend for the year ended December 31, 2025 (2024: Nil).

As of December 31, 2025, there was no arrangement under which a Shareholder has waived or agreed to waive any dividend.

SHARE CAPITAL AND SHARES ISSUED

Details of the movement in the share capital of the Company for the year ended December 31, 2025 and details of the Shares issued during the year ended December 31, 2025 are set out in Note 28 to the consolidated financial statements in this annual report.

RESERVES

As of December 31, 2025, the Company did not have any distributable reserves.

Details of the movement in reserves of the Company for the year ended December 31, 2025 are set out in Notes 37 to the consolidated financial statements in this annual report.

BUSINESS REVIEW

A review of the business of the Group during the year as required by Schedule 5 to the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), including a discussion and analysis on the Group's future business development and the financial and operational key performance indicators employed by the Directors in measuring the performance of the Group's business is set out in the section headed "Management Discussion and Analysis" and "Financial Summary" in this annual report. These discussions form part of this report of Directors. Events affecting the Company that have occurred since the end of the financial year are set out in the section headed "Important Events After The Reporting Period" in this annual report.

PRINCIPAL RISKS AND UNCERTAINTIES

The following list is a summary of certain principal risks and uncertainties faced by us, some of which are beyond our control:

Risks Relating to the Research and Development and Commercialization of our Drug Candidates

- We face substantial competition and our competitors may discover, develop or commercialize competing drugs faster or more successfully than we do.

- We depend substantially on the success of our clinical-stage and preclinical stage drug candidates. If we are unable to successfully complete development, obtain regulatory approval and commercialize our drug candidates, or if we experience significant delays in doing any of the foregoing, our business, financial condition, results of operations and prospects will be materially harmed.

- If clinical trials of our drug candidates fail to demonstrate safety and efficacy to the satisfaction of regulatory authorities or do not otherwise produce positive results, we may incur additional costs or experience delays in completing, or may ultimately be unable to complete, the development and commercialization of our drug candidates.

- If we encounter difficulties in enrolling subjects in our clinical trials, our clinical development activities could be delayed or otherwise adversely affected.

Risks Relating to Regulatory Approvals and Government Regulation

- All material aspects of the research, development, manufacturing and commercialization of our drug candidates are heavily regulated and are subject to change. Any failure to comply with existing regulations and industry standards or any adverse actions by the drug-approval authorities against us could negatively impact our reputation and our business, financial condition, results of operations and prospects.

- We may seek approvals from the NMPA, FDA or other comparable regulatory authorities to use data from registrational trials via accelerated approval pathways for our drug candidates. If we are not able to use such pathways, we may be required to conduct additional clinical trials beyond those that we contemplate, which would increase the expense of obtaining, and delay the receipt of, necessary marketing approvals, if we receive them at all.

- The regulatory approval processes of the NMPA, FDA and other comparable regulatory authorities are lengthy, time-consuming and inherently unpredictable. If we are unable to obtain without undue delay any regulatory approval for our drug candidates in our targeted markets, our business may be materially and substantially affected.

Risks Relating to our Operations

- Third parties may initiate legal proceedings alleging that we are infringing, misappropriating or otherwise violating their intellectual property rights, the outcome of which would be uncertain.

- We have entered into collaborations with our partners and may form or seek additional collaborations or strategic alliances or enter into licensing arrangements in the future. We may not realize any or all benefits of such alliances or licensing arrangements, and disputes may arise between us and our collaboration partners.

However, the above is not an exhaustive list. Investors are advised to make their own judgment or consult their own investment advisors before making any investment in our H Shares.

For the measures related to the risks, please refer to "Corporate Governance Report" in this report.

MAJOR CUSTOMERS AND SUPPLIERS

For the year ended December 31, 2025, the Group's five largest suppliers accounted for 32.6%, as compared to 34.8% of the Group's total purchases for the year ended December 31, 2024. The Group's single largest supplier accounted for 8.3% for the year ended December 31, 2025, as compared to 12.3% of the Group's total purchases for the year ended December 31, 2024.

For the year ended December 31, 2025, the Group's five largest customers accounted for 99.9%, as compared to 99.9% of the Group's total revenue for the year ended December 31, 2024. The Group's single largest supplier accounted for 99.9% for the year ended December 31, 2025, as compared to 99.8% of the Group's total revenue for the year ended December 31, 2024.

None of the Directors or any of their close associates (as defined in the Listing Rules) or any Shareholders (whom, to the best knowledge and belief of the Directors, own more than 5% of the Company's total issued share capital) had a material interest in the Group's five largest customers or suppliers during the Reporting Period.

KEY RELATIONSHIPS WITH STAKEHOLDERS

The Group recognizes that various stakeholders, including employees, customers, suppliers and other business associates are key to the Group's success. The Group strives to achieve corporate sustainability through engaging, collaborating and cultivating strong relationship with them.

Further details of an account of the Company's key relationships with its employees, customers, suppliers and other business associates that have a significant impact on the Company are set out in the "Environmental, Social and Governance Report" in this annual report.

ENVIRONMENTAL POLICIES AND PERFORMANCE

We are committed to environmental protection and promoting corporate social responsibility and best corporate governance practices to develop sustainable value for stakeholders and take up responsibilities as a corporate citizen.

Further details of the Company's environmental policies and performance are set out in the "Environmental, Social and Governance Report" in this annual report.

COMPLIANCE WITH THE RELEVANT LAWS AND REGULATIONS

As far as the Board and management are aware, the Group has complied in all material aspects with the relevant laws and regulations that have a significant impact on the business and operation of the Group. During the year ended December 31, 2025, there was no material breach of, or non-compliance with, applicable laws and regulations, by the Group.

USE OF PROCEEDS FROM THE GLOBAL OFFERING

Use of Proceeds during the Reporting Period

The Company issued 17,147,200 H Shares at HK$18.60, which were listed on the Main Board of the Stock Exchange on the Listing Date, and issued 917,800 H Shares at HK$18.60 upon the partial exercise of the Over-allotment Option (as defined in the Prospectus), which were listed on the Main Board of the Stock Exchange on October 4, 2023. We received net proceeds (after deduction of underwriting commissions and related costs and expenses) from the Global Offering (following partial exercise of the Over-allotment Option) (the "**Net Proceeds**") of approximately HK$251.3 million. The Net Proceeds have been utilized in the manner, proportion and the expected timeframe as set out in the announcement of annual results for the year ended December 31, 2024 and proposed change in use of proceeds dated March 25, 2025 and the 2024 annual report of the Company which was published on April 25, 2025. As at December 31, 2025, the Net Proceeds have been utilized as follow:

Proposed use	Percentage of total net proceeds	Allocation of net proceeds *(HK$ million)*	Unutilized amount as of December 31, 2024 *(HK$ million)*	Utilized amount during the year ended December 31, 2025 *(HK$ million)*	Balance of net proceeds unutilized as of December 31, 2025 *(HK$ million)*
(a) To fund our Core Product, IMM01	46.0%	115.5	44.2	36.7	7.5
• For funding an ongoing Phase II trial and planned pivotal clinical trials for the combination therapy of IMM01 and azacitidine for the first-line treatment of MDS/AML, and CMML in China, the preparation of relevant registration filings and other regulatory matters.	20.0%	50.3	21.7	21.7	0.0
• For funding ongoing and planned clinical trials of the combination therapy of IMM01 and tislelizumab in China, the preparation of relevant registration filings and other regulatory matters.	17.0%	42.7	0.0	0.0	0.0
• For funding the launch and commercialization of IMM01 in combination therapies.	3.0%	7.5	7.5	0.0	7.5
• For funding ongoing and planned clinical trials of the combination therapy of IMM01.	6.0%	15.0	15.0	15.0	0.0

Proposed use		Percentage of total net proceeds	Allocation of net proceeds *(HK$ million)*	Unutilized amount as of December 31, 2024 *(HK$ million)*	Utilized amount during the year ended December 31, 2025 *(HK$ million)*	Balance of net proceeds unutilized as of December 31, 2025 *(HK$ million)*
(b)	To fund our Key Products, IMM0306, IMM2902 and IMM2520	32.4%	81.5	16.0	13.2	2.8
	• For ongoing and planned clinical trials of IMM0306 for the treatment of R/R B-NHL in China, the preparation of relevant registration filings, other regulatory matters, and planned commercial launch in China.	19.0%	47.7	10.0	10.0	0.0
	• For ongoing and planned clinical trials of IMM0306 for the treatment of SLE, NMOSD, LN and other autoimmune related diseases.	2.4%	6.0	6.0	3.2	2.8
	• For the ongoing clinical trials of IMM2902 for the treatment of advanced HER2-positive and HER2-low expressing solid tumors, such as BC, GC, NSCLC and BTC in China and the U.S.	8.0%	20.1	0.0	0.0	0.0
	• For planned clinical trials of IMM2520 in China for the treatment of solid tumors, particularly those resistant or not sensitive to the currently available immunotherapies, such as CRC, GC and lung cancer, among others.	3.1%	7.7	0.0	0.0	0.0
(c)	For the planned clinical trial of IMM47.	4.0%	10.1	0.0	0.0	0.0
(d)	For the ongoing clinical trials of IMM2510 and IMM27M.	5.0%	12.6	0.0	0.0	0.0
(e)	For construction of our new manufacturing facility in Zhangjiang Science City, Shanghai.	0.0%	0.0	0.0	0.0	0.0
(f)	For our continuous preclinical research and development of multiple preclinical-and discovery-stage assets, including without limitation IMM4701, IMM51, IMM38, IMM2547, IMM50 and IMM62, as well as CMC to support the clinical trials including pivotal trials for various assets.	5.0%	12.6	0.0	0.0	0.0
(g)	For working capital and general corporate purposes.	7.6%	19.0	6.4	6.4	0.0
Total		**100.0%**	**251.3**	**66.6**	**56.3**	**10.3**

Up to December 31, 2025, HK$241.0 million of proceeds have been utilized. The Company intends to use the net proceeds in the manner consistent with that mentioned the above planned applications and remain subject to change based on our current and future development of market conditions and actual business needs. The Company plans to utilize the balance of the net proceeds of the Global Offering by mid-2027. The completion time of using such proceeds will be determined based on the Company's actual business needs and future business development.

PROSPECTS

A description of the future development in the Company's business is provided in the "Chairman's Statement" and the "Management Discussion and Analysis" in this annual report.

DIRECTORS AND SUPERVISORS

The Directors and Supervisors during the Reporting Period and up to the date of this report of Directors were as follows:

Executive Directors [1]

Dr. Tian Wenzhi (田文志)
Mr. Li Song (李松)
Ms. Guan Mei (關梅)
Mr. Zhang Ruliang (張如亮) *(appointed with effect from May 28, 2025)*

Non-executive Directors [2]

Dr. Xu Cong (徐聰)
Ms. Fu Dawei (付大偉) *(appointed with effect from May 28, 2025)*

Independent Non-executive Directors

Dr. Zhenping Zhu
Dr. Kendall Arthur Smith
Mr. Yeung Chi Tat (楊志達)

Supervisors

Ms. Tian Miao (田苗)
Mr. Zhao Zimeng (趙子萌)
Ms. Zhang Wei (張薇)

Notes:

(1) On October 14, 2024, the Board resolved to propose Mr. Zhang Ruliang (張如亮) to be appointed as an executive Director. Such appointment was approved by the Shareholders at the AGM on May 28, 2025.

(2) On September 30, 2024, the Board resolved to propose Ms. Fu Dawei (付大偉) to be appointed as a non-executive Director. Such appointment was approved by the Shareholders at the AGM on May 28, 2025.

The Company has received, from each of the independent non-executive Directors, a confirmation of his independence pursuant to Rule 3.13 of the Listing Rules. The Company considers all the independent non-executive Directors are independent.

BIOGRAPHIES OF THE DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

The biographical information of the Directors, Supervisors and the senior management of the Company are set out in "Directors, Supervisors and Senior Management" in this annual report.

DIRECTORS' AND SUPERVISORS' SERVICE CONTRACTS

We have entered into a service contract with each of our Directors and Supervisors which contains provisions in relation to, among other things, compliance with relevant laws and regulations and observance of the Articles of Association.

The principal particulars of these service contracts are: (a) each of the contracts is for a term of three years following his/her respective effective date of his/her appointment; and (b) each of the contracts is subject to termination in accordance with their respective terms. The contracts may be renewed in accordance with our Articles of Association and the applicable rules.

Save as disclosed above, we have not entered into, and do not propose to enter into any service contracts with any of our Directors and Supervisors in their respective capacities as Directors or Supervisors (excluding agreements expiring or determinable by any member of our Group within one year without payment of compensation other than statutory compensation).

EMPLOYEES AND REMUNERATION POLICIES

A review of the employees and remuneration policies of the Group during the year is set out in the "Management Discussion and Analysis — Financial Review — Employees and Remuneration Policies" on pages 31 of this annual report.

RETIREMENT BENEFITS SCHEME

Further details of the retirement benefits scheme of the Company are set out in Note 34 to the consolidated financial statements in this annual report.

REMUNERATION OF THE DIRECTORS AND SUPERVISORS AND FIVE HIGHEST PAID INDIVIDUALS

Our Directors and Supervisors, certain of whom are also employees of our Company, receive compensation in the form of fee, salaries, allowances, discretionary bonuses, share-based compensation, retirement benefit scheme contributions and other benefits in kind.

The remuneration of the Directors and Supervisors of the Group is determined by the Shareholders' general meeting with reference to the recommendation given by the Remuneration Committee, having regard to the individual performance and comparable market statistics. The remuneration of the senior management of the Group is determined by the Board with reference to the recommendation given by the Remuneration Committee, having regard to the individual performance and comparable market statistics.

Details of the remuneration of the Directors, Supervisors and the five highest paid individuals for the Reporting Period are set out in Note 12 to the consolidated financial statements in this annual report.

During the Reporting Period, there was no emolument paid by the Group to any of the Directors, Supervisors or any of the five highest paid individuals as an inducement to join, or upon joining the Group or as compensation for loss of office. None of the Directors or Supervisors waived or agreed to waive any emoluments for the year ended December 31, 2025.

DIRECTORS' AND SUPERVISORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS AND CONTRACTS OF SIGNIFICANCE

Save as disclosed in this annual report, none of the Directors and Supervisors nor any entity connected with the Directors or Supervisors had a material interest, either directly or indirectly, in any transaction, arrangement or contract of significance, whether for the provision of services or otherwise, to the Group to which the Company or any of its subsidiaries was a party subsisting during or at the end of the year ended December 31, 2025.

CONTROLLING SHAREHOLDERS' INTERESTS IN CONTRACTS OF SIGNIFICANCE

Save as disclosed in this annual report, no controlling shareholders or their respective subsidiaries had a material interest, either directly or indirectly, in any contract of significance, whether for the provision of services or otherwise, to the Group to which the Company or any of its subsidiaries was a party subsisting during or at the end of the year ended December 31, 2025.

DIRECTORS' INTERESTS IN COMPETING BUSINESS

None of the Directors had any interest in a business which competes or is likely to compete, directly or indirectly, with business of the Group for the year ended December 31, 2025.

From time to time our non-executive Directors may serve on the boards of both private and public companies within the broader healthcare and biopharmaceutical industries. However, as these non-executive Directors are not members of our executive management team, we do not believe that their interests in such companies as directors would render us incapable of carrying on our business independently from the other companies in which these non-executive Directors may hold directorships from time to time.

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed from the period of the Listing Date to December 31, 2025 and up to the date of this report between the Company and a person other than a Director or any person engaged in the full-time employment of the Company.

CONNECTED TRANSACTION

During the Reporting Period, the Group did not conduct any non-exempt connected transactions or continuing connected transactions in accordance with the Listing Rules.

Details of related party transactions of the Group for the year ended December 31, 2025 are set out in Note 30 to the consolidated financial statements in this annual report. None of the related party transactions constitutes a connected transactions or continuing connected transactions required to be disclosed under the Listing Rules.

DISCLOSURE OF INTERESTS

A. Directors', Supervisors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures of the Company or Its Associated Corporations

As of December 31, 2025, the interests and short positions of our Directors, Supervisors and chief executive of our Company in our Shares, underlying Shares or debentures of our Company or any of our associated corporations (within the meaning of Part XV of the SFO) (i) which will have to be notified to us and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they are taken or deemed to have under such provisions of the SFO), or (ii) which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or (iii) which will be required to be notified to us and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers contained in the Listing Rules, were as follows:

Long positions in the Shares of the Company

Name of Director/ Supervisor/Chief Executive	Capacity/Nature of interest	Description of Shares[1]	Number of Shares Held or Interested	Approximate percentage of shareholding in our Unlisted Shares/H Shares (as appropriate) [2]	Approximate percentage of shareholding in the total share capital of our Company[2]
Dr. Tian (Chairman of the Board, chief executive officer, chief scientific officer and executive Director)	Beneficial owner	H Shares	70,432,990	16.75%	16.32%
	Interest in controlled corporations; Interest of spouse[3]	H Shares	45,701,100	10.87%	10.59%

Notes:

(1) For the avoidance of doubt, both Unlisted Shares and H Shares are ordinary Shares in the share capital of our Company, and are considered as one class of Shares.

(2) The calculation is based on the total number of issued Shares, 431,507,695 Shares, including 11,030,390 Unlisted Shares and 420,477,305 H Shares, as of December 31, 2025.

(3) Jiaxing Changxian Enterprise Management L.P. (Limited Partnership) (嘉興昶咸企業管理合夥企業(有限合夥)) holds 15,517,260 H Shares as beneficial owner and is ultimately controlled by Dr. Tian, (ii) Jiaxing Changyu Enterprise Management L.P. (Limited Partnership) (嘉興昶宇企業管理合夥企業(有限合夥)) holds 14,839,695 H Shares as beneficial owner and is ultimately controlled by Dr. Tian, and (iii) Halo Biomedical Investment II Limited holds 15,344,145 H Shares as beneficial owner and is ultimately controlled by Dr. Tian. Accordingly, Dr. Tian is deemed to be interested in 45,701,100 H Shares.

Long positions in the Shares of associated corporation of the Company

Name of Director/Supervisor/ Chief Executive	Capacity/ Nature of interest	Associated corporation	Approximate percentage of shareholding
Dr. Tian (Chairman of the Board, chief executive officer, chief scientific officer and executive Director)	Interest in controlled corporations	ImmuneCare Biopharmaceutical (Shanghai) Co., Ltd.	6%

Note:

(1) As at the date of this report, ImmuneCare Biopharmaceutical (Shanghai) Co., Ltd. (宜明凱爾生物醫藥技術(上海)有限公司) was owned as to 93% and 6% by the Company and Jiaxing Changxin Enterprise Management L.P. (Limited Partnership) (嘉興昶新企業管理合夥企業(有限合夥)) ("**Jiaxing Changxin**"), respectively. Jiaxing Changxin is a limited partnership managed by its executive partner, Jiaxing Hanning Enterprise Management Co., Ltd. (嘉興翰濘企業管理有限公司), which is ultimately controlled by Dr. Tian and holds approximately 0.1% partnership interest in Jiaxing Changxin. As at the date of this report, Jiaxing Changxin had two limited partners, among which, Dr. Tian held approximately 71.33% of its partnership interests. Accordingly, Dr. Tian is deemed to be interested in the shares of ImmuneCare Biopharmaceutical (Shanghai) Co., Ltd. held by Jiaxing Changxin under the SFO.

Save as disclosed above, as of December 31, 2025, none of the Directors, Supervisors and chief executive of the Company had any interests or short positions in the Shares, underlying Shares and debentures of the Company or its associated corporations as recorded in the register required to be kept under section 352 of the SFO or required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

B. Substantial Shareholders' Interests and Short Positions in Shares and Underlying Shares of the Company

As of December 31, 2025, to the knowledge of the Company and the Directors after making reasonable inquiries, the following persons had interests or short positions in the Shares or the underlying Shares which would be required to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO and recorded in the register required to be kept by the Company under Section 336 of the SFO:

Name of Shareholder	Capacity/Nature of interest	Description of Shares	Number of Shares	Approximate percentage of shareholding in our Unlisted Shares/H Shares (as appropriate) [1]	Approximate percentage of shareholding in the total share capital of our Company [2]
Dr. Tian [3] [4]	Beneficial owner	H Shares	70,432,990	16.75%	16.32%
	Interest of spouse	H Shares	15,344,145	3.65%	3.56%
	Interest in controlled corporations	H Shares	30,356,955	7.22%	7.04%
Mr. Yu Xiaoyong (于曉勇) [5]	Interest in controlled corporations	Unlisted Shares	11,030,390	100%	2.56%
		H Shares	25,361,905	6.03%	5.88%
ZJ Leading Initiating VC [5]	Beneficial owner	H Shares	19,807,600	4.71%	4.59%

Notes:

(1) For the avoidance of doubt, both Unlisted Shares and H Shares are ordinary Shares in the share capital of our Company, and are considered as one class of Shares.

(2) The calculation is based on the total number of issued Shares, 431,507,695 Shares, including 11,030,390 Unlisted Shares and 420,477,305 H Shares, as of December 31, 2025.

(3) Halo Investment II, one of our Employee Shareholding Platforms and a limited liability company incorporated under the laws of the BVI, is wholly owned by Halo LP, a limited partnership established under the laws of the BVI. The general partner of Halo LP is Halo Biomedical Investment I Limited ("**Halo Investment I**"). As of December 31, 2025, Dr. Tian was the sole director of Halo Investment I and controlled the voting rights in Halo Investment I pursuant to the voting agreement entered into between Dr. Tian and the sole shareholder of Halo Investment I, and Halo Investment I was accustomed to act in accordance with Dr. Tian's instruction. For further details of the voting agreement, please refer to the Prospectus.

Further, as of December 31, 2025, Dr. Ding Yumei, the spouse of Dr. Tian and a director of our subsidiary, held more than one-third of interests as a limited partner in Halo LP. All limited partners of Halo LP do not have any voting rights in our Company which are resided with the sole director of Halo Investment I being Dr. Tian. As such, under the SFO, Dr. Tian is deemed to be interested in 15,344,145 H Shares held by Halo Investment II as well as Dr. Ding Yumei's deemed interest in Halo Investment II.

(4) Each of Jiaxing Changxian and Jiaxing Changyu, our Employee Shareholding Platforms, is a limited partnership incorporated under the laws of the PRC and is managed by its general partner, Jiaxing Hanning Enterprise Management Co., Ltd. (嘉興翰寧企業管理有限公司), which is ultimately controlled by Dr. Tian. As such, under the SFO, Dr. Tian is deemed to be interested in an aggregate of 30,356,955 H Shares held by Jiaxing Changxian and Jiaxing Changyu.

(5) ZJ Leading Initiating VC beneficially owns 19,807,600 H Shares and ZJ Leading SiQi VC beneficially owns 5,554,305 H Shares. ZJ Leading Initiating VC is a limited partnership incorporated under the laws of the PRC, whose general partner is Shanghai Zhangke Lingyi Enterprise Management Center (Limited Partnership) (上海張科領醫企業管理中心(有限合夥)), a limited partnership incorporated under the laws of the PRC, which is ultimately controlled by Mr. Yu Xiaoyong (于曉勇), our non-executive Director. ZJ Leading SiQi VC is a limited partnership incorporated under the laws of the PRC, whose general partner is Jiaxing Linghe Equity Investment Partnership (Limited Partnership) (嘉興領和股權投資合夥企業(有限合夥)), a limited partnership incorporated under the laws of PRC, which is also ultimately controlled by Mr. Yu Xiaoyong (于曉勇). As such, under the SFO, Mr. Yu Xiaoyong (于曉勇) is deemed to be interested in an aggregate of 25,361,905 H Shares held by ZJ Leading Initiating VC and ZJ Leading SiQi VC.

Save as disclosed in this annual report, as of December 31, 2025, the Directors were not aware of any persons (who were not Directors or chief executive of the Company) who had an interest or short position in any Shares or underlying Shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under Divisions 2 and 3 of Part XV of the SFO, or which would be required, pursuant to Section 336 of the SFO, to be entered in the register referred to therein.

MATERIAL LITIGATION

The Company was not involved in any material litigation or arbitration during the year ended December 31, 2025. The Directors are also not aware of any material litigation or claims that are pending or threatened against the Group during the year ended December 31, 2025.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

The 2024 Placing

On November 21, 2024 (before trading hours), the Company and China International Capital Corporation Hong Kong Securities Limited (the "**2024 Placing Agent**") entered into a placing agreement (the "**2024 Placing Agreement**"), pursuant to which the Company has agreed to appoint the 2024 Placing Agent, and the 2024 Placing Agent has agreed to act as the Company's sole placing agent, to procure subscribers, on a best effort basis, to subscribe for a total of 33,150,000 new H Shares (the "**2024 Placing Shares**") at the placing price of HK$7.05 per 2024 Placing Share (the "**2024 Placing Price**") upon the terms and subject to the conditions set out in the 2024 Placing Agreement (the "**2024 Placing**").

The 2024 Placing was completed on November 28, 2024 in accordance with terms and conditions of the 2024 Placing Agreement (the "**2024 Closing**"). A total of 33,150,000 2024 Placing Shares were successfully placed by the 2024 Placing Agent to no less than six placees (the "**2024 Placees**") at the 2024 Placing Price, representing approximately 8.86% of the number of issued share capital and approximately 9.50% of the total issued H Shares of the Company immediately before 2024 Closing, and approximately 8.67% of the total issued H Shares and approximately 8.14% of the number of issued share capital of the Company as enlarged by the allotment and issue of the 2024 Placing Shares immediately upon 2024 Closing.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, (i) each of the 2024 Placees and their respective ultimate beneficial owner(s) (where applicable) is a third party independent of, and not connected with, the Company and its connected persons (as defined in the Listing Rules); and (ii) none of the 2024 Placees nor their respective associates (as defined in the Listing Rules) had become a substantial shareholder (as defined in the Listing Rules) of the Company immediately upon 2024 Closing.

The net proceeds from the 2024 Placing, after deducting the 2024 Placing commission and other relevant costs and expenses of the 2024 Placing, amounted to approximately HK$229.7 million (the "**2024 Net Proceeds**"), representing a net placing price of approximately HK$6.93 per 2024 Placing Share.

Details of the use of the 2024 Net Proceeds from the 2024 Placing are set out below:

Proposed use		Percentage of total 2024 Net Proceeds	Allocation of 2024 Net Proceeds *(HK$ million)*	Unutilized amount as of December 31, 2024 *(HK$ million)*	Utilized amount during the year ended December 31, 2025 *(HK$ million)*	Unutilized amount as of December 31, 2025 *(HK$ million)*
(a)	To fund the Phase Ib/II and further clinical studies of IMM2510 in combination with chemotherapy for first-line treatments of NSCLC and triple-negative breast cancer (TNBC) and treatments of other solid tumors in China	30.0%	68.9	67.9	38.1	29.8
(b)	To fund the Phase Ib and further clinical studies of IMM2510 in combination with IMM27M for the treatment of advanced solid tumors in China	30.0%	68.9	68.1	6.5	61.6
(c)	To fund the pivotal clinical studies of the combination therapy of IMM01 (Timdarpacept) and azacitidine, and the combination therapy of IMM01 (Timdarpacept) and tislelizumab in China	10.0%	23.0	23.0	23.0	0.0
(d)	To replenish the Company's working capital and for general corporate purposes	30.0%	68.9	68.9	38.0	30.9
Total		**100.0%**	**229.7**	**227.9**	**105.6**	**122.3**

The Company intends to use the 2024 Net Proceeds in the manner consistent with the intended use as mentioned above. The Company plans to utilize the balance of the unutilized net proceeds of the 2024 Placing by mid-2027.

For further details in relation to the 2024 Placing, please refer to the announcements of the Company dated November 21, 2024 and November 28, 2024.

The 2025 Placing

On October 9, 2025 (before trading hours), the Company and UBS AG Hong Kong Branch (the "**2025 Placing Agent**") entered into a placing agreement (the "**2025 Placing Agreement**"), pursuant to which the Company has agreed to appoint the 2025 Placing Agent, and the 2025 Placing Agent has agreed to act as the Company's sole placing agent, to procure subscribers, on a best effort basis, to subscribe for a total of 24,200,000 new H Shares (the "**2025 Placing Shares**") at the placing price of HK$14.50 per 2025 Placing Share (the "**2025 Placing Price**") upon the terms and subject to the conditions set out in the 2025 Placing Agreement (the "**2025 Placing**").

The 2025 Placing was completed on October 16, 2025 in accordance with terms and conditions of the 2025 Placing Agreement (the "**2025 Closing**"). A total of 24,200,000 2025 Placing Shares were successfully placed by the 2025 Placing Agent to no less than six placees (the "**2025 Placees**") at the 2025 Placing Price, representing approximately 5.94% of the number of issued share capital and 6.11% of the total issued H Shares of the Company immediately before 2025 Closing, and approximately 5.61% of the number of issued share capital and approximately 5.76% of the total issued H Shares of the Company as enlarged by the allotment and issue of the 2025 Placing Shares immediately upon 2025 Closing.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, (i) each of the 2025 Placees and their respective ultimate beneficial owner(s) (where applicable) is a third party independent of, and not connected with, the Company and its connected persons (as defined in the Listing Rules); and (ii) none of the 2025 Placees nor their respective associates (as defined in the Listing Rules) had become a substantial shareholder (as defined in the Listing Rules) of the Company immediately upon 2025 Closing.

The net proceeds from the 2025 Placing, after deducting the 2025 Placing commission and other relevant costs and expenses of the 2025 Placing, amounted to approximately HK$345.1 million (the "**2025 Net Proceeds**"), representing a net placing price of approximately HK$14.26 per 2025 Placing Share.

Details of the use of the 2025 Net Proceeds from the 2025 Placing are set out below:

Proposed use	**Percentage of total 2025 Net Proceeds**	**Allocation of 2025 Net Proceeds** *(HK$ million)*	**Utilized amount during the year ended December 31, 2025** *(HK$ million)*	**Unutilized amount as of December 31, 2025** *(HK$ million)*
(a) To fund the research and development of IMM2510 and IMM27M in both monotherapy and combination therapy for the treatment of solid tumors in China	40.0%	138.1	0.0	138.1
(b) To fund the research and development of IMM01 (Timdarpacept)	20.0%	69.0	27.0	42.0
(c) To fund the research and development of IMM0306	10.0%	34.5	0.0	34.5
(d) To replenish the Company's working capital and for general corporate purposes	30.0%	103.5	0.0	103.5
Total	**100.0%**	**345.1**	**27.0**	**318.1**

The Company intends to use the 2025 Net Proceeds in the manner consistent with the intended use as mentioned above. The Company plans to utilize the balance of the unutilized net proceeds of the 2025 Placing by mid-2028.

For further details in relation to the 2025 Placing, please refer to the announcements of the Company dated October 9, 2025 and October 16, 2025.

Save as disclosed above, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities (including sale of treasury Shares (as defined under the Listing Rules)) during the Reporting Period. As at December 31, 2025, the Company did not hold any of treasury share.

BANK LOANS AND OTHER BORROWINGS

Details of bank loans and other borrowings of the Group for the year ended December 31, 2025 are set out in Note 26 to the consolidated financial statements in this annual report. During the year ended December 31, 2025, the Company had not breached any terms of its loan agreements that are significant to the Group's operations.

DEBENTURES ISSUED

The Group did not issue any debentures during the Reporting Period.

CONTINUING DISCLOSURE OBLIGATIONS PURSUANT TO THE LISTING RULES

For the purpose of this annual report, the Company does not have any other disclosure obligations under Rules 13.20, 13.21 and 13.22 of the Listing Rules.

PROPERTY, PLANT AND EQUIPMENT

Details of the movements in the property, plant and equipment of the Group during the Reporting Period are set out in Note 15 to the consolidated financial statements in this annual report.

FINANCIAL SUMMARY

The Company's H Shares were listed on the Stock Exchange on September 5, 2023. A summary of the Group's results, assets and liabilities for the last four financial years is set out on page 185 of this annual report. This summary does not form part of the audited consolidated financial statements.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors, the Company has maintained the prescribed public float as required under the Listing Rules during the Reporting Period and up to the date of this annual report.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights over shares of the Company under the Company's Articles of Association, or the laws of the PRC, which would oblige the Company to offer new shares on a pro-rata basis to existing Shareholders.

TAX RELIEF AND EXEMPTION

The Company is not aware of any tax relief and exemption available to the Shareholders of the Company by reason of their holding of the Company's listed securities.

PERMITTED INDEMNITY PROVISION

The Company has arranged appropriate liability insurance coverage for the Directors, Supervisors and senior management of the Group during the year ended December 31, 2025 which is still in force.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the year ended December 31, 2025 was the Company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate; and none of the Directors and any of their spouse and children under the age of 18 had any right to subscribe for equity or debt securities of the Company or any other body corporate, or had exercised any such right.

EQUITY-LINKED AGREEMENTS

Save as disclosed in "Employee Shareholding Platforms" set out below, no equity-linked agreements that will or may result in the Company issuing Shares or that require the Company to enter into any agreements that will or may result in the Company issuing Shares were entered into by the Group during the Reporting Period, or subsisted as of December 31, 2025.

EMPLOYEE SHAREHOLDING PLATFORMS

In recognition of the contributions of our employees and to incentivize them to further promote our development, Jiaxing Changxian and Jiaxing Changyu were established pursuant to PRC law as the Onshore Employee Shareholding Platforms mainly for our PRC employees. Further, Halo Investment II was established pursuant to BVI law as the Offshore Employee Shareholding Platform mainly for our overseas employees and consultants.

The Shares of the Company were listed on the Stock Exchange on September 5, 2023. Prior to the Listing, all the Shares held by the three Employee Shareholding Platforms had been granted to the relevant individuals. After the Listing, no further grants will be made under the Employee Incentive Plans (as defined below).

Onshore Employee Shareholding Platforms

The Company approved and adopted the employee incentive plan I on January 31, 2021 (the "**Plan I**") and employee incentive plan II on December 20, 2021 (the "**Plan II**", collectively, the "**Employee Incentive Plans**").

As of December 31, 2025, Jiaxing Changxian was the Company's Onshore Employee Shareholding Platform holding the underlying Shares (i.e. 15,517,260 Shares) in respect of share awards granted under the Plan I, and Jiaxing Changyu was the Company's Onshore Employee Shareholding Platform holding the underlying Shares in respect of share awards granted under the Plan II (i.e. 14,839,695 Shares).

The following is a summary of the general information of the Employee Incentive Plans.

(a) Objectives

The objectives of the Employee Incentive Plans are to further improve the corporate governance of the Company, to build an incentive mechanism for senior management members and core employees, to achieve our strategies and to advance development of the Company.

(b) Eligibility

Pursuant to the plan documents (the "**Plan Documents**"), participants of the Employee Incentive Plans include our Company's senior management members, core employees and other talents as approved by the manager of the Employee Incentive Plans, Dr. Tian (the "**Manager**").

The Plan Documents further provided that the following employees or other talents may not be selected as participants to the Employee Incentive Plans (as the case may be):

- Persons who have received administrative penalties from government authorities due to material violation of laws and regulations in the preceding three years;
- Persons who are forbidden to hold the position of director, supervisor or senior management pursuant to the Company Law of the PRC;
- Persons who have breached employment contracts, confidentiality agreements, non-competition agreements or any other agreements entered into with our Company;

- Persons who have seriously violated laws, professional ethics, Articles of Association and the internal policies of our Company, or jeopardized the reputation or interests of the Company or cause severe accidents to the Company due to serious misconduct or gross negligence;

- Persons who have been considered as unqualified by the Company or the Manager during the probation period; or

- Persons who are otherwise not eligible as determined by the Manager or his/her supervisors.

(c) Maximum number of Shares

The Company was listed on the Stock Exchange on September 5, 2023. Prior to the Listing, an aggregate of 30,356,955 Shares (representing approximately 7.04% of total issued share capital of the Company as at the date of this annual report) underlying the shares awards available for grant under the Employee Incentive Plans had been granted to 29 eligible participants (being the individuals who are the limited partners of the Onshore Employee Shareholding Platforms) under the Employee Incentive Plans. After the Listing, no further grant has been or will be made under the Employee Incentive Plans. Given the underlying Shares under the Employee Inventive Plans were either transferred by Dr. Tian to or had been issued by the Company to the relevant Onshore Shareholding Platforms, there will be no dilutive effect to the issued Shares upon unlocking of awards granted under the Employee Incentive Plans.

(d) Maximum entitlement of each Eligible Participant

Under the Employee Incentive Plans, there is no specific limit on the maximum number of shares which may be granted to each participant.

(e) Performance target

The participant may be required to achieve performance targets as the Employee Incentive Plans specify and/or as set out in the individual grant letter before the relevant share awards can be unlocked.

(f) Remaining life

The Plan I and Plan II were approved and adopted on January 31, 2021 and December 20, 2021, respectively, and shall continue to be in effect unless terminated earlier in accordance with applicable laws and provisions of the Employee Incentive Plans or otherwise approved by the Board.

(g) Purchase price of share awards

The purchase price of share awards shall, subject to any adjustments made pursuant to the Employee Incentive Plans, be such amount as may be determined by the Manager in accordance with the Employee Incentive Plans.

(h) Unlocking period

Any transfer or sale of the Shares underlying the awards granted under the Employee Incentive Plans is subject to the unlocking schedule as set out in the individual grant letter.

(i) Grant of awards

The general partner of Jiaxing Changxian and Jiaxing Changyu is Jiaxing Hanning Enterprise Management Co., Ltd. (嘉興翰濘企業管理有限公司), which is ultimately controlled by Dr. Tian. Therefore, all management powers and voting rights of Jiaxing Changxian and Jiaxing Changyu reside with Dr. Tian.

All selected participants do not have any direct voting right in our Company. Each selected participants will be granted awards in the form of economic interest in the relevant Onshore Employee Shareholding Platforms as a limited partner. Upon becoming the limited partner of the relevant Onshore Employee Shareholding Platforms, the selected participant indirectly receives economic interest in the number of Shares underlying the awards granted to the selected participants held by the relevant Onshore Employee Shareholding Platforms.

(j) Administration

The Manager or the Board retains sole discretion over, among other things, the matters of the Employee Incentive Plans to the extent approved by the shareholders' meeting (as the case may be) including the implementation, amendment, termination and interpretation of the Employee Incentive Plans, subject to compliance with applicable laws, regulations, rules, requirements of relevant regulatory authorities and the Articles of Association.

The Employee Incentive Plans are implemented by the office of share incentive comprising three responsible employees appointed by the Manager, subject to the terms of the Employee Incentive Plans and authorization by the Manager and/or the Board, with respect to the matters including (as the case may be):

- the formulation of implement plan of Employee Incentive Plans;
- the management of relevant documents under the Employee Incentive Plans;
- the administration of the general matters of the Employee Incentive Plans;
- the internal coordination with the selected participants; and
- the regular assessment of the selected participants.

(k) Restrictions on transfer

Prior to the Listing, the selected participants may not transfer any or all of his or her interest in the relevant Onshore Employee Shareholding Platforms unless approved by the Manager pursuant to the terms of the Employee Incentive Plans.

After the Listing, in addition to the restrictions under the Employee Incentive Plans and the unlocking period set out in the individual grant letter, the transfer or sale by selected participants shall be subject to the lock-up requirements under the relevant laws and regulations and the stock exchange rules, or the respective agreements entered into between the Company and the relevant selected participants pursuant to the terms of the Employee Incentive Plans (if applicable).

(I) Share awards granted under the Employee Incentive Plans

Details of the share awards under the Employee Incentive Plans during the year ended December 31, 2025 are set out below:

Name/Category of grantees	Date of grant	Unlocking period[1]	Purchase price of share awards per share (RMB)	Closing price immediately before the date of grant	Fair value of share awards on the date of grant per share[2] (RMB)	Number of share awards locked as at January 1, 2025	Number of share awards granted during the Reporting Period	Number of share awards unlocked during the Reporting Period	Weighted average closing price of the Shares immediately before the date unlocked per share (RMB)	Number of share awards cancelled/ forfeited during the Reporting Period[3]	Number of share awards lapsed during the Reporting Period	Number of share awards locked as at December 31, 2025
Directors												
Tian Wenzhi	June 29, 2021	22 to 58 months after grant date	0.18	N/A[4]	5.58	3,171,127	–	1,585,564	6.06	–	–	1,585,563
	April 29, 2022	1 to 4 years after grant date	0.18	N/A[4]	10.15	910,733	–	455,366	6.06	–	–	455,367
	September 8, 2022	1 to 4 years after grant date	0.18	N/A[4]	10.15	168,750	–	84,375	12.74	–	–	84,375
	September 28, 2022	1 to 4 years after grant date	0.18	N/A[4]	10.15	33,750	–	16,875	10.36	–	–	16,875
	December 31, 2022	1 to 4 years after grant date	0.18	N/A[4]	10.15	27,000	–	13,500	5.37	–	–	13,500
	August 1, 2023	1 to 4 years after grant date	0.18	N/A[4]	16.94	151,841	–	50,614	10.04	–	–	101,227
Li Song	December 17, 2015	30% at grant date; 70% at successful IPO	0.02	N/A[4]	0.30	–	–	–	–	–	–	–
Zhenping Zhu	September 19, 2016	0 to 2 years after grant date	0.02	N/A[4]	0.30	–	–	–	–	–	–	–
Guan Mei	January 31, 2021	1 to 3 years after grant date	0.18	N/A[4]	5.50	–	–	–	–	–	–	–
Zhang Ruliang	February 3, 2020	15% at grant date; 1 to 5 years after grant date	0.02	N/A[4]	1.74	155,173	–	155,173	4.75	–	–	–
	June 29, 2021	22 to 58 months after grant date	0.18	N/A[4]	5.58	270,630	–	135,315	6.06	–	–	135,315
Supervisors												
Tian Miao	January 31, 2021	1 to 3 years after grant date	0.18	N/A[4]	5.50	–	–	–	–	–	–	–
Zhao Zimeng	January 31, 2021	1 to 3 years after grant date	0.18	N/A[4]	5.50	–	–	–	–	–	–	–
Zhang Wei	January 31, 2021	1 to 3 years after grant date	0.18	N/A[4]	5.50	–	–	–	–	–	–	–
Five highest paid individuals during the Reporting Period (excluding the Directors and the Supervisors)												
In aggregate	April 29, 2022 to January 4, 2025	1 to 4 years after grant date	0.18	N/A[4]	5.68 to 24.18	1,072,441	228,826	536,220	5.65	–	–	765,047
Other employee grantees (excluding the Directors, Supervisors and five highest paid individuals during the Reporting Period)												
In aggregate	July 4, 2017 to January 4, 2025	0 to 5 years after grant date	0.02 to 0.18	N/A[5]	1.19 to 10.15	1,646,663	114,413	873,945	6.06	641,138	–	245,993
Total						**7,608,108**	**343,239**	**3,906,947**		**641,138**	**–**	**3,403,262**

Notes:

(1) The share awards will be unlocked on a time-based basis over the individual unlocking period, with 10%-70% of the awards unlocked on each anniversary year/specific month of the grant date pursuant to the individual grant letter.

(2) For accounting standard and policy adopted, please refer to Notes 2 and 3 to the consolidated financial statements in this annual report.

(3) The purchase price of the cancelled share awards per share is RMB0.18.

(4) The Company's H Shares were listed on the Main Board of the Stock Exchange on September 5, 2023. The grant of the share awards was made prior to the Listing Date.

(5) All grants were made prior to the Company's Listing and no further grant has been or will be made after the Listing. Given the underlying Shares under the Employee Inventive Plans were either transferred by Dr. Tian to or had been issued by the Company to the relevant Onshore Shareholding Platforms, there will be no dilutive effect to the issued Shares upon unlocking of awards granted under the Employee Incentive Plans.

Please refer to note 29 to the consolidated financial statements in this annual report for details of the share awards under the Employee Incentive Plans during the year ended December 31, 2025.

MATERIAL ACQUISITIONS, DISPOSALS AND SIGNIFICANT INVESTMENT

On December 30, 2024, the Company entered into an equity transfer agreement (the "**Agreement**") with Shanghai Zhangjiang Group Co., Ltd. (上海張江(集團)有限公司) (the "**Purchaser**") and Shanghai Zhangtou Yaoxin Technology Development Co., Ltd. (上海張投堯新科技發展有限公司) (the "**Target Company**"), pursuant to which the Company agreed to sell, and the Purchaser agreed to acquire the 100% equity interest of the Target Company (the "**Disposal**"). The maximum amount of the purchase price for the Disposal is RMB98,188,983.55, subject to the adjustment as stipulated in the Agreement. In February 2025, all the conditions precedent under the Agreement have been fulfilled and the completion of the Disposal took place in accordance with the Agreement. For further details in relation to the Disposal, please refer to the announcements of the Company dated December 30, 2024, February 17, 2025 and February 21, 2025. Saved as disclosed above, our Group did not have any material acquisitions or disposals of subsidiaries, associates, and joint ventures during the Reporting Period.

DONATIONS

During the Reporting Period, the Group did not make any charitable or other donations.

CORPORATE GOVERNANCE

The Company has been committed to achieving high standards of corporate governance with a view to safeguarding the interests of the Shareholders and to enhancing corporate value and accountability.

The Board is of the view that the Company has complied with all applicable code provisions of the Corporate Governance Code during the Reporting Period, except for a deviation from the code provision C.2.1 of the Corporate Governance Code. A report on the corporate governance practices adopted by the Company is set out in "Corporate Governance Report" of this annual report.

IMPORTANT EVENTS AFTER THE REPORTING PERIOD

Save as disclosed in this annual report as at the date of this report, the Company is not aware of any other major subsequent events of the Company after December 31, 2025 and up to the date of this report which need to be disclosed in the annual report.

Regain Global Rights to IMM2510 and IMM27M

In January 2026, the Company entered into an agreement with Axion, a wholly-owned subsidiary of Instil Bio, Inc., to terminate the license and collaboration agreement for IMM2510 and IMM27M. Upon termination, all rights previously licensed to Axion, including global development and commercialization rights outside the Greater China Region, have reverted to the Company, subject to a limited license to Axion to wind down its clinical development activities. The Company is pleased to regain the global rights of IMM2510 and IMM27M. The Company has strong confidence in the therapeutic potentials, and remains committed to accelerating the clinical development of these assets. For further details, please refer to the Company's announcement dated January 6, 2026.

Connected Transaction of the Loan Agreement

On February 10, 2026, the Company entered into an loan agreement with Dr. Tian Wenzhi (the "**Borrower**"), an executive Director, the chief executive officer, the chairman of the Board, and one of the substantial shareholders of the Company, pursuant to which the Company agreed to make available to the Borrower a loan in the principal amount of RMB13,724,673.60. For further details, please refer to the Company's announcement dated February 10, 2026.

AUDITOR

The H Shares were listed on the Stock Exchange on September 5, 2023, and there has been no change in auditors since the Listing Date. The consolidated financial statements for the year ended December 31, 2025 have been audited by Deloitte Touche Tohmatsu, certified public accountants, who will retire at the conclusion of the AGM. Deloitte Touche Tohmatsu, being eligible, will offer itself for re-appointment. A resolution for the re-appointment of Deloitte Touche Tohmatsu as the auditor of the Company will be proposed at the AGM.

On behalf of the Board
ImmuneOnco Biopharmaceuticals (Shanghai) Inc.
Dr. Tian Wenzhi
Chairman and Executive Director

Shanghai, the People's Republic of China, March 25, 2026

The Board hereby presents this corporate governance report (the "**Corporate Governance Report**") in the Company's annual report for the year ended December 31, 2025.

CORPORATE GOVERNANCE PRACTICES

The Board is committed to maintaining high corporate governance standards.

The Board believes that high corporate governance standards are essential in providing a framework for the Company to safeguard the interests of the shareholders of the Company (the "**Shareholder(s)**"), enhance corporate value, formulate its business strategies and policies, and enhance its transparency and accountability.

The Company has adopted the principles and code provisions of the Corporate Governance Code on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") as the basis of the Company's corporate governance practices.

The Board is of the view that throughout the Reporting Period, the Company has complied with all the applicable code provisions as set out in the Corporate Governance Code (the "**CG Code**") except for the deviation from Code Provision C.2.1 as mentioned in the paragraph headed "Chairman and Chief Executive Officer" of this report. The Board will continue to review and monitor the code of corporate governance practices of the Company with an aim to maintaining a high standard of corporate governance.

The amendments to the CG Code came into effect on July 1, 2025 and the requirements under the new CG Code will apply to the corporate governance reports and annual reports of the Company for the financial years commencing on or after July 1, 2025. The Company will continue to review and enhance the corporate governance practices to ensure compliance with the new CG Code and align with the latest developments.

VALUES AND CULTURE

The Company is committed to ensuring that its affairs are conducted in accordance with high ethical standards. This reflects its belief that, in the achievement of its long-term objectives, it is imperative to act with probity, transparency and accountability. By so acting, the Company believes that Shareholder wealth will be maximised in the long term and that its employees, those with whom it does business and the communities in which it operates will all benefit.

Corporate governance is the process by which the Board instructs management of the Group to conduct its affairs with a view to ensuring that its objectives are met. The Board is committed to maintaining and developing robust corporate governance practices that are intended to ensure:

- satisfactory and sustainable returns to Shareholders;
- that the interests of those who deal with the Company are safeguarded;
- that overall business risk is understood and managed appropriately;
- the delivery of high-quality products and services to the satisfaction of customers; and
- that high standards of ethics are maintained.

The Board always ensures that the objectives, values and strategies set are consistent with the corporate culture, while all directors take the lead to act and are committed to promoting the corporate culture. For details of the Company's performance during the Reporting Period, please see the section headed "Management Discussion and Analysis" in this annual report. The Board believes that the Company's existing business model is in line with the Company's objective and long-term strategy.

All Directors have carried out their duties in good faith and in compliance with the standards of applicable laws and regulations, and have acted in the best interests of the Company and its Shareholders at all times.

The Board considers that the corporate culture and the purpose, values and strategy of the Group are aligned.

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding dealings in the securities of the Company by the Directors, the Supervisors and the Group's employees who, because of his/her office or employment, are likely to possess inside information in relation to the Group or the Company's securities, on terms no less exacting than the required standards set out in the Model Code as set out in Appendix C3 to the Listing Rules. Specific enquiries have been made to all Directors and Supervisors and the Directors and Supervisors have confirmed that they have complied with the Model Code and Company's code of conduct regarding the Directors', the Supervisors' and employees' securities transactions during the Reporting Period.

No incident of non-compliance of the Model Code by the employees was noted by the Company for the Reporting Period.

BOARD OF DIRECTORS

The Company is headed by an effective Board which assumes responsibility for its leadership and control and be collectively responsibility for promoting the Company's success by directing and supervising the Company's affairs. Directors take decisions objectively in the best interests of the Company.

The Board has a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Company's business and regularly reviews the contribution required from a Director to perform his responsibilities to the Company and whether the Director is spending sufficient time performing them that are commensurate with their role and the Board responsibilities. The Board includes a balanced composition of executive directors and non-executive directors (including independent non-executive directors) so that there is a strong independent element on the Board, which can effectively exercise independent judgement.

Board Composition

The composition of the Board as at the date of this annual report is as follows:

Executive Directors *(Note)*

Dr. Tian Wenzhi (Chairman of the Board, chief executive officer and chief scientific officer)
Mr. Li Song
Ms. Guan Mei
Mr. Zhang Ruliang *(appointed with effect from May 28, 2025)*

Non-executive Directors *(Note)*

Dr. Xu Cong
Ms. Fu Dawei *(appointed with effect from May 28, 2025)*

Independent Non-executive Directors

Dr. Zhenping Zhu
Dr. Kendall Arthur Smith
Mr. Yeung Chi Tat

Note: On May 28, 2025, Mr. Zhang Ruliang (張如亮) ("**Mr. Zhang**") was appointed as an executive Director of the Company and Ms. Fu Dawei (付大偉) ("**Ms. Fu**") was appointed as a non-executive Director of the Company. Mr. Zhang and Ms. Fu confirm that he/she has obtained the legal advice referred to under Rule 3.09D of the Listing Rules on October 12, 2024 and September 27, 2024, respectively, and understands his/her obligations as a director of a listed issuer under the Listing Rules.

The biographical information of the Directors is set out in the section headed "Directors, Supervisors and Senior Management — Directors" of this annual report. Save as disclosed therein, there is no other relationships (including financial, business, family or other material/relevant relationship(s)) between the Board members and in particular, between the Chairman and the Chief Executive Officer.

The list of Directors (by category) is also disclosed in all corporate communications issued by the Company pursuant to the Listing Rules from time to time. The independent non-executive Directors are expressly identified in all corporate communications pursuant to the Listing Rules.

Board Meetings and Directors' Attendance Records

Regular Board meetings should be held at least four times a year involving active participation, either in person or through electronic means of communication, of a majority of Directors.

During the Reporting Period, the Company convened 6 Board Meetings.

The attendance record of each Director during their respective tenure of office at the Board meeting of the Company held during the Reporting Period is set out in the table below:

Name of Director	Attendance/ Number of Board Meetings
Executive Directors	
Dr. Tian Wenzhi	6/6
Mr. Li Song	6/6
Ms. Guan Mei	6/6
Mr. Zhang Ruliang *(appointed with effect from May 28, 2025)*	3/6
Non-executive Directors	
Dr. Xu Cong	6/6
Ms. Fu Dawei *(appointed with effect from May 28, 2025)*	3/6
Independent Non-executive Directors	
Dr. Zhenping Zhu	6/6
Dr. Kendall Arthur Smith	4/6
Mr. Yeung Chi Tat	6/6

Code provision C.2.7 of the CG Code stipulates that the chairman should at least annually hold meetings with the independent non-executive directors without the presence of other directors.

During the Reporting Period, the chairman of the board held 2 meetings with independent non-executive Directors without the presence of other Directors.

General Meeting

During the Reporting Period, the Company convened one annual general meeting.

The attendance record of each Director during their respective tenure of office at the general meeting of the Company held May 28, 2025 is set out in the table below:

Name of Director	Attendance/ Number of General Meeting
Executive Directors	
Dr. Tian Wenzhi	1/1
Mr. Li Song	1/1
Ms. Guan Mei	1/1
Mr. Zhang Ruliang *(appointed with effect from May 28, 2025)*	1/1
Non-executive Directors	
Dr. Xu Cong	1/1
Ms. Fu Dawei *(appointed with effect from May 28, 2025)*	1/1
Independent Non-executive Directors	
Dr. Zhenping Zhu	1/1
Dr. Kendall Arthur Smith	1/1
Mr. Yeung Chi Tat	1/1

Responsibilities, Accountabilities and Contributions of the Board and Management

The Board should assume responsibility for leadership and control of the Company; and is collectively responsible for directing and supervising the Company's affairs.

The Board directly, and indirectly through its committees, leads and provides direction to management by laying down strategies and overseeing their implementation, monitors the Group's operational and financial performance, and ensures that sound corporate governance, internal control and risk management systems are in place.

All Directors, including non-executive Directors and independent non-executive Directors, have brought a wide spectrum of valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning. The independent non-executive Directors are responsible for ensuring a high standard of regulatory reporting of the Company and providing a balance in the Board for bringing effective independent judgement on corporate actions and operations.

All Directors have full and timely access to all the information of the Company and may, upon request, seek independent professional advice in appropriate circumstances, at the Company's expenses for discharging their duties to the Company.

The Directors shall disclose to the Company details of other offices held by them.

The Board reserves for its decision all major matters relating to policy matters, strategies and budgets, internal control and risk management, material transactions (in particular those that may involve conflict of interests), financial information, appointment of Directors and other significant operational matters of the Company. Responsibilities relating to implementing decisions of the Board, directing and co-ordinating the daily operation and management of the Company are delegated to the management.

The Company has arranged appropriate insurance coverage on Directors' and officers' liabilities in respect of any legal actions taken against Directors, Supervisors and senior management arising out of corporate activities. The insurance coverage would be reviewed on an annual basis.

Chairman and Chief Executive Officer

Under Code Provision C.2.1 of the CG Code, the roles of Chairman and chief executive officer should be separate and performed by different individuals.

During the Reporting Period, Dr. Tian Wenzhi was the Chairman of the Board, the chief executive officer and chief scientific officer of the Company, with Dr. Tian's extensive experience in the biopharmaceuticals industry, the Board considered that vesting the roles of Chairman and CEO in the same person is beneficial to the business prospects and management of the Group. The check and balance of power and authority is ensured by the operation of the senior management and the Board, which comprise experienced and high calibre individuals. Accordingly, the Board believes that this arrangement will not impact on the balance of power and authorisations between the Board and the management of the Company.

The Company will continuously review and comply with Code Provision C.2.1 of the CG Code as set out in Appendix C1 of the Listing Rules.

Independent Non-executive Directors

During the period from the Listing Date to the date of this annual report, the Board at all times met the requirements of Rules 3.10(1), 3.10(2) and 3.10A of the Listing Rules relating to the appointment of at least three independent non-executive Directors representing one-third of the Board with one of whom possessing appropriate professional qualifications or accounting or related financial management expertise.

The Company has received written annual confirmation from each of the independent non-executive Directors in respect of his/her independence in accordance with the independence guidelines set out in Rule 3.13 of the Listing Rules. The Company is of the view that all independent non-executive Directors are independent.

Board Independence Evaluation

The Company has established a Board Independence Evaluation Mechanism which sets out the processes and procedures to ensure a strong independent element on the Board, and allows the Board effectively exercises independent judgment to better safeguard Shareholders' interests.

The objectives of the evaluation are to improve Board effectiveness, maximise strengths, and identify the areas that need improvement or further development. The evaluation process also clarifies what actions of the Company need to be taken to maintain and improve the Board performance, for instance, addressing individual training and development needs of each Director.

Pursuant to the Board Independence Evaluation Mechanism, the Board will conduct annual review on its independence.

In order to ensure that independent views and input of the independent non-executive Directors are made available to the Board, the Nomination Committee and the Board are committed to assess the Directors' independence annually with regards to all relevant factors related to the independent non-executive Directors including the following:

- required character, integrity, expertise, experience and stability to fulfill their roles;
- time commitment and attention to the Company's affairs;
- firm commitment to their independent roles and to the Board;
- declaration of conflict of interest in their roles as independent non-executive Directors;
- no involvement in the daily management of the Company nor in any relationship or circumstances which would affect the exercise of their independent judgement; and
- the Chairman meets with the independent non-executive Directors regularly without the presence of the executive Directors

During the Reporting Period, the Board had conducted the annual review on the implementation and effectiveness of the Board Independence Evaluation Mechanism.

Directors' Time Commitment Evaluation

During the Reporting Period, the Nomination Committee had conducted the annual review on the time Commitment of the Directors.

Appointment and Re-election of Directors

Under the Articles of Association of the Company (the "**Articles**"), Directors (including non-executive Directors) shall be elected and appointed at the general meeting with a term of three years. The appointment of each Director is renewable upon re-election and re-appointment approved at the general meeting. Each of the current non-executive Directors has been appointed for a term of three years commencing on the following dates:–

Directors	Appointment Date
Executive Directors	
Dr. Tian Wenzhi	May 28, 2025
Mr. Li Song	May 28, 2025
Ms. Guan Mei	May 28, 2025
Mr. Zhang Ruliang	May 28, 2025
Non-executive Directors	
Dr. Xu Cong	May 28, 2025
Ms. Fu Dawei	May 28, 2025
Independent Non-executive Directors	
Dr. Zhenping Zhu	May 28, 2025
Dr. Kendall Arthur Smith	May 28, 2025
Mr. Yeung Chi Tat	May 28, 2025

A Director may serve consecutive terms if re-elected upon the expiry of his/her term. A Director shall continue to perform his duties in accordance with the laws, administrative regulations and Articles until a duly re-elected director takes office, if re-election is not conducted in a timely manner upon the expiry of his term of office, or if the resignation of directors results in the number of directors being less than the quorum. The Articles also provides that each Director appointed to fill a casual vacancy or as addition to the Board shall hold office until the first general meeting after his/her appointment. The retiring Directors shall be eligible for re-election.

Each of the executive Directors, non-executive Directors, independent non-executive Directors and Supervisors has entered into a service contract with the Company with a specific term. The principal particulars of these service contracts are: (a) each of the contracts is for a term of three years following his/her respective effective date of his/her appointment; and (b) each of the contracts is subject to termination in accordance with their respective terms. The contracts may be renewed in accordance with our Articles of Association and the applicable rules.

Save as disclosed above, the Company did not sign any relevant unexpired service contract which is not terminable within a year without payment of any compensation, other than statutory compensation.

Continuous Professional Development of Directors

Pursuant to the code provision C.1.1 of the CG Code, Directors shall keep abreast of regulatory developments and changes in order to effectively perform their responsibilities and to ensure that their contribution to the Board remains informed and relevant.

Every newly appointed Director has received a formal and comprehensive induction on the first occasion of his/her appointment to ensure appropriate understanding of the business and operations of the Company and full awareness of Director's responsibilities and obligations under the Listing Rules and relevant statutory requirements. Such induction shall be supplemented by visits to the Company's key plant sites and meetings with senior management of the Company.

Directors should participate in appropriate continuous professional development to develop and refresh their knowledge and skills. Internally-facilitated briefings for Directors would be arranged and reading material on relevant topics would be provided to Directors where appropriate.

During the Reporting Period, the Company organized training sessions conducted by the qualified professionals/legal advisers for all Directors. The training sessions covered Directors' duties and responsibilities. In addition, relevant reading materials covering Directors' duties and responsibilities have been provided to the Directors for their reference and studying.

The training records of the Directors during the Reporting Period are summarized as follows:

Directors	Type of Training[1]
Executive Directors	
Dr. Tian Wenzhi	A and B
Mr. Li Song	A and B
Ms. Guan Mei	A and B
Mr. Zhang Ruliang *(appointed with effect from May 28, 2025)*	A and B
Non-executive Directors	
Dr. Xu Cong	A and B
Ms. Fu Dawei *(appointed with effect from May 28, 2025)*	A and B
Independent Non-executive Directors	
Dr. Zhenping Zhu	A and B
Dr. Kendall Arthur Smith	A and B
Mr. Yeung Chi Tat	A and B

Notes:

(1) Types of Training

A: Attending training sessions, including but not limited to briefings, seminars, conferences and workshops

B: Reading relevant news alerts, newspapers, journals, magazines and relevant publications

BOARD COMMITTEES

The Board has established three committees, namely, the Audit Committee, Remuneration Committee and Nomination Committee, for overseeing particular aspects of the Company's affairs. All Board committees of the Company are established with specific written terms of reference which deal clearly with their authority and duties. The terms of reference of the Audit Committee, Remuneration Committee and Nomination Committee are published on the Company's website and the Stock Exchange's website.

Audit Committee

The Audit Committee consists of two independent non-executive Directors, namely Mr. Yeung Chi Tat and Dr. Zhenping Zhu, and one non-executive Director, namely Dr. Xu Cong. Mr. Yeung Chi Tat, who holds the appropriate professional qualifications as required under Rules 3.10(2) and 3.21 of the Listing Rules, is the chairman of the Audit Committee.

The terms of reference of the Audit Committee are of no less exacting terms than those set out in the Corporate Governance Code and the PRC laws. The primary responsibilities of the Audit Committee are (a) to review annually the performance of the external audit firm, to submit a summary report of the audit work conducted by the external audit firm during the year to the Board, to make recommendations to the Board on the appointment, re-appointment, removal, audit service fee and terms of engagement of the external audit firm for the next year, as well as deal with any questions or matters related to the resignation or dismissal of the external audit firm; (b) to act as the Company's representative in liaising with the external audit firm, to be responsible for the communication between the Company's internal audit department and external audit firm, including examining and monitoring of the independence and objectivity of the external audit firm, the effectiveness of the audit process in accordance with applicable standards; and, prior to the commencement of the audit, discuss with the external audit firm about the nature, scope and method of audit and the reporting obligations during the year, and negotiate with the external audit firm to determine the schedule of auditing the financial report of the year, as well as procure the external audit firm to submit audit reports within the predetermined timelines and so forth; (c) to develop and implement, in accordance with the operational needs, policy on the external audit firm (including its affiliates) to supply non-audit services. The Audit Committee shall report and make recommendations to the Board if any actions or remedial measures are considered necessary; (d) to review the Company's accounting policies, financial position, financial reporting procedures and financial controls; to review the integrity, accuracy and fairness of the Company's financial statements, quarterly reports (if any), interim reports and annual reports and accounts, and to review significant financial reporting judgments contained therein, as well as the disclosure of the Company's financial information; (e) to discuss questions and doubts raised by the external audit firm upon its completion of reviewing the interim accounts and auditing the annual accounts of the Company and any other matters that the external audit firm may wish to discuss; (f) to examine the financial policies, internal audit systems, the effectiveness of the financial reporting process, internal control systems and risk management systems of the Company and provide opinions and recommendations for improvements; (g) the Audit Committee shall establish relevant procedures to ensure fair and independent investigation; (h) to advise and ensure that the Board takes effective remedial measures for the Company's failure to comply with the requirements of the Listing Rules regarding the establishment of an Audit Committee; (i) to complete other tasks assigned by the Board; and (j) to perform other duties imposed by the laws, regulations, regulatory documents, regulatory bodies including the Hong Kong Stock Exchange and the Securities and Futures Commission of Hong Kong, as well as the Articles of Association and the rules of procedures of the Board.

During the Reporting Period, 4 Audit Committee meetings were held.

During the year ended December 31, 2025, the Audit Committee has reviewed the interim results of the Company for the six months ended June 30, 2025 and annual results of the Company for the year ended December 31, 2024, and believes that the Company has complied with all applicable accounting standards and regulations and made sufficient disclosures.

During the year ended December 31, 2025, the Audit Committee has reviewed the risk management and internal control systems of the Company.

The attendance record of Audit Committee members during their respective tenure of office at the Audit Committee meeting of the Company held during the Reporting Period is set out in the table below:

Name of Director	Attendance/Number of Meetings
Mr. Yeung Chi Tat (Chairman)	4/4
Dr. Xu Cong	3/4
Dr. Zhenping Zhu	4/4

Remuneration Committee

The Remuneration Committee consists of three independent non-executive Directors, namely Dr. Zhenping Zhu, Dr. Kendall Arthur Smith and Mr. Yeung Chi Tat, one executive Director, namely Dr. Tian Wenzhi, and one non-executive Director, namely Dr. Xu Cong. Dr. Zhenping Zhu is the chairman of the Remuneration Committee.

The terms of reference of the Remuneration Committee are of no less exacting terms than those set out in the Corporate Governance Code and the PRC laws. The primary functions of the Remuneration Committee include (a) to make recommendations to the Board on the Company's remuneration policies and structure for all directors and senior management based on their main responsibilities, time required to devote in, importance of their positions, the remuneration level of other relevant positions in the similar enterprises, and the employment conditions of other positions in the Company, and on the establishment of a formal and transparent procedure for developing remuneration policies; (b) to review the management's remuneration proposals with reference to the Board's corporate policies and objectives; (c) to supervise the implementation of the Company's remuneration policies taking into account of the remuneration paid by similar companies, the time and responsibilities required, and the employment conditions of other positions within the Group; (d) to make recommendations to the Board on the determination of the remuneration packages of individual executive directors and senior management, including benefits in kind, pension rights and compensation amounts (including compensation payable for loss or termination of office or appointment), and to make recommendations to the Board on the remuneration of non-executive directors; (e) to consult the chairman of the Board or the general manager in respect of the remuneration proposed for other executive directors. The Remuneration Committee shall seek independent professional opinions if necessary; (f) to review the compensation payable to executive directors and senior management for any loss or termination of office or appointment, so as to ensure that such compensation is consistent with the contractual terms and is otherwise fair, reasonable and not excessive; (g) to review compensation arrangements relating to the dismissal or removal of directors for misconduct, so as to ensure that such arrangements are consistent with the contractual terms or are otherwise reasonable and appropriate; (h) to ensure that any director or any of his/her associate (as defined in the Listing Rules) does not participate in the determination of his/her own remuneration; and in relation to a non-executive director who is also a member of the Remuneration Committee, his/her remuneration shall be determined by other members of the Remuneration Committee; (i) to determine the policy for the remuneration of executive directors; (j) to assess performance of executive directors; (k) to approve the terms of executive directors' service contracts; (l) to review and/or approve matters relating to share schemes under Chapter 17 of the Listing Rules; (m) other matters authorized by the Board.

The remuneration of the senior management of the Company, whose biographical details are included in section headed "Directors, Supervisors and Senior Management" of this annual report, for the year ended December 31, 2025 falls within the following bands:

Remuneration (RMB)	Number of Individuals
0–1,000,000	0
1,000,001–3,000,000	6
3,000,001 and above	1

The Company's remuneration policy is to ensure that the remuneration offered to the Directors, Supervisors and senior management, is based on skill, knowledge, responsibilities and involvement in the Company's affairs. The remuneration and compensation packages of the Directors, Supervisors and senior management are also determined with reference to account salaries paid by comparable companies, time commitment and responsibilities of the Directors and Supervisors and the performance of the Group. The remuneration for the Directors and Supervisors comprises fees, salaries, allowances, benefits in kind, performance-related bonuses, equity-settled share-based compensation expense and pension scheme contributions.

During the Reporting Period, 4 Remuneration Committee meetings were held.

During the year ended December 31, 2025, the Remuneration Committee had reviewed the remuneration of Directors and senior management, the Company's remuneration policy and to made recommendations to the Board on the determination of the remuneration packages of new director.

The attendance record of Remuneration Committee members during their respective tenure of office at the Remuneration Committee meetings of the Company held during the Reporting Period is set out in the table below:

Name of Director	Attendance/Number of Meetings
Dr. Zhenping Zhu (Chairman)	4/4
Dr. Tian Wenzhi	4/4
Dr. Xu Cong	4/4
Dr. Kendall Arthur Smith	4/4
Mr. Yeung Chi Tat	4/4

Nomination Committee

The Nomination Committee consists of one executive Director, namely Dr. Tian Wenzhi, one non-executive Director, namely Ms. Fu Dawei, and three independent non-executive Directors, namely Dr. Zhenping Zhu, Dr. Kendall Arthur Smith and Mr. Yeung Chi Tat. Dr. Tian Wenzhi is the chairman of the Nomination Committee.

The terms of reference of the Nomination Committee are of no less exacting terms than those set out in the Corporate Governance Code and the PRC laws. The principal duties of the Nomination Committee include (a) to consider and draw up the criteria and procedures for selecting directors and senior management and make recommendations thereon to the Board. Factors to be considered include but are not limited to cultural and educational background and work experience as well as the ability to devote sufficient time and make contributions to the Company that are commensurate with their role and board responsibilities; (b) to identify candidates suitably qualified to become directors and make nominations to the Board, to review and make recommendations on candidates for directors of the Company (in particular the chairman of the Board); (c) to identify candidates suitably qualified to become senior management, to review and make recommendations on candidates for senior management of the Company (in particular the general manager); (d) to review the independence of independent non-executive directors; (e) to review the structure, size and composition (including the skills, knowledge and experience) of the Board of Directors at least annually and make recommendations on any proposed changes to the Board to complement the Company's strategies; to make recommendations to the Board on the appointment or reappointment of directors and succession planning for directors, in particular the chairman and CEO (if applicable); to assess the structure of the committees under the Board, recommend members to the relevant committees from among the directors, and submit to the Board for approval; (f) to establish reserve plans for directors and senior management, and to update and supplement the plans at any time; (g) to evaluate the director's work, and put forward opinions or suggestions on the replacement, reappointment or succession of directors (including the chairman of the Board and the general manager) based on the evaluation results; (h) to formulate, and, where appropriate, review and implement the Board diversity policy adopted by the Board from time to time, review the progress of achieving goals, and disclose the relevant reviewed policies or their

summary in the Company's annual report; (i) to support the Company's regular evaluation of the Board's performance; (j) to review and assess annually each director's time commitment and contribution to the Board of directors as well as the director's ability to discharge his or her responsibilities effectively, taking into account professional qualifications and work experience, existing directorships of other listed companies on the Main Board or GEM of the Stock Exchange and other significant external time commitments of such director and other factors or circumstances relevant to the director's character, integrity, independence and experience; and (k) other matters prescribed by relevant laws, administrative regulations, the Listing Rules and the Articles of Association and authorized by the Board.

In assessing the Board composition, the Nomination Committee would take into account various aspects as well as factors concerning Board diversity as set out in the Company's Board Diversity Policy. The Nomination Committee would discuss and agree on measurable objectives for achieving diversity on the Board, where necessary, and recommend them to the Board for adoption.

In identifying and selecting suitable candidates for directorships, the Nomination Committee would consider the candidate's relevant criteria as set out as set out in the Board Diversity Policy that are necessary to complement the corporate strategy and achieve Board diversity, where appropriate, before making recommendation to the Board. During the Reporting Period, the Nomination Committee submitted the proposal to the Board for the appointments of Ms. Fu Dawei and Mr. Zhang Ruliang, as a non-executive Director and an executive Director, respectively, with effect from approval at the upcoming AGM.

During the Reporting Period, 3 Nomination Committee meetings were held.

The attendance record of Nomination Committee members during their respective tenure of office at the Nomination Committee meetings of the Company held during the Reporting Period is set out in the table below:

Name of Director	Attendance/ Number of Meetings
Dr. Tian Wenzhi *(Chairman)*	3/3
Dr. Zhenping Zhu	3/3
Mr. Yeung Chi Tat	3/3
Ms. Fu Dawei	0/3
Dr. Kendall Arthur Smith	0/3

Supervisory Committee

The Supervisory Committee is a supervisory body of the Company which is responsible for the supervision of the Board and its members and senior management so as to prevent them from the misuse of authority and infringement upon lawful rights of the Shareholders, the Company and the Company's employees. The number of members and the composition of the Supervisory Committee are in line with the provisions and requirements of the laws, regulations and the Articles. The Supervisory Committee is comprised of three Supervisors, of whom one was an employee representative democratically elected by the employees of the Company.

The biographical information of the Supervisors is set out in the section headed "Directors, Supervisors and Senior Management — Supervisors" of this annual report.

Board Diversity Policy

The Company has adopted a Board Diversity Policy in order to enhance the effectiveness of the Board and to maintain a high standard of corporate governance.

Pursuant to the Board Diversity Policy, the Company seeks to achieve diversity of the Board through the consideration of a wide range of factors, including but not limited to gender, age, cultural and educational background, industry experience, technical capabilities, professional qualifications and 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 has a balanced mix of knowledge and skills, including overall management and strategic development, research and clinical development, finance and accounting and corporate governance in addition to industry experience in healthcare and biotechnology. The Directors obtained degrees in various majors including medicine, immunology, biological science, biochemistry, pharmacology, pathology, genetics, bioengineering, cell biology, pharmacy, mathematics, business administration, economics, taxation, biology, accounting, enterprise management and botany. The Company has three independent non-executive Directors with different industry backgrounds, representing one third of the members of our Board. Further, as of the date of this annual report, the Board has a relatively wide range of ages ranging from 39 years old to 83 years old. The Company has reviewed the membership, structure and composition of our Board, and is of the opinion that the structure of our Board is reasonable, and the experience and skills of the Directors in various aspects and fields can enable our Company to maintain a high standard of operation.

For the purpose of implementation of the Board Diversity Policy, the Board has set the following measurable objectives to implement the Board Diversity Policy and review such objectives from time to time to ensure their appropriateness and ascertain the progress made towards achieving those objectives:

(A) at least one of the members of the Board shall be female;

(B) at least one-third of the members of the Board shall be independent non-executive Directors;

(C) at least one of the members of the Board shall have obtained accounting or other professional qualifications/knowledge of environmental issues.

An analysis of the Board's current composition based on the measurable objectives is set out below:

Gender

Male:	7 Directors
Female:	2 Directors

Designation

Executive Directors:	4 Directors
Non-executive Directors:	2 Directors
Independent Non-executive Directors:	3 Directors

Business Experience

Accounting & Finance:	1 Director
Experience Related to the Company's Business:	5 Directors

Upon approval by the Shareholders at the annual general meeting on May 28, 2025, Mr. Zhang Ruliang was appointed as an executive Director and Ms. Fu Dawei was appointed as a non-executive Director of the second session of the Board. Ms. Zhang and Ms. Fu confirm that they have obtained the legal advice referred to under Rule 3.09D of the Listing Rules on October 12, 2024 and September 27, 2024, respectively, and understands their obligations as a director of a listed issuer under the Listing Rules. The composition of the Board will satisfy the requirement under Rule 13.92 of the Listing Rules regarding gender diversity of the Board and the Board had targeted to achieve at least 1/9 of female Directors and will considers that the above gender diversity is satisfactory.

Taking into account the Company's existing business model and specific needs as well as the different background of the Directors, the composition of our Board satisfies our board diversity policy.

The Nomination Committee is responsible for ensuring the diversity of the Board and will review the Board Diversity Policy annually to ensure its effectiveness.

Gender Diversity

The Company values gender diversity across all levels of the Group. The Company has taken, and will continue to take, steps to promote gender diversity at all levels of the Company, including but not limited to the Board and the senior management levels.

The following table sets out the gender ratio in the workforce (including senior management) of the Group as at the date of this annual report:

	Female	Male
Overall workforce	130	72

The Company will continue to work to enhance gender diversity of the Board. The Board will use its best endeavors to appoint female Directors to the Board and the Nomination Committee will use its best endeavors to identify and recommend suitable female candidates to the Board for its consideration of appointment of Directors. The Company will also continue to ensure that there is gender diversity when recruiting staff from mid to senior level, such that it will have a pipeline of female management and potential successors to our Board in due time to ensure gender diversity of the Board. The Company is not aware of any mitigating factors or circumstances which make achieving gender diversity across the workforce (including senior management) more challenging or less relevant. The Group will continue to emphasise training of female talents and provide long-term development opportunities for the female staff.

Director Nomination Policy

The Nomination Committee shall assess the structure, size and composition (including the skills, knowledge and experience) of the Board at least once every year and make recommendations on any proposed changes to the Directors and senior management to complement the Company's strategy, in accordance with the relevant requirements of the Company Law of the People's Republic of China and the Hong Kong Listing Rules and taking into consideration the characteristics and other specific circumstances of the Company. When considering the composition of the Board, the Committee shall take into account the diversity of the Board from various aspects, including but not limited to the gender, age, cultural and educational background and professional experience of the Directors;

The Company has adopted a Director Nomination Policy, as contained in the terms of reference of the Nomination Committee, which sets out the selection criteria and nomination process and the Board succession planning considerations in relation to nomination and appointment of Directors of the Company and aims to ensure that the Board has a balance of skills, experience and diversity of perspectives appropriate to the Company and the continuity of the Board and appropriate leadership at Board level.

The nomination process of appointment of new Director set out in the Director Nomination Policy is as follows:

(i) the human resources department and the Nomination Committee shall actively communicate with the relevant departments of the Company to assess the Company's demand for new directors and senior management, and produce materials in writing;

(ii) the Nomination Committee may extensively seek for candidates for directors and senior management within the Company, its holding (shareholding) enterprises as well as the job market;

(iii) the Nomination Committee shall collect and learn the information of the occupation, education background, job title, detailed working experience and all the part-time jobs of the initially proposed candidates, and produce materials in writing;

(iv) to seek for the nominee's written consent to the nomination, otherwise, he/she shall not be considered as a candidate for directors and senior management;

(v) to convene Nomination Committee meetings to review the qualifications of the initially proposed candidates according to the job requirements of directors and senior management;

(vi) to submit proposals and the relevant materials to the Board in respect of candidates of directors and senior management within a reasonable period of time prior to the election of new directors and senior management; and

(vii) to carry out other follow-up work according to the decision and feedback of the Board.

The Nomination Committee shall submit its decisions, recommendations and/or proposals to the Board for consideration and decision. Among which, the nomination of director candidates must be submitted to the general meeting of Shareholders for review and approval after being reviewed by the Board and before implementation.

The criteria for assessing the suitability and the potential contribution to the Board of a proposed candidate as set out in the Board Diversity Policy, including but not limited to the following, are gender, age, cultural and educational background, industry experience, technical capabilities, professional qualifications and skills, knowledge and length of service.

The Nomination Committee will review the Director Nomination Policy, as appropriate, to ensure its effectiveness.

Corporate Governance Functions

In accordance with Code Provision A.2.1 of the CG Code, the Board is responsible for performing the corporate governance duties including:

- to develop and review the Company's policies and practices on corporate governance;
- to review and monitor the training and continuous professional development of Directors and senior management;
- to review and monitor the Company's policies and practices on compliance with legal and regulatory requirements;
- to develop, review and monitor the code of conduct and compliance manual (if any) applicable to employees and Directors; and
- to review the Company's compliance with Appendix C1 to the Listing Rules (CG Code) and disclosure in the Corporate Governance Report.

The Board has performed the above duties during the Reporting Period and as at the date of this annual report.

RISK MANAGEMENT AND INTERNAL CONTROLS

The Board acknowledges its responsibility for the risk management and internal control systems and reviewing their effectiveness annually. Such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss.

The Audit Committee, assists the Board in leading the management and overseeing their design, implementation and monitoring of the risk management and internal control systems.

The Company has developed and adopted various risk management procedures and guidelines with defined authority for implementation by key business processes and office functions.

The Company's risk management and internal control systems have been developed with the following principles, features and processes:

1. The Company's internal audit function carry out regular risk assessment to ensure that the risks faced by the Company are effectively identified, and fully communicated with the management to formulate the risk preference and risk response strategy.

2. The Company has developed a clear organizational structure, clarified the authority and responsibility of the departments, and developed a system and operating rules covering various key business processes.

3. The Company attaches great importance to cultivating the risk management awareness and risk management culture of employees at all levels, and provides related training for employees to ensure that employees fully understand the requirements of risk management in daily operation.

The Company has established an internal audit function conducted internal control assessment regularly to identify risks that potentially impact the business of the Group and various aspects including key operational and financial processes, regulatory compliance and information security. Self-evaluation has been conducted annually to confirm that control policies are properly complied with by each division/department.

The management, in coordination with division/department heads, assessed the likelihood of risk occurrence, provide treatment plans, and monitor the risk management progress, and reported to the Audit Committee and the Board on all findings and the effectiveness of the systems.

The Board, as supported by the Audit Committee as well as the internal audit function and the external professional firm, conducted an annual review of the risk management and internal control during the Reporting Period and concluded that there had been no deficiency in material risk control nor any weakness in material risk control based on the outcome of the risk management and internal control work implemented by the Group as of December 31, 2025. The Board was of the view that the risk management and internal control system of the Group is effective and sufficient.

The Company has engaged external professional firm for the internal audit function and independent review of the adequacy and effectiveness of the risk management and internal control systems. The internal audit function examined key issues in relation to all material controls and provided its findings and recommendations for improvement to the Audit Committee.

The Company has adopted a policy on information disclosure (the "**Information Disclosure Policy**") in September 2023, governing information disclosure and financial reporting made by the Company. The non-compliance with Chapter 14 of the Listing Rules, as disclosed in the Company's announcement dated May 27, 2025, was mainly due to the Company's deviation in understanding of the Listing Rules and unintentional oversight. To prevent the recurrence of similar incidents, several remedial actions have been taken by the Company. For further details, please refer to the Company's announcement dated May 27, 2025.

Whistleblowing Policy

The Company has in place the Whistleblowing Policy for employees of the Company and those who deal with the Company to raise concerns, in confidence and anonymity, with the Audit Committee about possible improprieties in any matters related to the Company.

Anti-Corruption Policy

The Company has also in place the Anti-Corruption Policy to safeguard against corruption and bribery within the Company. The Company has an internal reporting channel that is open and available for employees of the Company to report any suspected corruption and bribery. Employees can also make anonymous reports according to the procedures as set out in the Whistleblowing Policy.

Disclosure of Inside Information Policy

The Company has developed its disclosure policy which provides a general guide to the Company's Directors, senior management and relevant employees in handling confidential information, monitoring information disclosure and responding to enquiries. Control procedures have been implemented to ensure that unauthorized access and use of inside information are strictly prohibited.

Directors' Responsibility in Respect of The Financial Statements

The Directors acknowledge their responsibility for preparing the financial statements for the year ended December 31, 2025 with the support of the accounting and finance team.

The Directors have prepared the financial statements in accordance with the International Financial Reporting Standards issued by the International Accounting Standards Board. Appropriate accounting policies have also been used and applied consistently except the adoption of revised standards, amendments to standards and interpretation.

The Directors are not aware of any material uncertainties relating to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern.

The statement of the external auditors of the Company about their reporting responsibilities on the financial statements is set out in the Independent Auditor's Report of this annual report.

AUDITOR'S REMUNERATION

The Company appointed Deloitte Touche Tohmatsu, Certified Public Accountants as the external auditor for the year ended December 31, 2025. A statement by Deloitte Touche Tohmatsu about their reporting responsibilities for the financial statements is included in the Independent Auditor's Report on pages 132 to 135 of this annual report. The remuneration paid and payable to the external auditors of the Company for the year ended December 31, 2025 is set out as follows:

Services rendered	**Paid/payable** RMB'000
Audit services	1,725
Non-audit services	
— Interim review service	660
— Risk management and ESG advisory services	400
— Tax services	45
	2,830

JOINT COMPANY SECRETARIES

The Company has appointed Ms. Guan Mei, an executive Director, and Mr. Li Kin Wai, a senior manager of corporate services of Tricor Services Limited, a global professional services provider specializing in integrated business, corporate and investor services, as the Company's joint company secretaries.

All Directors have access to the advice and services of the joint company secretaries on corporate governance and board practices and matters. Ms. Guan, who is also the secretary of the Board, has been designated as the primary contact person at the Company which would work and communicate with Mr. Li on the Company's corporate governance and secretarial and administrative matters.

For the year ended December 31, 2025, Ms. Guan and Mr. Li have undertaken not less than 15 hours of relevant professional training respectively in compliance with Rule 3.29 of the Listing Rules.

SHAREHOLDERS' RIGHTS

Convening an Extraordinary General Meeting

Pursuant to the Article 54 of the Articles, Shareholders either individually or collectively holding 10% or more of the shares of the Company may, through signing one or more written requisition(s) in the same form and content stating the topics to be discussed at the meeting, require the Board of Directors to convene an extraordinary general meeting. The Board shall give a written response as to whether or not it agrees to convene such an extraordinary general meeting within 10 days upon receipt of the request in accordance with the requirements of the laws, administrative regulations, Hong Kong Listing Rules and the Articles of Association.

If the Board agrees to convene the extraordinary general meeting, a notice of such meeting shall be issued within five days after resolution of the Board is passed. Where there are other requirements imposed by laws, administrative regulations, departmental rules and the securities regulatory rules of the place where the Company's shares are listed, such requirements shall prevail.

If the Board does not agree to convene the extraordinary general meeting, or fails to make a response within 10 days upon receipt of the request, the shareholder(s) individually or collectively holding 10% or more of the shares of the Company shall have the right to propose to the Supervisory Committee to convene the extraordinary general meeting. Such request shall be made to the Supervisory Committee in writing.

If the Supervisory Committee agrees to convene the extraordinary general meeting, it shall serve a notice of such meeting within 5 days after receipt of the said request. Changes in the original proposal in the notice shall be subject to the approval of relevant shareholders.

If the Supervisory Committee fails to issue a notice of the shareholders' general meeting within the prescribed time limit, it shall be deemed that the Supervisory Committee shall not convene and preside over the shareholders' general meeting, the shareholder(s) individually or collectively holding 10% or more of the shares of the Company for 90 consecutive days or longer period may convene and preside over the meeting by himself/herself/themselves.

Putting Forward Proposals at General Meetings

Pursuant to the Article 59 of the Articles, shareholder(s) individually or jointly holding 3% or more of the Company's shares shall have the right to make a proposal to the Company at a Shareholders' general meeting of the Company.

The shareholder(s) individually or jointly holding 3% or more of the Company's shares may make provisional proposals in writing to the convener of a shareholders' general meeting 10 days prior to the meeting. The convener shall issue a supplementary notice of the shareholders' general meeting and announce the contents of such provisional proposals within two days after receipt thereof.

Except as provided by the preceding paragraph, the convener of a shareholders' general meeting shall not amend the proposals already specified in the notice of the shareholders' general meeting or add new proposals subsequent to the issuance of the notice of the shareholders' general meeting.

Proposals which are not specified in the notice of the shareholders' general meeting or which do not comply with the Articles of Association shall not be voted on and resolved at the shareholders' general meeting.

Putting Forward Enquiries to the Board

For putting forward any enquiries to the Board, the Directors, Supervisors and senior management officers shall provide explanations and statements relating to the queries and suggestions put forward by the shareholders at the general meeting.

Contact Details

Shareholders may send their enquiries or requests as mentioned above to the following:

Address: Unit 15, 1000 Zhangheng Road China (Shanghai) Pilot Free Trade Zone Pudong New Area Shanghai PRC (For the attention of the Board of Directors/Company Secretary)
Telephone: 021-38016387
Email: ir@immuneonco.com

For the avoidance of doubt, Shareholders must deposit and send the original duly signed written requisition, notice or statement, or enquiry (as the case may be) to the above address and provide their full name, contact details and identification in order to give effect thereto. Shareholders' information may be disclosed as required by law.

Communication with Shareholders and Investors/Investor Relations

The Company considers that effective communication with Shareholders is essential for enhancing investor relations and investor understanding of the Group's business performance and strategies. The Company is endeavours to maintain an on-going dialogue with Shareholders and in particular, through annual general meetings and other general meetings. At the annual general meeting, Directors (or their delegates as appropriate) are available to meet Shareholders and answer their enquiries.

A notice of the general meeting shall be given at least 21 days prior to the convening of the annual general meeting, and at least 15 days prior to the convening of the extraordinary general meeting. Where laws, regulations and the securities regulatory authority of the place where the Company's Shares are listed provide otherwise, such provisions shall prevail.

To safeguard Shareholder interests and rights, separate resolution should be proposed for each substantially separate issue at general meetings, including the election of individual Director. All resolutions put forward at general meetings will be voted on by poll pursuant to the Listing Rules and poll results will be posted on the websites of the Company and of the Stock Exchange after each general meeting.

Shareholders Communication Policy

The Company has in place a Shareholders Communication Policy. The policy aims at promoting effective communication with Shareholders and other stakeholders, encouraging Shareholders to engage actively with the Company and enabling Shareholders to exercise their rights as Shareholders effectively.

During the Reporting Period, the Board had conducted the annual review on the implementation and effectiveness of the Shareholders Communication Policy and considers it to be effective.

The Company has established a number of channels for maintaining an on-going dialogue with its Shareholders as follows:

(a) Corporate Communication

"Corporate Communication" as defined under the Listing Rules refers to any document issued or to be issued by the Company for the information or action of holders of any of its securities, including but not limited to the following documents of the Company: (a) the Directors' report, annual accounts together with a copy of the auditor's report and, where applicable, its summary financial report; (b) the interim report and, where applicable, its summary interim report; (c) a notice of meeting; (d) a listing document; (e) a circular; and (f) a proxy form. The Corporate Communication of the Company will be published on the Stock Exchange's website (www.hkex.com.hk) in a timely manner as required by the Listing Rules. Corporate Communication will be provided to Shareholders and non-registered holders of the Company's securities in both English and Chinese versions or where permitted, in a single language, in a timely manner as required by the Listing Rules. Shareholders and non-registered holders of the Company's securities shall have the right to choose the language (either English or Chinese) or means of receipt of the Corporate Communication (in printed form or through electronic means).

(b) Announcements and Other Documents pursuant to the Listing Rules

The Company shall publish announcements (on inside information, corporate actions and transactions etc.) and other documents (e.g. Articles of Association) on the Stock Exchange's website in a timely manner in accordance with the Listing Rules.

(c) Corporate Website

Any information or documents of the Company posted on the Stock Exchange's website will also be published on the Company's website (www.immuneonco.com). Other corporate information about the Company's corporate governance will also be available on the Company's website.

(d) Shareholders' Meetings

The annual general meeting and other general meetings of the Company are primary forum for communication between the Company and its Shareholders. The Company shall provide Shareholders with relevant information on the resolutions(s) proposed at a general meeting in a timely manner in accordance with the Listing Rules. The information provided shall be reasonably necessary to enable Shareholders to make an informed decision on the proposed resolution(s). Shareholders are encouraged to participate in general meetings or to appoint proxies to attend and vote at the meetings for and on their behalf if they are unable to attend the meetings. Where appropriate or required, the Chairman of the Board and other Board members, the chairmen and deputy chairman of board committees or their delegates, and the external auditors should attend general meetings of the Company to answer Shareholders' questions (if any). The chairman of the independent board committee (if any) should also be available to answer questions at any general meeting to approve a connected transaction or any other transaction that is subject to independent Shareholders' approval.

(e) Shareholders' Enquiries

Enquiries about Shareholdings

Shareholders should direct their enquiries about their shareholdings to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, by submitting online enquiries using the link https://www-uk.computershare.com/Investor/Contact/Enquiry?cc=hk&lang=en or calling its hotline at (852) 2862 8555, or going in person to its public counter at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.

Enquiries about Corporate Governance or Other Matters to be put to the Board and the Company

The Company will not normally deal with verbal or anonymous enquiries. Shareholders may send any enquiries to the Board by email: ir@immuneonco.com or by post to Unit 15, 1000 Zhangheng Road China (Shanghai) Pilot Free Trade Zone Pudong New Area Shanghai PRC

Having considered the multiple channels of communication, the Company believes that the Company's Shareholders Communication Policy has facilitated adequate communications, and is satisfied that the Shareholders Communication Policy has been properly implemented during the year of 2023 and is effective.

(f) Webcast

Webcasts of the Company's interim and annual results briefings are available.

(g) Other Investor Relations Communication Platforms

Investor/analysts briefings, roadshows (both domestic and international), media interviews, marketing activities for investors and specialist industry forums etc. will be launched on a regular basis.

Changes in Constitutional Documents

On November 18, 2025, the Company has amended the Articles of Association to reflect the changes in the registered capital in relation to the placing of new H shares of the Company under the general mandate and its completion. For details, please refer to the announcements of the Company dated October 9, 2025, October 16, 2025 and November 17, 2025.

Save as disclosed above, during the Reporting Period and as at the date of this annual report, there were no significant changes in the Articles of Association of the Company.

Dividend Policy

The Company has adopted a Dividend Policy on payment of dividends. The Company do not have any pre-determined dividend payout ratio. Depending on the financial conditions of the Company and the Group and the conditions and factors as set out in the Dividend Policy, dividends may be proposed and/or declared by the Board during a financial year and any final dividend for a financial year will be subject to the Shareholders' approval.

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Environmental, Social and Governance Report

ABOUT THE REPORT

ImmuneOnco Biopharmaceuticals (Shanghai) Inc. (the "**Company**"), together with its subsidiaries and consolidated affiliated entities (collectively, "**ImmuneOnco**", "**we**", "**us**", or "**our**"), hereby presents its 2025 Environmental, Social and Governance Report (the "**ESG Report**" or the "**Report**"). This Report aims to provide an objective and fair overview of our strategies, policies, measures, and achievements in sustainable development to all stakeholders, with a key focus on disclosing relevant information regarding our performance in environmental, social, and governance aspects.

Reporting Period

This Report covers information and data for the period from January 1, 2025, to December 31, 2025 (hereinafter referred to as the "**Reporting Period**").

Scope of the Report

This Report covers the Company's core operations, including our headquarters, R&D Center, and offices in Shanghai.

Basis of Preparation and Principles

This report has been prepared in accordance with the requirements set out in Appendix C2, *the Environmental, Social and Governance Reporting Guide*, to *the Rules Governing the Listing of Securities issued by The Stock Exchange of Hong Kong Limited* (hereinafter referred to as the "**HKEX**").

This report is prepared based on the following reporting principles of the Environmental, Social and Governance Reporting Guide:

- Materiality: Material ESG issues are identified through communication with stakeholders and materiality assessment and are disclosed in the ESG report.
- Quantitative: Quantitative data, including environmental and social key performance indicators, disclosed in this report are accompanied by explanations outlining their purposes and impacts.
- Consistency: This report will adopt statistical methods consistent with previous years, allowing for meaningful comparisons.
- Balance: This report presents the Company's ESG performance in an unbiased manner.

Access to and Feedback on This Report

In consideration of environmental protection, we recommend reading the electronic version of this report, which is available on our official website (http://www.ImmuneOnco.com/). We highly value feedback from our stakeholders and welcome readers to contact us through the following channels. Your input will be instrumental in helping us further improve this report and enhance the Company's overall ESG performance.

Contact Information

Email: esg@immuneonco.com;
Address: Building 15, Lane 1000, Zhangheng Road, Zhangjiang Science City, Pudong New Area, Shanghai, China

ABOUT IMMUNEONCO

ImmuneOnco Biopharmaceuticals (Shanghai) Inc., (Stock Code: 01541.HK) was established in China in June 2015 as a research-driven biotechnology Company dedicated to the development of cancer immunotherapies. ImmuneOnco is also one of the few biotechnology companies globally that can systematically leverage both innate and adaptive immunity. Currently approved immunotherapies primarily focus on the adaptive immune system. They often deliver limited clinical benefits, as many cancer indications have low response rates, and drug resistance or relapse is inevitable. By harnessing both the innate and adaptive immune systems, ImmuneOnco is able to overcome the limitations of current T-cell-based immunotherapies and address the significant unmet medical needs of cancer patients.

I. SUSTAINABLE DEVELOPMENT AND GOVERNANCE

ImmuneOnco integrates the concept of sustainable development into its corporate governance, regarding it as one of the key elements in building its core competitiveness. We comply with the requirements of laws, regulations and normative documents such as the Companies Ordinance and the HKEX Listing Rules and have established a modern corporate organizational structure. On May 28, 2025, we newly appointed one executive director and one non-executive director. Currently, the Company's Board of Directors comprises nine directors, including three independent directors. The Board has established an Audit Committee, a Remuneration Committee, and a Nomination Committee, along with corresponding implementing rules, to meet the Company's development needs.

1. ESG Governance Framework

The Company's Board of Directors is responsible for formulating the sustainable development strategy and overseeing its implementation and is committed to creating a green office environment and improving corporate resource utilization to fulfil ImmuneOnco's responsibilities to its shareholders and society.

We have established an ESG Working Group to ensure robust management of the Company's sustainable development. The ESG Working Group comprises members from all key functional departments and is responsible for leading the design of ESG action plans, regularly discussing issues encountered during implementation, and reporting to the management. The management then escalates significant matters to the Board of Directors as appropriate.

2. Compliant Operations

ImmuneOnco consistently adheres to a compliance-driven business philosophy, establishing lawful governance as the strategic cornerstone for sustainable corporate development. We rigorously uphold ethical business standards, practicing core values of integrity, fair competition, and strict adherence to laws and regulations. By building a systematic compliance management framework, we fortify the compliance defences for technological transformation, clinical advancement, and high-quality development, ensuring the Company's steady and enduring progress.

- ***Compliance and Anti-Corruption Management***

  ImmuneOnco strictly complies with the requirements of relevant laws and regulations, including the Criminal Law of the People's Republic of China, the Anti-Unfair Competition Law, and the Anti-Money Laundering Law. We have deeply integrated anti-corruption governance into our corporate culture system, embedding a culture of compliance throughout all business processes.

  The Legal Department and the Internal Audit Department lead the construction of a "three-in-one" prevention and control mechanism. This mechanism builds a solid foundation for the Company's compliance operations through multiple measures, including conducting regular compliance reviews and dynamic risk monitoring, organizing categorized and tiered compliance awareness and training for all employees, and carrying out special compliance audits on core systems and processes. To address the core risk of commercial bribery, the Company has established a "system-implementation-supervision" management framework, forming a multi-layered, fully traceable compliance protection system.

  At the institutional development level, the Company has established a compliance system covering key areas, including normative documents such as the Anti-Corruption and Anti-Fraud Management Rules, Anti-Money Laundering Management System, Anti-Sanctions Management System, Misconduct Reporting and Investigation Management System, and Gift Acceptance and Handling Regulations, providing a solid institutional foundation for compliant operations. In 2025, leveraging its operational realities, the Company optimized the full-process controlled management of clinical trial supplies, specifically tailored to the unique aspects of clinical trial scenarios. This initiative not only enhanced the efficiency of clinical trial work but also ensured the authenticity, integrity, and traceability of trial data, thereby promoting the standardized and normalized advancement of clinical trials.

  In terms of oversight mechanisms, the Company has set up a dedicated reporting platform at speakup@immuneonco.com and has concurrently established and improved a whistleblower protection mechanism to alleviate concerns of whistleblowers. This encourages proactive feedback from internal employees and external partners, forming an all-round, full-coverage oversight network.

  In terms of implementation effectiveness, in 2025, the Company strictly implemented various compliance management systems and continuously strengthened integrity control, achieving zero incidents of corruption and fraud, and safeguarding the corporate essence of integrity-based operations.

- ***Compliance Training***

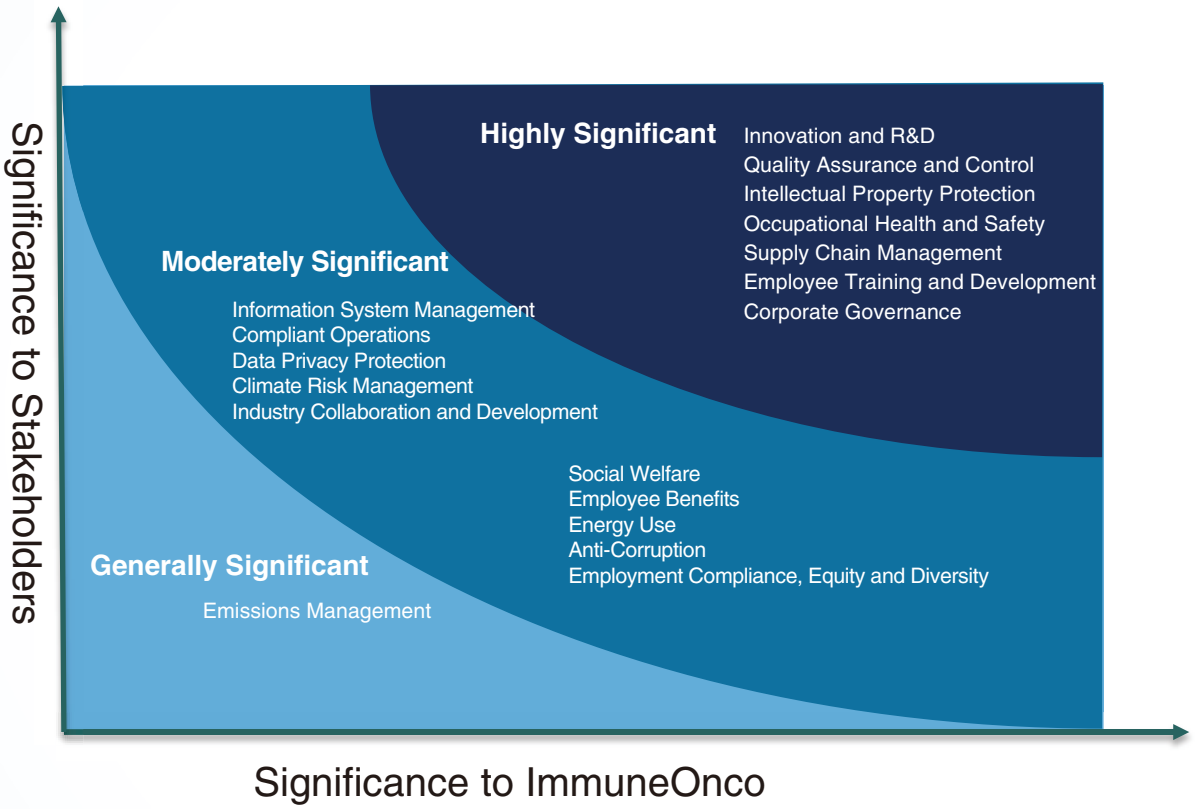
  In 2025, the Company continued to strengthen compliance literacy training for all employees. Focusing on the key compliance challenges in R&D and operation unique to the biopharmaceutical industry, it conducted targeted compliance training through diversified channels including in-person workshops, online courses and themed quiz assessments. The training covered core topics such as intellectual property protection, anti-fraud and anti-commercial bribery. Meanwhile, integrity-themed posters were released in conjunction with traditional Chinese festivals, conveying the values of integrity and compliance via cultural approaches more accessible to employees.

Photo: ImmuneOnco Integrity Promotion Poster

In addition, the Company launched a Special Training on Compliance Management for all employees in June 2025. The training focused on practical content including the promotion of anti-corruption and anti-fraud awareness, the popularization of the "Three Anti Policy " management system, procurement procedure standardization, and contract management guidelines, achieving 100% employee training coverage.

3. Materiality Assessment

To fully understand the expectations of various stakeholders towards ImmuneOnco, the Company has identified and prioritized material sustainability topics that exert significant impacts on ImmuneOnco and its stakeholders, in accordance with the ESG Reporting Guidelines of the Stock Exchange of Hong Kong, and through internal and external engagement and consultation. These topics are incorporated into this ESG Report. These topics facilitate the formulation of Company-level risk management measures and ensure the Company effectively addresses key concerns of stakeholders. Based on the principle of materiality, the Company has ranked the identified material topics using a Stakeholder-Company Materiality Matrix, as reviewed and approved by the management. The results are as follows:



4. Stakeholder Engagement

We place great importance on listening to the voices of our stakeholders and actively incorporate their requirements and expectations into the Company's decision-making. Based on its own business characteristics and operational realities, ImmuneOnco has identified its key stakeholders, including investors, employees, clinical trial subjects, regulatory authorities, research institutions, suppliers, peers, the community and the public, and partners. The Company has established various communication channels for stakeholders and maintains ongoing dialogue to ensure that the material issues of concern to them are fully addressed and considered. Through the regular engagement of all stakeholder groups, the Company fully considers their opinions when making decisions and reviewing management priorities and performance. We also disclose key data accordingly to respond to the concerns of our stakeholders.

Stakeholders	Material Topics	Key Communication Channels
Investors	• Corporate Governance • Innovative R&D	√ Annual General Meeting and other general meetings √ Information Disclosure √ Investor Meetings
Employees	• Occupational Health and Safety • Employee Training and Development • Employment Compliance, Equality and Diversity • Employee Benefits	√ EHS Occupational Health and Safety System √ Employee Training √ Employee Grievance and Communication Mechanism √ Employee Team Building Activities
Clinical Trial Subjects	• Innovative R&D • Quality Management and Control • Data Privacy Protection	√ Informed Consent Form √ EHS Occupational Health and Safety System √ IT System Information Protection
Government and Regulatory Authorities	• Innovation R&D • Quality Management and Control • Occupational Health and Safety • Corporate Governance • Compliant Operations	√ Meetings √ Environmental Impact Assessment (EIA) Report √ Information Disclosure √ On-site Audit
R&D Institutions	• Intellectual Property Rights Protection • Information System Management	√ Patent Protection System
Peers	• Industry Collaboration and Development • Intellectual Property Protection	√ Conferences and Summits √ Communication and Collaboration √ Patent Protection System

Stakeholders	Material Topics	Key Communication Channels
Suppliers	• Supply Chain Management • Anti-corruption	√ Supplier Management Procedure √ Supplier Evaluation √ On-site Audit
Community and the Public	• Social Welfare • Climate Risk Management • Emissions Management • Energy Usage	√ Community Activities √ Climate Change Adaptation and Mitigation √ Environmental Protection √ Information Disclosure
Partners	• Long-term Stable Cooperation Mechanism • Resource Sharing	√ Project Communication Meeting √ High-level Exchange and Strategic Cooperation Meeting

5. Honors and Awards in 2025

Awards and Qualifications	Issuing Authority
The Seventh Batch of Specialized, Refined, Differentiated and Innovative "Little Giant" Enterprises	Shanghai Municipal Commission of Economy and Informatization
Timdarpacept (IMM01) Phase III Clinical Study Selected for the 2025 Pudong New Area Special Project to Promote High-Quality Development of the Biomedical Industry	Shanghai Pudong New Area Commission of Science, Technology and Economy
Zhangjiang Innovative Pharmaceutical Companies with Global Competitiveness TOP 15	2025 Zhangjiang Life Science International Innovation Summit
China Innovative Drug Business Development TOP 15	"2025 PMC Pharmaceutical Investment, Financing and Trading Conference" and the 3rd PharmaCube TOP 15 List Release Conference

II. INNOVATIVE OPERATIONS

1. R&D and Innovation

Continuous R&D innovation is the strategic cornerstone for achieving sustainable development and building core competitiveness. Based on this principle, the Company has established a dedicated management system, including the R&D Management System and the R&D Expense Management System, which systematically governs the entire control process from project initiation, multi-dimensional review, and process supervision to expense audit, and has established Standard Operating Procedures (SOPs) for the acquisition of research-oriented drugs.

Relying on our R&D team comprising seasoned scientists and interdisciplinary experts, we consistently adhere to the philosophy of "Developing First-in-Class Drugs to Benefit Cancer Patients." Guided by clinical value, we are dedicated to developing breakthrough treatment options for patient populations with the potential for clear clinical benefit.

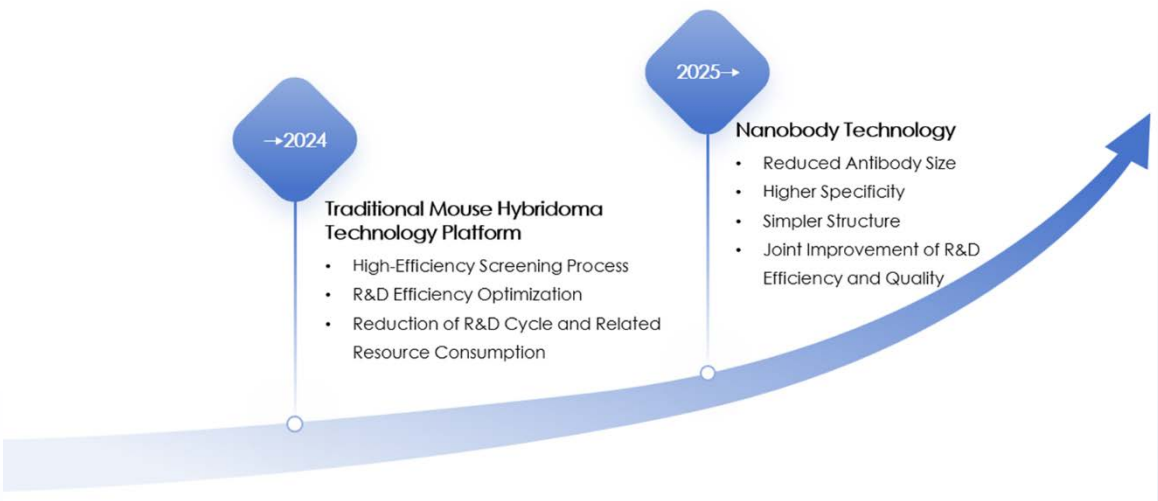
- ***R&D Advantages***

  ImmuneOnco has established technology platforms covering the entire drug R&D process, encompassing key stages such as early-stage target screening, antibody discovery, drug design and validation, and drug development, providing robust technical support for the Company's R&D activities. Notably, the Company holds leading advantages in three core areas: antibody discovery, drug design and validation, and cell line development. Leveraging these mature technology platforms, we have successfully built a pipeline of products at both preclinical and clinical stages, laying a foundation for sustainable development in the R&D field.

  Nanobody Discovery Platform Deployed

  In the field of antibody discovery, the Company previously primarily relied on a traditional mouse hybridoma technology platform. Leveraging an efficient screening process, we have optimized R&D efficiency, shortening the timeline from immunization start to obtaining a candidate antibody to as fast as approximately two months, effectively reducing the R&D cycle and associated resource consumption.

  In 2025, the Company upgraded its technology platform in this field by officially commencing the use of nanobody technology. Compared to traditional hybridoma antibodies, nanobodies offer a smaller size, higher specificity, and simpler structure. This advancement has further enriched the technological pathways for antibody discovery, enhanced the flexibility and precision of candidate antibody screening, and contributed to enhancing both R&D efficiency and quality.



Upgraded the In Vitro Drug Analysis Platform

In the field of drug design and validation, the various in vitro drug analysis platforms established by the Company have gained widespread industry recognition for their professionalism and reliability, attracting dozens of renowned enterprises in the sector. This fully demonstrates their industrial value and technological competitiveness. In 2025, the Company further expanded the application of its multispecific antibody molecular design platform. Leveraging this platform, we optimized the drug molecule design process, enhanced the synergy and precision of drug design, and effectively addressed the challenges of high cost and complex processes in multispecific antibody R&D. This has provided more comprehensive technical support for the drug design and validation stages, helping to enrich the candidate drug pipeline.

Efficient Application of the Cell Line Development Platform

In the field of cell line development, the Company leverages its self-developed CHO-GSKO cell line and proprietary transfection plasmids, combined with an in-house developed high-efficiency screening process, to rapidly establish high-yield, stable cell lines. From initiation to obtaining qualified cell lines takes only two months, significantly enhancing efficiency in drug production. This provides a technological foundation for achieving subsequent ESG-related objectives such as green manufacturing and cost optimization.

Co-developed an ADC product pipeline

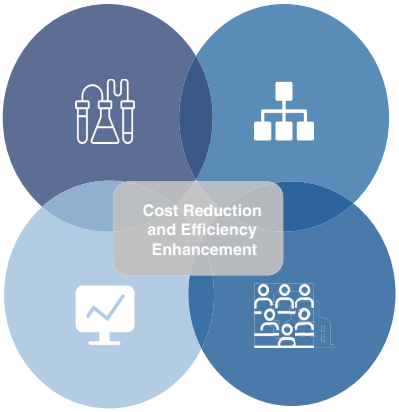
Beyond the aforementioned upgrades, in 2025 we actively pursued external collaborations, focusing on research related to antibody-drug conjugates (ADCs). Leveraging the dual advantages of ADCs–precision targeting and potent killing–we expanded our R&D boundaries through technical synergies and resource complementarity with external institutions. This enriched our R&D pipeline, further strengthened our comprehensive competitiveness in drug development, and injected new momentum into the sustainable development of our ESG R&D initiatives.

- ***Cost Reduction and Efficiency Enhancement***

  We are systematically advancing cost reduction and efficiency enhancement through a dual-track approach of continuously optimizing our R&D system and strengthening refined management. On one hand, we are deepening the development of our technical platforms by optimizing experimental workflow design to reduce redundant tasks and improve the utilization efficiency of R&D resources. On the other hand, we are strengthening the standardized management of experimental operations to implement full-process cost control while ensuring R&D quality. Specific implementation measures are as follows:

Experimental Process Optimization

- Implement modular experimental design to enable reusability of key steps.
- Refine the pre-experiment evaluation mechanism to reduce the failure rate of formal experiments.



Resource Refined Management

- Established an evaluation mechanism for domestic reagent substitutes to balance cost and quality.
- Implement micro-reaction systems to reduce reagent consumption.
- Implement a consumables classification management system and standardize the reuse process for protective equipment.

Team Effectiveness Enhancement

- Refine the "mentor-led training" system to enhance standardized operational capabilities.
- Implement an equipment reservation and sharing system to improve the efficiency of instrument use.

Management Mechanism Guarantee

- Convene monthly specialized meetings to dynamically evaluate the implementation of cost control measures, develop improvement plans addressing common pain points, and establish a closed-loop management mechanism of "implementation-feedback-optimization".

- ***Intellectual Property Protection***

  The Company has established systems such as the Intellectual Property Management Measures, Patent Management Measures, and Trademark Management Measures in accordance with laws and regulations including the Patent Law of the People's Republic of China, the Trademark Law of the People's Republic of China, the Copyright Law of the People's Republic of China, and the Anti-Unfair Competition Law of the People's Republic of China. These measures clarify management requirements for patents, trademarks, copyrights, trade secrets, and other aspects to standardize intellectual property management. Furthermore, when applying for overseas patents and engaging in international cooperation, the Company complies with the intellectual property laws and regulations of the respective countries and regions involved.

  The Company has established a robust standardized intellectual property management system. Leveraging a dedicated management team and collaborating with external professional institutions, it ensures standardized operations throughout the entire lifecycle of patent applications–from filing and substantive examination to maintenance and renewal. Through comprehensive timeline management and milestone verification mechanisms, the system minimizes the risk of human error.

Internally, we strictly enforce intellectual property commitments for new employees, requiring all staff to sign an Intellectual Property Declaration that clearly outlines their responsibilities for protecting trade secrets and their obligations regarding agreements with former employers. In external collaborations, we sign dedicated confidentiality agreements with partners handling sensitive information, establishing a multi-dimensional information protection system. For core R&D activities, we routinely conduct global patent searches and infringement risk assessments to proactively mitigate intellectual property compliance risks from the source.

As of December 31, 2025, the Company held 30 patents and had 37 patents pending. No intellectual property violations or disputes have ever occurred.

In addition, taking World Intellectual Property Day on April 26 each year as an opportunity, the Legal Department organizes an Intellectual Property Promotion Week during the same week. Through diverse forms such as interactive quizzes, video presentations, and online tests, it raises awareness of intellectual property protection among all employees and consolidates the foundation of intellectual property protection for the Company's technological innovation.

- ***Quality Management***

  The Company strictly complies with laws and regulations including the Drug Administration Law of the People's Republic of China, the Regulations for the Implementation of the Drug Administration Law of the People's Republic of China, the Pharmacopoeia of the People's Republic of China, the Measures for the Supervision and Administration of Drug Production, the Principles for Risk Assessment in On-site Inspections of Drug Manufacturers, the Provisions on the Supervision and Administration of Drug Marketing Authorization Holders in Fulfilling Primary Responsibilities for Drug Quality and Safety, and the NMPA Announcement No. 132 of 2023 on Strengthening the Supervision and Administration of Entrusted Production by Drug Marketing Authorization Holders, as well as the requirements of the Good Manufacturing Practice for Drugs (GMP) and its appendices. It ensures that Contract Manufacturing Organizations (CMOs) adhere to relevant regulatory provisions and the terms of the quality agreements and entrusted production agreements signed with them. In 2025, we implemented the following improvements in the comprehensive management of quality:

Standardized Validation and Metrology

Standardized metrological calibration and verification, maintaining clear records and full compliance to provide accurate and reliable support for R&D, production, and testing activities.

Strict Implementation of Auditing

Completed on-site audits of multiple contract manufacturers, supervised the contractors to strictly implement quality agreements, and ensured the compliant release of clinical trial drugs and the authenticity and completeness of technical documents for entrusted projects.

In-depth Collaboration with Clinical Departments

In close cooperation with clinical departments, we completed 51 over-temperature evaluations this year, optimized the return assessment process and carried out special training. Meanwhile, we cooperated with the review of drug use manual and logistics audit to ensure the smooth and efficient conduct of clinical trials in all directions.

Efficient Release Management

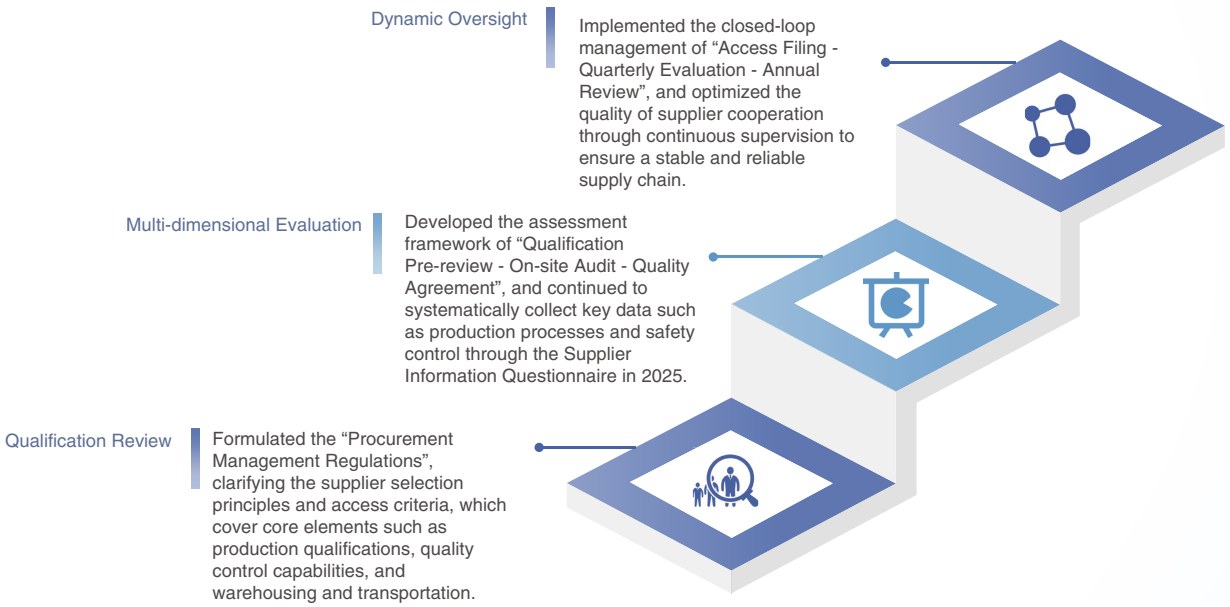
Efficiently completed the release of multiple product categories including drug substance, drug product, and clinical trial drugs. Focusing on batch record verification, closed-loop management of deviations and changes, quickly responded to emergency release requirements, achieved zero delay in clinical sample supply, and strictly adhered to the bottom line of quality and compliance.

2. Responsible Procurement

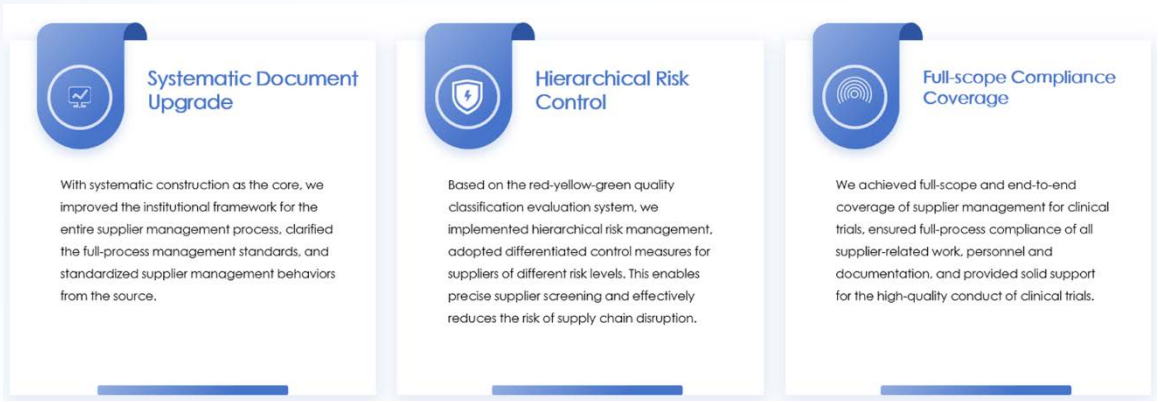
ImmuneOnco has always regarded its suppliers as strategic partners and adheres to the principle of mutual trust and mutual benefit. Relying on policy documents such as the Procurement Management Procedures, Office Supplies Procurement Management Measures, and Service Procurement Management Measures, we have established a fair and transparent procurement management system covering the entire process, thereby establishing a solid foundation for responsible and compliant procurement.

This system establishes full-process standards covering supplier admission evaluation, quality agreement signing, and regular audits, while implementing a dual-track mechanism that integrates qualification review with dynamic quality monitoring to ensure suppliers' capabilities precisely align with the Company's quality requirements. Currently, the Company is continuously updating its procurement management framework, with a focus on refining service provider scoring rules to enhance the level of refinement in procurement management and promote the coordinated development of the value chain.

- ***Supplier Management***

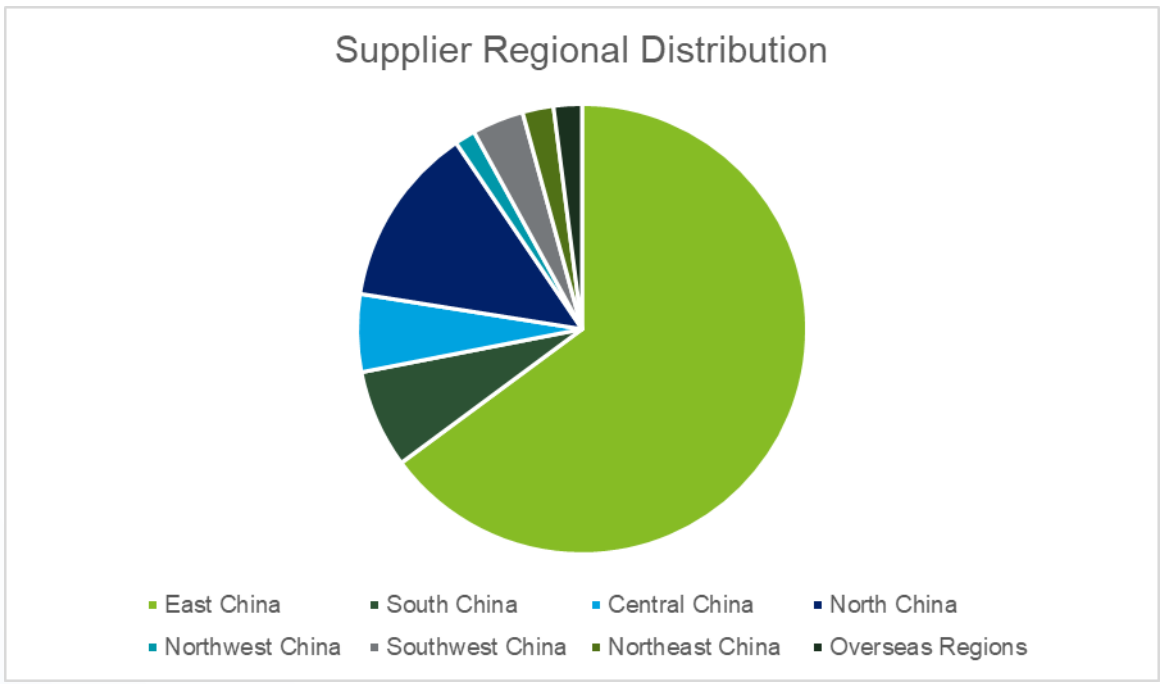


Additionally, in 2025, the Company strengthened the systematic development of its clinical supplier management system and completed a comprehensive upgrade of core management documents. By establishing a standardized evaluation system, supplier tiers will be presented in an intuitive manner, providing scientific decision-making support for dynamic supplier management.



- ***Supplier Maintenance***

  In 2025, the Company continued to build upon its development strategy, deepening its focus on optimizing the full-process supplier management. By transcending geographical limitations and extensively integrating high-quality supplier resources nationwide, we strived to build a diversified, efficient, and stable supplier cooperation ecosystem.



3. Information Security

Information security is a core pillar supporting ImmuneOnco's compliant operations. The Company strictly adheres to its compliance bottom line and rigorously follows the requirements of relevant national laws and regulations, including the Cybersecurity Law of the People's Republic of China, the Data Security Law of the People's Republic of China, and the Personal Information Protection Law of the People's Republic of China. Based on its specific business characteristics, the Company has systematically established an information security management system framework and concurrently developed multiple targeted internal management regulations. This lays a solid compliance foundation for the secure, stable, and efficient operation of the Company's IT systems, effectively prevents various information security risks, and safeguards the confidentiality, integrity, and availability of information assets.

- ***Standardizing Internal Systems***

  In 2025, ImmuneOnco focused on the core areas of information security and data control, enhancing its internal management system to ensure the Company's stable and compliant operations.

  The Company upgraded the User Password Management System to a Standard Operating Procedure (SOP), which defines the entire process for account permission application, approval, allocation, and dynamic adjustment. It refines the standards for matching permissions with job responsibilities, achieving refined and traceable permission control, thereby preventing risks of unauthorized access and information leakage.

  In terms of cybersecurity governance, the Company has formulated the Network Architecture Procedures, which standardizes the access criteria, review workflows and operation and maintenance requirements for network devices. Meanwhile, for scenarios where employees' personal devices connect to the internal network, the Company has supplemented management specifications covering device security configuration and endpoint protection, so as to mitigate cybersecurity risks and ensure the stability and security of the network architecture.

  In addition, the Company has formulated the Data Backup and Restoration SOP, which clarifies the backup frequency, methods and storage specifications for core business and R&D data. A backup management ledger has been established to ensure data traceability and rapid restoration, mitigate data security risks and safeguard the continuous operation of business.

- ***Strengthening Data Security Defences***

  At the level of technical protection and backup management, the Company has established a security protection and emergency recovery system covering the entire life cycle of core data by means of unified endpoint security deployment, a hierarchical backup system and a recovery testing mechanism.

  (1) In terms of technical protection, the Company has unified endpoint antivirus software and synchronized firewall policies to prevent the leakage of core data and trade secrets.

  (2) In terms of backup management, a daily/weekly/monthly hierarchical backup system has been established. Regular recovery tests are conducted on core databases. The Company has clarified that data backup serves as a core measure against ransomware, standardized the full-process management of backup data, and ensured the secure retention and emergency recovery of core data assets.

- ***IT Audit***

  In 2025, the Company steadily advanced all IT audit work. Adopting a combined approach of external assurance and internal self-assessment, it focused on the core priorities of information system security and compliance, conducted a comprehensive review of potential risks in digital operations, and effectively ensured the compliant, stable and secure operation of the Company's information systems. The Company undergoes regular IT audits by third-party audit teams. Key verifications of core office information systems were carried out in the current year, including: (1) focusing on the compliance of the OA system, covering source code integrity, patch updates and user permission consistency; (2) verifying the integrity and tamper-proof capabilities of core databases and confirming the stability of system operations.

III. GREEN DEVELOPMENT

ImmuneOnco actively responds to the national strategies for energy conservation, emission reduction and green development, continuously optimizes its environmental protection strategies and measures, fully fulfils its corporate environmental responsibilities, and is committed to achieving the sustainable development goals. In 2025, the Company achieved remarkable results in GHG emission management, with total and per capita GHG emissions both falling year on year. Per capita GHG emissions decreased by roughly 27% from 2024, highlighting solid progress in energy conservation, emission reduction, and sustainable development.

We strictly comply with national and local environmental protection laws and regulations, including the Environmental Protection Law and the Water Pollution Prevention and Control Law. We have formulated supporting special systems such as the Hazardous Waste Disposal Management Procedures, Laboratory Environmental Safety Management Procedures and Emergency Plan for Sudden Environmental Incidents, to systematically standardize the full-process environmental management. In terms of environmental risk prevention and control, we have established an "identification-assessment-emergency" management system. By formulating emergency plans, setting up specialized emergency organizations, equipping rescue facilities and conducting annual drills, we have achieved closed-loop risk management and control. During the Reporting Period, the Company maintained a zero-noncompliance record in environmental management, and no major environmental incidents occurred.

1. Emissions Management

We strictly comply with laws and regulations including the Law of the People's Republic of China on the Prevention and Control of Atmospheric Pollution and the Law of the People's Republic of China on the Prevention and Control of Waste Pollution. During operations, we use environmentally friendly materials, formulate and regularly review environmental emission targets, and standardize our pollutant management system. Going forward, we aim to maintain our 2026 pollutant emission density at 95% to 105% of the level for 2025 financial year.

- ***Waste Gas Emission***

  Each of the Company's two laboratory buildings is equipped with two fume hoods and a number of gas collecting hoods. Waste gas generated during experiments is centrally collected by fume hoods and gas collecting hoods, purified through activated carbon adsorption devices, and then discharged via 25-meter-high exhaust stacks on the roof. Bioaerosols produced in experiments are treated in biosafety cabinets before being released into the indoor environment. In 2025, the Company further optimized the waste gas treatment efficiency by increasing the iodine value of activated carbon to 800 mg/g to enhance adsorption capacity. Meanwhile, a regular activated carbon replacement mechanism was implemented on a semi-annual basis, and the used activated carbon after replacement was strictly disposed of in accordance with the regulatory requirements for hazardous waste. In addition, the Company conducts regular monitoring of waste gas emissions to ensure that such emissions remain compliant with regulations and consistently meet the discharge standards.

- ***Wastewater Discharge***

  During project operation, the concentration of wastewater pollutants discharged by ImmuneOnco complies with both the Discharge Standards of Pollutants for the Biopharmaceutical Industry and the Grade III criteria specified in the Integrated Wastewater Discharge Standard of Shanghai, thus ensuring that the wastewater can be discharged into the municipal sewerage system up to the required standards.

  In 2025, our wastewater discharge volume reached 539.16 tonnes. The Company has continuously strengthened the treatment and control of laboratory wastewater. After being separately collected through a dedicated pipeline system, laboratory wastewater is intelligently diverted via electric three-way valves: low-concentration wastewater and regular laboratory wastewater are directly discharged into the regulating tank, while high-concentration wastewater is delivered in a targeted manner to the collection tank for dedicated pretreatment.

  The collection tank is equipped with an online pH monitoring device and an automatic chemical dosing system, which can conduct real-time monitoring and adjust the pH value of wastewater to the compliance range. Meanwhile, air agitation is adopted to ensure uniform mixing of chemicals. After pretreatment, the high-concentration wastewater is quantitatively transferred to the regulating tank by diaphragm pumps and fully mixed with low-concentration wastewater for dilution.

In addition, the Company has put into operation a biogas fermentation collection tank. By extending the retention time of high-concentration wastewater, the Company further reduces pollutant concentrations through biodegradation, thus ensuring the continuous compliance of wastewater discharge indicators while steadily improving treatment efficiency.

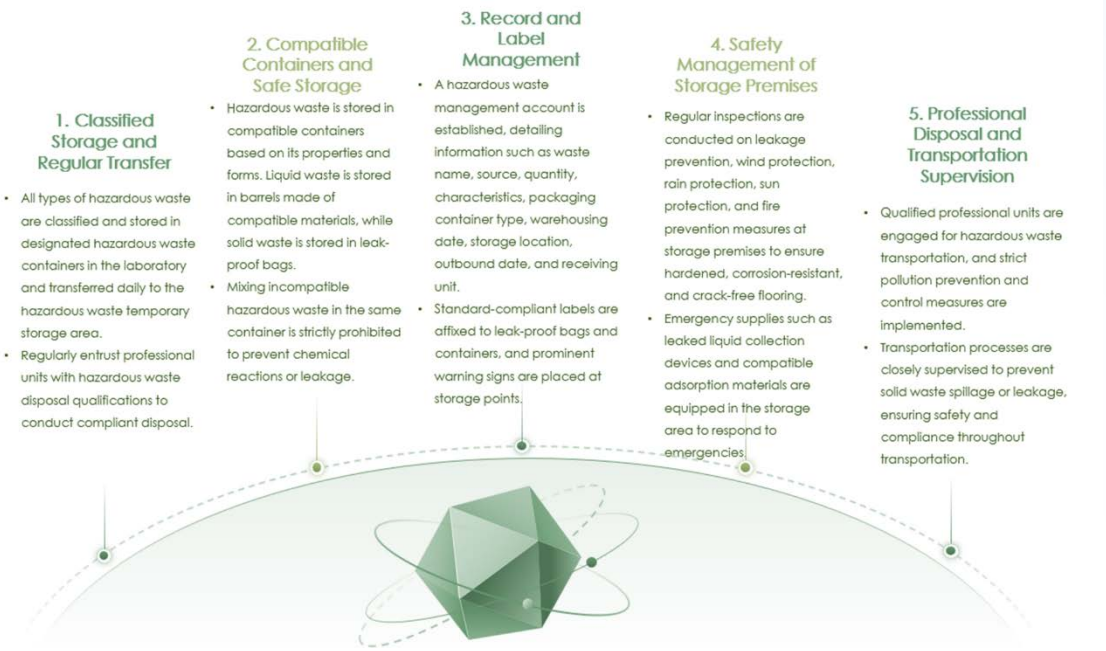
Photo: High-concentration Wastewater Collection Tank

- ***Waste Discharge***

  ImmuneOnco strictly complies with relevant laws and regulations including the Law of the People's Republic of China on the Prevention and Control of Environmental Pollution by Solid Waste and the National Hazardous Waste List. It implements classified management and control over solid waste generated throughout the entire production and operation process and minimizes environmental impacts through scientific and compliant disposal methods. The Company has established a sound full-process management and control system for solid waste to ensure that all links including the collection, storage, transportation and disposal of general solid waste and hazardous waste meet compliance standards.

  Adhering to the principle of combining resource utilization with harmless disposal, the Company carries out centralized classified management and control over recyclable resources and general solid waste: recyclable waste such as paper, ink cartridges, ribbons, toner cartridges, waste batteries and discarded office computers are centrally collected by the Company and then entrusted to professionally qualified institutions for disposal, so as to facilitate resource recycling. Domestic waste is subjected to internal classified collection and standardized harmless disposal, effectively reducing environmental burdens.

Regarding hazardous waste, in strict accordance with the Standards for Pollution Control on the Storage of Hazardous Waste, ImmuneOnco has implemented the following pollution prevention and control measures:



Hazardous Waste Leakage Emergency Drill

On May 19, 2025, the Company organized a hazardous waste leakage emergency drill, which focused on the core theme of Emergency Response and Disposal of Hazardous Waste Leakage. In light of the safety risk characteristics of the hazardous waste temporary storage stage, the drill centered on key procedures including leakage containment, emergency response activation, emergency supplies operation, and reporting processes.

At the drill site, professionals first elaborated on the potential hazards of hazardous waste leakage, emergency disposal procedures, proper operation methods of emergency supplies, and standardized reporting protocols following a leakage incident. They clarified the division of responsibilities among all participants to ensure that everyone fully grasped the operational key points of each step. Subsequently, a simulated hazardous waste leakage scenario was initiated. Participants responded promptly, collaborated closely, and strictly followed the pre-defined procedures to skillfully use emergency supplies for leakage control and site cleanup.

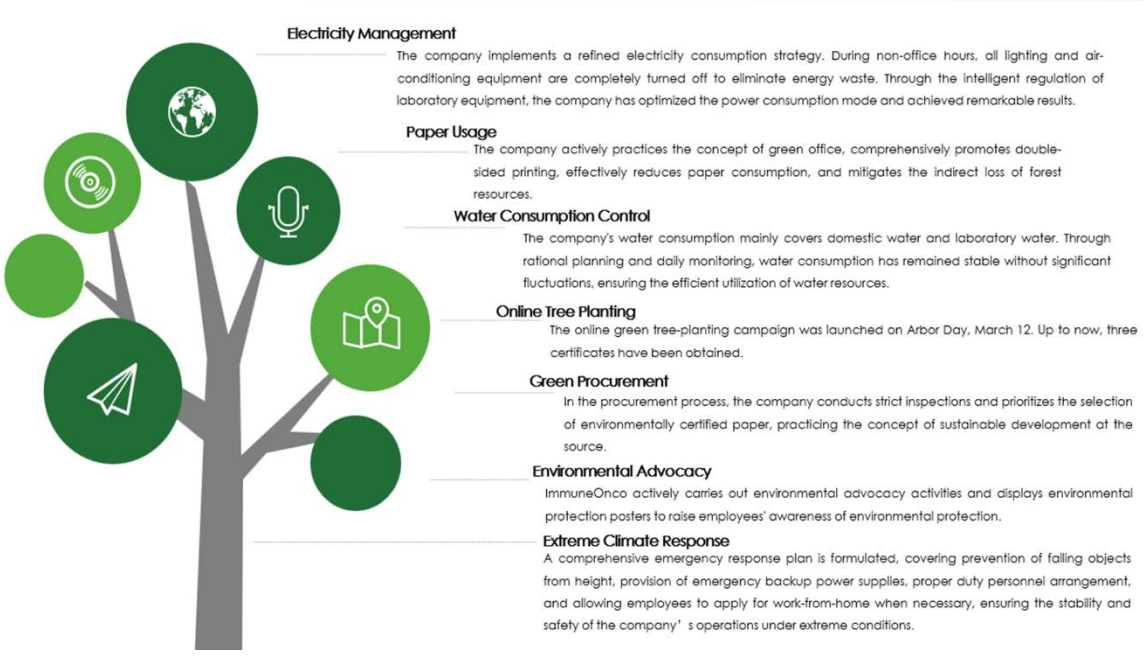
This emergency drill yielded remarkable results. It not only made the participating staff fully recognize the seriousness of hazardous waste management and the potential risks of leakage incidents but also enabled them to master the operation methods of emergency supplies and reporting procedures for leakage incidents proficiently, significantly enhancing their safety awareness throughout the entire process of hazardous waste transportation, temporary storage, and disposal.

Photo: On-site of the Hazardous Waste Leakage Emergency Drill

2. Energy Conservation and Emission Reduction

Throughout its operational history, ImmuneOnco's energy consumption is mainly derived from daily office work as well as production and R&D activities, with the energy types involved concentrated in electricity, gasoline and water resources.

ImmuneOnco strictly complies with the requirements of relevant laws and regulations including the Environmental Protection Law of the People's Republic of China and the Energy Conservation Law of the People's Republic of China and has established a sound and standardized responsibility system for energy conservation work. In the management of office areas, the Company implements a full range of energy-saving initiatives and comprehensively reduces the consumption level of various resources by virtue of refined management and control methods. Meanwhile, through the regular conduct of energy-saving training and publicity activities, the Company continuously raises all staff's awareness of energy conservation and emission reduction, strives to reduce carbon footprint and put an end to resource waste, further advances the implementation of the Company's sustainable development strategy through concrete actions, and contributes to environmental protection and the rational utilization of resources. In 2025, ImmuneOnco continued to deepen its energy conservation and emission reduction efforts. Based on consolidating the achievements made in previous years, the Company adopted multiple measures to drive a further reduction in energy consumption levels. The specific measures are as follows:



3. Occupational Health and Safety

ImmuneOnco always prioritizes employees' health and safety and cares deeply about the well-being of every staff member. The Company has established a comprehensive and robust Environment, Health and Safety (EHS) management system, focused on enhancing the overall management efficiency of the EHS organizational structure and clearly defining EHS assessment indicators. With the support of a sound governance framework and under the strict supervision of the Company's senior management, through a series of practical actions, we ensure the effective implementation of health and safety management at all levels of the Company, create a safe and healthy working environment for employees, and facilitate the achievement of the Company's sustainable development goals.

- ***Occupational Health***

  We strictly comply with relevant laws and regulations including the Law of the People's Republic of China on the Prevention and Control of Occupational Diseases. We have established a comprehensive and robust Environment, Health and Safety (EHS) management system to fully safeguard employees' occupational health. With the support of a sound governance framework and under the strict supervision of the Company's senior management, through a series of practical actions, we ensure the effective implementation of health and safety management at all levels of the Company, create a safe and healthy working environment for employees, facilitate the achievement of the Company's sustainable development goals, and maintain a zero occupational disease incidence rate during the Reporting Period.

Occupational Health Training

On November 20, 2025, the Company organized a special emergency training session on biological sample handling leakage in the microbiology laboratory, with the participation of 5 laboratory personnel. Focusing on emergencies such as leakage and personnel exposure during biological sample handling, this training highlighted the explanation of emergency disposal procedures and the operation methods of emergency supplies, integrating theoretical instruction with hands-on guidance.

The training ultimately yielded remarkable results: it effectively improved the laboratory personnel's ability to respond rapidly and handle incidents in a standardized manner when facing biological sample-related emergencies, strengthened all staff's awareness of biosafety, enabled them to master the operation skills of emergency supplies proficiently, and ensured that all types of emergency supplies are kept in a ready-to-use condition at all times.

Photo: On-site of the Occupational Health Training

- ***Workplace Safety***

  ImmuneOnco strictly complies with laws and regulations including the Work Safety Law of the People's Republic of China and the Law of the People's Republic of China on the Prevention and Control of Occupational Diseases. It has formulated a series of systems such as the Emergency Plan for Sudden Environmental Incidents, Laboratory Environmental Safety Management Regulations, Hazardous Waste Disposal Management Regulations, Hazardous Chemicals Management Regulations, Fire-fighting Facilities Management Regulations, Work Safety Accident Emergency Plan, Dual Prevention Mechanism for Hidden Hazard Investigation and Risk Control, and Regulations on Job Hazard Analysis and Control Management. The Company has established a responsibility system for work safety objectives and systematically identified and controlled safety risk factors. Through mechanisms such as laboratory safety management and full-process control of hazardous chemicals, it has achieved intrinsic safety in the working environment and maintained a zero fatal accident record for three consecutive years.

Currently, the Company has 10 certified special equipment operators, all of whom hold valid certificates, with no cases of operation with expired certificates or without proper certification. In addition, the Company has established a dynamic tracking mechanism for certificate validity periods, issuing reminders for certificate renewal three months in advance to ensure the continuous validity of operation qualifications. It also organizes special safety training on pressure vessels every year to continuously strengthen employees' awareness of safe operation and emergency response capabilities.

- ***Safety Inspection***

  ImmuneOnco conducts daily safety inspections of laboratories, covering all key aspects including fire exits, fire-fighting facilities, laboratory electrical appliances, safety warning signs, personal protective equipment (PPE) for laboratory personnel, hazardous chemicals, emergency supplies, safety equipment, and hazardous waste. These inspections ensure full-coverage and gap-free screening, thus building a solid line of defence for the daily safety of laboratories. Meanwhile, Dr. Tian Wenzhi, CEO of the Company, attaches great importance to safety management. He has instructed the safety management department to establish a regular mechanism for analyzing industry safety cases, proactively sort out and evaluate safety accident cases in the same industry, compile a special Safety Analysis Report, analyze the causes of accidents, risk points and prevention and control experience, so as to provide scientific reference for the Company's safety management work.

- ***Safety Awareness Promotion***

  The Company conducts a comprehensive review and in-depth analysis of various issues identified in previous work safety management practices every year. Based on the actual operational characteristics of the laboratory, core business processes and potential safety hazards, the Company scientifically formulates an annual special plan for safety publicity and training, clarifying key training priorities, implementation approaches and expected objectives. To ensure safety knowledge is truly understood and internalized, the Company adopts multi-dimensional publicity and training channels, including compiling safety promotion manuals, posting eye-catching safety knowledge posters in office and laboratory areas, and offering targeted professional safety training courses. Through these efforts, the Company systematically educates all employees on core contents including safety risk prevention, emergency response procedures, evacuation and escape skills, self-rescue and mutual-aid capabilities, as well as disaster prevention and control methods. These initiatives aim to continuously enhance the safety awareness of all staff and their capability in responding to emergencies, foster a strong corporate safety culture, and create a positive atmosphere where everyone values safety, everything is done safely, and safety is always kept in mind, so as to lay a solid ideological foundation and build consensus for safe production throughout the year.

Photo: Laboratory Safety Signs

- ***Fire Safety Inspections***

  The Company entrusts a professional fire safety maintenance entity to conduct monthly maintenance, upkeep and inspection of fire-fighting facilities. The scope covers critical facilities such as automatic fire alarm systems, automatic sprinkler systems, fire emergency lighting and evacuation indicator systems, fire alarm and emergency broadcast systems, fire extinguishers, among others. After completing on-site inspections, the maintenance entity fills in monthly inspection reports in accordance with regulations and uploads them to the Shanghai Fire Technical Service System, ensuring all fire-fighting facilities are intact and effective, and that fire safety management is fully compliant and controllable throughout the process.

  Laboratory Safety Training & Fire Drill

  On April 25, 2025, the Company carefully organized a special laboratory safety training and fire drill activity, with a total of 43 employees participating. The event focused on three core themes: laboratory safety emergency plans, introduction to fire-fighting facilities, and fire escape drills, integrating both theoretical instruction and practical operation.

  At the training session, professional personnel elaborated on the emergency response procedures corresponding to various potential safety hazards in the laboratory, explained key nodes of the emergency plan, and clarified the responsibilities and operating specifications of employees during emergency response. Afterwards, they introduced and demonstrated the types, installation locations and operation methods of commonly used on-site fire-fighting facilities one by one, providing hands-on guidance to ensure every employee masters basic operating skills.

  Following the theoretical session, all participating employees carried out a fire escape drill, simulating evacuation routes, escape postures and assembly counting procedures in a fire scenario. This enabled employees to proficiently master escape skills through practical experience and strengthen their emergency response capabilities.

Photo: Site of Laboratory Safety Training

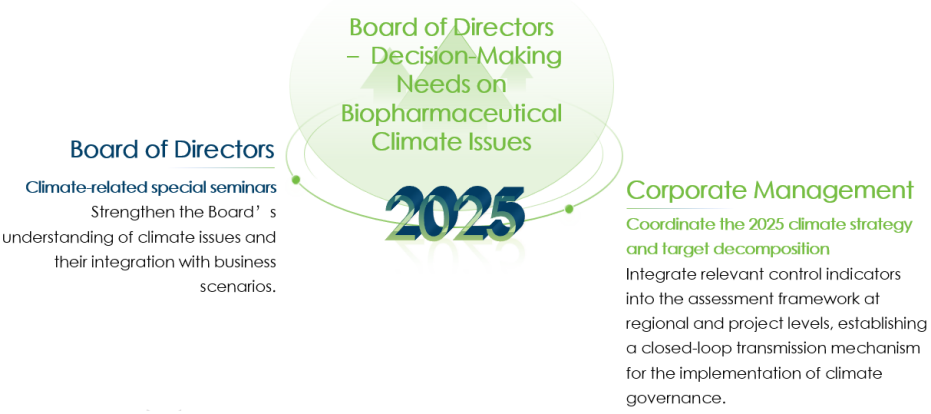
4. Addressing Climate Change

Climate change represents a major global challenge. It not only affects the stability of natural ecosystems but also imposes significant constraints on the sustainable economic and social development of humanity. As such, achieving carbon neutrality has become a shared global consensus.

As a biopharmaceutical enterprise committed to green R&D and low-carbon production, ImmuneOnco actively assesses the opportunities and potential risks brought by climate change to pharmaceutical research and development, manufacturing, and supply chain operations. In response to China's 2060 carbon neutrality strategic goal, the Company integrates climate response measures into the full lifecycle of drug development, raw material procurement, production, and laboratory operations. Meanwhile, the Company leverages its own resources and those of its industrial chain partners to share climate action practices in the biopharmaceutical industry, promote multi-stakeholder collaboration, and strengthen the foundation for climate-resilient development in the pharmaceutical sector.

- ***Climate Governance***

  ImmuneOnco's management of climate-related risks and opportunities starts with top-level alignment within its governance structure. At the board level, the Company has defined the board's responsibilities for identifying, evaluating, and overseeing climate-related issues, which will be included in the board's regular agenda in the future.



To meet the decision-making needs on climate-related issues in the biopharmaceutical industry, the Board of Directors adopted special climate-related seminars in 2025 to strengthen the alignment of understanding among decision-makers on climate issues and business scenarios. At the management level, the core management team took the lead in coordinating the formulation of the 2025 climate strategy and the decomposition of targets. Meanwhile, the management incorporated relevant management indicators into the performance assessment dimensions at the regional and project levels, establishing a closed-loop transmission mechanism for the implementation of climate governance.

- ***Climate Adaptation Strategies***

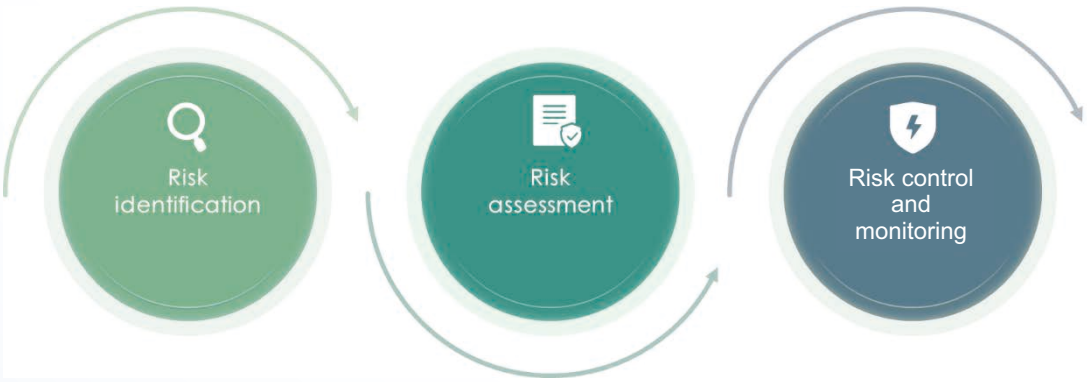
  The Company continuously strengthens the assessment and management mechanisms for climate-related risks and adaptation strategies, ensuring that its strategic objectives are consistent with the direction of sustainable development. By enhancing its response and adaptation to climate change, the Company further improves its environmental accountability and builds competitive advantages in the market.

  In 2025, based on its own business characteristics, combined with internal and external factors including global climate change trends and evolving domestic and foreign laws and regulations, ImmuneOnco proactively identified and addressed the potential risks and opportunities that climate change may bring to the Group's business operations. The Company referred to the Hong Kong Stock Exchange Guidance on Climate-related Disclosures under the Environmental, Social and Governance Reporting Framework and the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD). Considering industry characteristics, we first conducted a phased review of the impacts arising from climate change.

Short Term (1 – 2 Years)	Focus on addressing disruptions caused by extreme weather events (e.g., heavy rainfall, persistent high temperatures) to the storage stability of laboratory samples and reagents, as well as the logistics timeliness of the production supply chain, to ensure continuity and safety in R&D experiments and production processes.
Medium Term (3 – 5 Years)	Address fluctuations in green procurement costs for raw and auxiliary materials arising from the low-carbon transition in the biopharmaceutical industry, along with the need to upgrade laboratory and production facilities in response to evolving green R&D and production standards, while simultaneously optimizing the low-carbon adaptability of R&D and production processes.

- ***Climate Risk Management***

  In developing a full-process climate risk management system, the Company has established a progressive, tiered risk management framework centered on the entire business chain of R&D, production, and supply chain.



Risk identification. ImmuneOnco systematically identifies climate-related risks across the full business cycle, including R&D project initiation, laboratory operations, manufacturing, and supply chain storage and transportation: During the R&D phase, the Company assesses laboratory climate adaptability and focuses on the impact of extreme temperatures on precision laboratory equipment and sample safety. During the production phase, the Company guards against disruptions to continuous operations caused by extreme weather. During the supply chain phase, the Company monitors interference with raw material logistics and storage safety due to extreme weather, while dynamically tracking business risk exposure in high-risk regions.

Risk assessment. The Company has established a climate risk grading mechanism based on the severity and likelihood of impact on R&D progress, production continuity, and supply chain stability. For instance, logistics disruptions caused by extreme weather in major raw material supply areas are classified as high-risk, while indirect impacts of seasonal low temperatures on laboratory equipment are categorized as medium-risk.

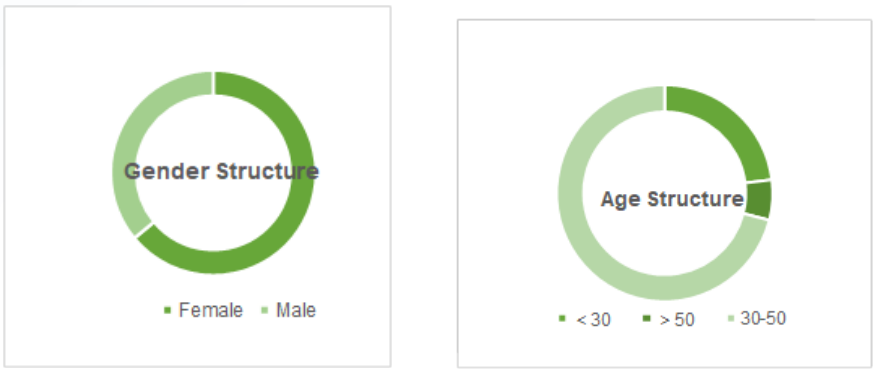
Risk control and monitoring. For high-level climate risks, the Company has implemented dedicated control measures and emergency response plans: redundant operation of temperature control equipment in laboratories and warehouses during high temperatures; enhanced moisture protection and emergency transfer of raw materials during extreme rainfall. The Company regularly updates its risk management register to achieve precise, closed-loop management of climate risks.

IV. EMPOWERING EMPLOYEES

Human resources are the critical foundation and core asset of ImmuneOnco's growth and development. The Company firmly believes that employee growth and corporate development are closely aligned and inseparable. It has always taken talent development, incentives and career progression as the core of human resource management, fully implemented talent policies, and made every effort to attract outstanding talents and retain core talents.

The Company continuously improves the working environment and builds a diversified development platform to create a working experience with both sense of belonging and growth opportunities for employees, helping them realize their potential and achieve self-value. Meanwhile, the Company maintains open and efficient communication channels, including the employee hotline, compliance hotline, and general manager's mailbox, to encourage employees to voice their opinions and suggestions. Through two-way communication, the Company listens to employee needs and builds synergy for mutual development.

As of the end of the Reporting Period, ImmuneOnco had a total of 202 employees, among whom 130 were female employees, accounting for 64%, and 72 were male employees, accounting for 36%. The Company has built a high-quality talent team, including 16 employees with doctoral degrees, 63 with master's degrees, and 152 research and development personnel.



1. Equality and Diversity

The Company strictly complies with national labor laws and regulations, including the Labor Law of the People's Republic of China, the Labor Contract Law of the People's Republic of China, the Regulations on Work-Related Injury Insurance, and the Provisions on Prohibiting the Use of Child Labor, ensuring that all human resources decisions and practices are legal and compliant. Meanwhile, the Company has formulated and fully implemented internal policies such as the Employee Handbook, Welfare System, Performance Appraisal Management Measures, and Salary and Remuneration Management System. These policies cover the entire process of employee onboarding, daily management, performance appraisal, and welfare protection, and safeguard the legitimate rights and interests of employees in an all-round way.

The Company always takes equal employment and compliant operation as core principles, integrating them into every link of the employment process, fulfilling corporate responsibilities, and consolidating a solid foundation of human resources compliance for the sustainable development of the Company.

The Company mainly conducts social recruitment and strictly abides by anti-discrimination provisions, without imposing unreasonable restrictions such as age and gender. It takes the legal working age stipulated by national laws as the basic employment threshold, effectively guaranteeing the right to fair competition for all qualified job applicants.

Regarding the employment of employees with disabilities, although the Company has not yet recruited employees with disabilities, it has always strictly complied with national and local policies on the employment of persons with disabilities and paid the full amount of the Employment Security Fund for Persons with Disabilities in accordance with regulations. With practical actions, the Company fulfils its social responsibilities and supports the steady development of the cause for persons with disabilities.

2. Talent Attraction and Retention

In 2025, the Company focused on continuously optimizing recruitment and turnover management. While improving recruitment efficiency, the Company attached importance to the quality of talent retention, striving to build a stable and efficient talent team and consolidate the talent foundation for the Company's innovative development.

In terms of recruitment process optimization, the Company focused on addressing pain points in traditional recruitment, such as long waiting periods for candidates and insufficient screening accuracy and standardized the entire recruitment process. The Company prioritized online interviews and stipulated that interviews would be limited to no more than two rounds, minimizing waiting time for candidates, and simultaneously improving the recruitment experience and process efficiency.

In addition, to further enhance screening accuracy, the Company adopted a professional human resources system. Combined with the job requirements of the biotechnology industry, the Company established precise job profiles and competency models, effectively reducing the cumbersome manual screening process, significantly improving the accuracy and efficiency of talent selection, and achieving precise person-job matching, providing strong support for the Company to attract high-quality professional talents.

Photo: An Example of a Recruitment System

In 2025, the Company continued to strengthen compliance management throughout the entire labor contract signing process. In strict accordance with the Electronic Signature Law of the People's Republic of China and labor supervision requirements, the Company implemented electronic labor contract signing while ensuring full legality and compliance in the signing process, which simultaneously improved contracting efficiency. In addition, to enhance the protection of the Company's core information and prevent the risk of trade secret disclosure, confidentiality agreements are made a mandatory attachment to labor contracts, ensuring that all new employees confirm and sign such agreements, thereby achieving full coverage of confidentiality management.

In terms of resignation management, the Company has achieved a steady increase in talent retention rate through measures such as improving talent care and optimizing career development paths, with the overall turnover rate better than the industry average.

It is worth noting that through a series of human resource management optimizations, the accuracy of recruitment and screening has been significantly improved, and the continuous improvement of the new employee onboarding mechanism has effectively reduced talent development costs and further consolidated the stability of the talent team.

3. Employee Care

In 2025, the Company continued to deepen the development of employee well-being. It introduced and optimized a flexible attendance and clock-in policy for employees with long commutes, considering their actual commuting needs. Through thoughtful care, the Company enhanced employees' work-life experience and demonstrated its commitment to people-oriented care. In addition, the Company strictly complied with the Special Provisions on the Labor Protection of Female Employees and other relevant regulations, effectively safeguarding the statutory benefits of female employees. It lawfully protected their rights to marriage leave, maternity leave, breastfeeding leave and other leave entitlements. The Company implemented special protection for pregnant employees, reasonably adjusted their work arrangements, reduced workloads and increased rest time, comprehensively safeguarding female employees' career development, physical and mental health.

In terms of team building and general administration, the administrative department took overall responsibility, uniting team strength through professional planning, enriching employees' workplace life and fostering a positive working atmosphere. In 2025, the Company strengthened employee care initiatives, including:

Workplace Afternoon Tea

In daily operations, a variety of customized afternoon teas were provided to employees every Monday, Wednesday and Friday, adjusted according to seasons and solar terms, bringing warmth to the workplace.

Photo: Workplace Afternoon Tea

Holiday Activities

In 2025, the Company organized a total of 8 holiday and themed events, including Mother's Day, Mid-Autumn Festival, Dragon Boat Festival, and the Company's 10th Anniversary Celebration.

Photo: On-site photo of the Company's 10th anniversary celebration

Photo: On-site photo of the Mother's Day event

Photo: On-site photo of the Dragon Boat Festival

Photo: On-site photo of the Mid-Autumn Festival

Birthday Care

In 2025, the Company continued to provide birthday care for employees to enhance their sense of belonging and well-being. In the early morning of each employee's birthday, the Administration Department sent a birthday greeting email on time. At noon, colleagues dressed as the Company mascot presented birthday gifts, longevity noodles and fresh fruits to the birthday employees. Such thoughtful care conveys the Company's warmth and consolidates the foundation of people-oriented care.

Photo: Group photo of employees on their birthdays

Welcome Lunch for New Employees

To help new employees integrate quickly, the Company optimized the full-process care services for new employee onboarding. Upon receiving the onboarding notice, the Administration Department prepared all necessary office supplies for the new employee's workstation in advance, ensuring they could start working immediately on their first day. When new employees reported for duty, the reception staff provided warm reception and detailed introductions to the office environment. At noon, the Administration Department provided a rich and nutritious welcome lunch. Meanwhile, the Company's promotional video was played repeatedly in the meeting room to help new employees quickly understand the corporate culture, development history and team profile, laying a solid foundation for talent integration.

Special Weather Care

During high-temperature periods, the Company focused on employees' physical and mental health and launched heatstroke prevention benefits. Free cooling food such as ice cream was provided to all employees to effectively alleviate discomfort caused by hot weather. This thoughtful care strengthens employee health protection and conveys the Company's humanistic care and consideration for its staff.

Photo: Ice cream provided by the Company

Provision of Fitness Facilities

The Company attaches great importance to employees' physical and mental health and continuously builds a healthy and vibrant office environment. The Company has thoughtfully equipped office and rest areas with fitness facilities including table tennis tables and treadmills. Employees can engage in table tennis or running exercises at any time amid busy work, effectively relieving work pressure and maintaining physical and mental vitality.

4. Remuneration and Benefits

In terms of remuneration management, ImmuneOnco strictly abides by relevant national laws and regulations, adheres to the principles of internal and external equity, individual fairness and salary confidentiality. The Company has formulated two core systems: the Remuneration Management System and the Performance Appraisal Management Measures and continuously optimizes and dynamically adjusts the salary structure to ensure the compliance of the remuneration system.

The employee salary structure is diversified and aligned with job value, including basic salary, variable salary, allowances and subsidies, overtime compensation and incentive mechanisms. Variable salary is linked to individual job performance, which not only encourages employees to actively focus on corporate development but also effectively motivates the entire team, facilitating the coordinated growth of the Company and its employees.

In terms of welfare protection, the Company strictly complies with regulatory requirements and pays in full the five social insurances for all employees, including endowment insurance, medical insurance, unemployment insurance, work-related injury insurance and maternity insurance. Meanwhile, the Company timely and fully contributes to the housing provident fund, establishing a solid basic guarantee for employees' daily lives.

In safeguarding leave entitlements, the Company not only protects employees' right to statutory holidays in accordance with the law, but also provides a variety of paid leave based on the actual needs of employees at different life stages, including annual leave, marriage leave, bereavement leave, maternity leave, breastfeeding leave and work-related injury leave, fully balancing employees' work and personal needs and demonstrating people-oriented care.

In addition, the Company has built a distinctive welfare system that is both caring and practical: it purchases additional commercial insurance such as accident insurance for employees to further enhance the scope of protection; provides special subsidies including meal allowance, travel allowance, transportation allowance and high-temperature allowance to ease employees' daily expenditure pressure; distributes holiday gifts during festivals, regularly holds birthday parties for employees, organizes annual physical examinations and various team-building activities, sets up wellness tea breaks, and offers care and condolences to sick employees, comprehensively enhancing employees' sense of belonging and well-being.

In 2025, focusing on employee well-being and rights protection, the Company continued to upgrade its welfare system and formally adopted the Supplementary Accident Medical Insurance Plan for Employees during the year. The plan further expands coverage and improves protection levels, effectively strengthens welfare support for employees, and lays a solid foundation for talent retention and the long-term development of the Company.

5. Employee Promotion

In 2025, the Company continued to deepen its mature existing system, with fairness, objectivity and science as core principles, building a clear career development path for employees to support talent retention, capability improvement and sustainable corporate development.

To ensure the standardization and rationality of the promotion system, the Company strictly implements the Performance Appraisal Management Measures and continuously optimizes the appraisal process in practice. This performance management mechanism not only provides a solid assessment basis for employee promotion, but also effectively promotes the layered decomposition and implementation of business plans, laying a foundation for the continuous improvement of corporate performance.

During the year, the Company launched a pilot promotion reform, with core requirements implemented throughout the entire promotion process: First, clarify the promotion timeline for new employees, focusing on the cultivation of basic capabilities and assessment of job suitability to ensure the competence of promoted employees. Second, strengthen performance orientation, giving priority to employees with outstanding annual performance in promotion selection, highlighting the core value of job contribution and work performance. Third, adhere to diversified evaluation, combining high-potential assessment results and written recommendations in promotion decisions to comprehensively consider employees' professionalism, development potential and job matching, ensuring the selection of outstanding talents with both capability and potential.

6. Employee Training

Upholding the core values of "Talent First, Knowledge First, Technology First, Quality First", ImmuneOnco regards talent development as a cornerstone of corporate growth and continuously improves a systematic talent training system to broaden diversified career development paths for employees. Relying on multi-channel and multi-level talent training programs, the Company continuously enhances the development of a professional and echeloned talent team. For employees at different levels and positions, including new recruits, frontline business staff, high-potential talents, technical experts, new managers and core management cadres, the Company accurately designs and implements customized training courses to empower employees at all levels to improve professional skills and comprehensive capabilities.

Leadership Training

In 2025, the Human Resources Department collaborated with the Chief Medical Officer (CMO) to provide targeted empowerment for the Clinical Operations team. A Clinical Operations Leadership Workshop was organized and held on November 2. The workshop delivered a systematic explanation of the competency model and developed a tailored communication model suitable for ImmuneOnco. Meanwhile, practical exercises were conducted based on Tangible Leadership, which effectively improved participants' practical capabilities in key scenarios such as conflict management, cross-level communication, and workplace expression.

Photo: A poster and on-site photos of the leadership training session

Learning Sharing Session

In December 2025, following the recommendation of the CMO, the Human Resources Department joined hands with the PMO to establish a learning and sharing session mechanism. After conducting extensive research, the team formulated the sharing plan, clarified the mechanism and the list of speakers, and successfully held the first learning and sharing session on December 23. The event aimed to enhance communication and mutual understanding among departments, strengthen team cohesion, and further promote compliance management, knowledge inheritance, and overall professional competence, thereby supporting the efficient progress of clinical projects.

Photo: Poster and schematic diagram of the Learning and Sharing Session

V. PUBLIC WELFARE FIRST

1. Social Public Welfare

In pursuing social public welfare and fulfilling corporate social responsibility, ImmuneOnco has always adhered to the original aspiration of Public Welfare First and carried out diverse public welfare initiatives.

Care for Stray Animals

In the fields of social care and animal protection, the Company transformed discarded foam boxes into shelters for stray cats. This practice integrates corporate social responsibility, environmental protection, and animal welfare. It not only achieves resource reuse of discarded foam boxes while upholding low-carbon development principles, but also safeguards the living rights of stray cats in a scientific manner. Through such concrete practices of circular economy and care for life, the Company demonstrates its multiple commitments to animal protection, ecological conservation, and community harmony.

Photo: A Stray Cat's Shelter Transformed from an Abandoned Foam Box

Garbage Clean-up Activities

In terms of environmental protection and community responsibility, the administrative team launched the "Oasis Plan" environmental improvement initiative. Employees actively participated in community garbage clean-up activities, regularly cleaning up all types of waste in various corners of the community to help improve the community's environmental quality. Such activities have effectively reduced environmental pollution caused by waste, raised community residents' awareness of environmental protection, and contributed to building a green and clean community environment. A new model of community environmental governance has been established, featuring corporate leadership and public participation.

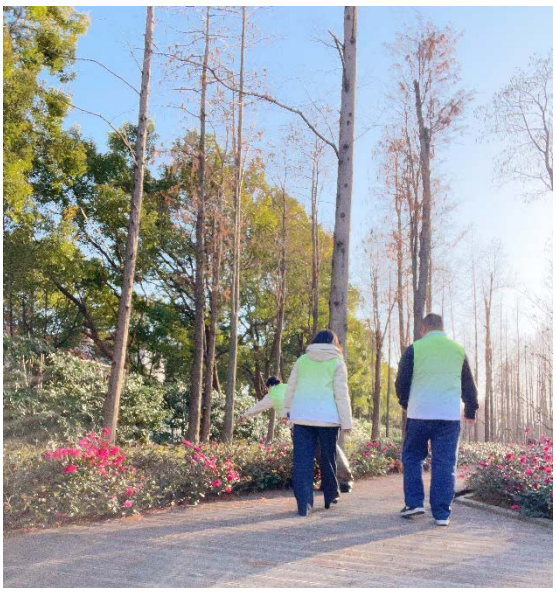


Photo: Employees Volunteering for Community Garbage Clean-Up

Bird Conservation Initiative

In the field of ecological and biodiversity protection, the Company upholds the concept of harmonious coexistence between humans and nature and protects wildlife through concrete actions. The Company installed bird feeders around its Zhangjiang headquarters office building and regularly provides bird food. These thoughtful and practical efforts help protect the living space of birds and support the building of a harmonious and eco-friendly environment.

Photo: Hung Bird Feeders

Christmas Charity Event

In terms of social care, the Company has always cared about frontline workers and delivered warmth in winter.

On Christmas Day, the Company presented warm apples to delivery riders, cleaners, couriers and other frontline workers working outdoors in the cold weather. This kind gesture conveyed festive care, paid tribute to their hard work in ordinary positions, and spread positive social energy of warmth and kindness.

Photo: Company Presenting Christmas Apples to Frontline Workers

2. Communication for Innovation

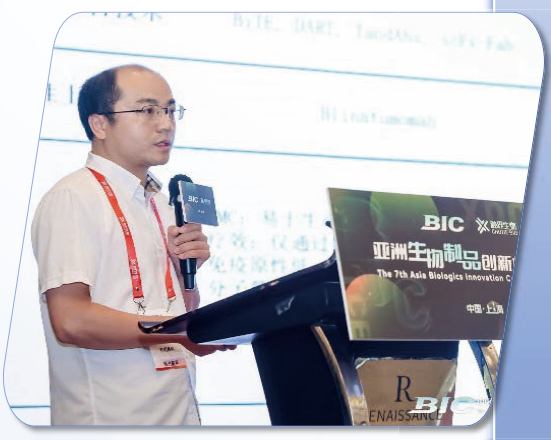
In 2025, ImmuneOnco achieved fruitful results in academic dissemination and scientific research contribution. Clinical data from the Company's core pipeline were presented at four top global academic conferences in 2025:American Society of Clinical Oncology (ASCO 2025), World Conference on Lung Cancer (WCLC 2025), American College of Rheumatology Convergence (ACR Convergence 2025), and American Society of Hematology (ASH 2025). These presentations included updated clinical data and milestone achievements of core products such as IMM01, IMM0306, and IMM2510.The publication of these results provided valuable research evidence for global scientific research and clinical practice in oncology and autoimmune diseases, advancing R&D innovation and clinical progress in the biopharmaceutical industry.

Academic Influence

Conference Presentations

Conference	Title	Date
2025 American Society of Clinical Oncology (ASCO)	• Updated efficacy and safety results from the phase 2 study of timdarpacept in combination with tislelizumab in patients with classical Hodgkin Lymphoma for whom prior anti–PD-1 therapy failed • Updated Results of a Phase 2 Study: Timdarpacept (IMM01) Combined with Azacitidine (AZA) As the First-Line Treatment in Adults with Chronic Myelomonocytic Leukemia (CMML) • IMM2510, an anti-PD-L1/VEGF bispecific antibody fusion protein, in patients with R/R Soft Tissue Sarcoma (STS): A phase Ib dose expansion study • Phase II Safety and Preliminary Efficacy of Amulirafusp Alfa (IMM0306) in Combination with Lenalidomide in Patients with Relapsed/Refractory CD20-positive Follicular Lymphoma	Jun 2025
2025 World Conference on Lung Cancer (WCLC)	• IMM2510, an Anti-PD-L1/VEGF Bispecific Antibody Fusion Protein for Advanced IO-treated SQ-NSCLC: A Phase I Study	Sep 2025
2025 American College of Rheumatology (ACR) Convergence	• IMC-002 (IMM0306), a First-in-Class Bi-specific Fusion Protein, Demonstrates Improvements in Systemic Lupus Erythematosus (SLE) Disease Activity Measures and Biomarkers in Patients with Moderate to Severe Active SLE in the Open-label Phase 1b/2 Study (IMC-002(IMM0306)	Oct 2025
2025 American Society of Hematology (ASH)	• Phase I/II Study Evaluating the Safety and Preliminary Efficacy of Amulirafusp Alfa (IMM0306) in Combination with Lenalidomide in Patients with Relapsed/Refractory CD20-Positive Follicular Lymphoma	Dec 2025

In terms of knowledge sharing and collaborative industrial development, ImmuneOnco maintained a proactive and open attitude and deeply participated in various key industry events. Through extensive exchanges with peers, the Company continuously absorbed advanced experience, achieved complementary advantages, and effectively promoted its own sustainable progress and innovative development. The Company has been invited to speak on many occasions, actively sharing constructive medical knowledge, committed to improving the popularization of medical knowledge, and contributing to the enhancement of public health literacy.



Academic Exchange at the Asian Biologics Innovation Summit

On September 4, 2025, the Company participated in the 7th Asian Biologics Innovation Summit (BIC2025) held in Shanghai, where it delivered a presentation under the theme “Case Studies on the Pre-design, Optimization, Evaluation, and Development of Bispecific/Multispecific Antibodies.” During the data interpretation session, its clinical achievements garnered significant attention and received industry recognition.

Academic Exchange at the Pharmaceutical Innovation Industry Annual Conference

On October 17, 2025, the Company participated in the 5th Pharmaceutical Innovation Industry Annual Conference 2025 held in Shanghai, where it delivered a presentation under the theme “Early-stage Design, Optimization, Development, and Case Studies of Bispecific and Multispecific Antibodies”.

APPENDIX

Content Index to the Environmental, Social and Governance Reporting Guide

Aspect	Description	Location
A. Environment		
Aspect A1: Emissions		
General disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to air emissions, discharges into water and land, and generation of hazardous and non-hazardous waste.	Green Development
A1.1	The types of emissions and respective emissions data.	Statistical table
A1.2	Direct (Scope 1) and energy indirect (Scope 2) greenhouse gas emissions (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility).	Statistical table
A1.3	Total hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility).	Statistical table
A1.4	Total non-hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility).	Statistical table
A1.5	Description of emissions target(s) set, and steps taken to achieve them.	Green Development
A1.6	Description of how hazardous and non-hazardous wastes are handled, and a description of reduction target(s) set, and steps taken to achieve them.	Green Development
Aspect A2: Use of Resources		
General Disclosure	Policies on the efficient use of resources, including energy, water and other raw materials.	Green Development
A2.1	Direct and/or indirect energy consumption by type (e.g. electricity, gas or oil) in total (kWh in '000s) and intensity (e.g. per unit of production volume, per facility).	Statistical table
A2.2	Water consumption in total and intensity (e.g. per unit of production. volume, per facility).	Statistical table
A2.3	Description of energy use efficiency target(s) set, and steps taken to achieve them.	Green Development
A2.4	Description of whether there is any issue in sourcing water that is fit for purpose, water efficiency target(s) set, and steps taken to achieve them.	Green Development
A2.5	Total packaging material used for finished products (in tonnes) and, if applicable, with reference to per unit produced.	Statistical table

Aspect	Description	Location
Aspect A3: The Environmental and Natural Resources		
General Disclosure	Policies on identification and mitigation of significant climate-related issues which have impacted, and those which may impact, the issuer.	Green Development
A3.1	Policies on identification and mitigation of significant climate-related issues which have impacted, and those which may impact, the issuer.	Green Development
Aspect A4: Climate Change		
General Disclosure	Policies on identification and mitigation of significant climate-related issues which have impacted, and those which may impact, the issuer.	Green Development
A4.1	Description of the significant climate-related issues which have impacted, and those which may impact, the issuer, and the actions taken to manage them.	Green Development
B. Social		
Aspect B1: Employment		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, antidiscrimination, and other benefits and welfare.	Empowering Employees
B1.1	Total workforce by gender, employment type (for example, full-time or part-time), age group and geographical region.	Statistical table
B1.2	Employee turnover rate by gender, age group and geographical region.	Statistical table
Aspect B2: Health and Safety		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to providing a safe working environment and protecting employees from occupational hazards.	Empowering Employees
B2.1	Number and rate of work-related fatalities occurred in each of the past three years including the reporting year.	Empowering Employees
B2.2	Lost days due to work injury.	Statistical table
B2.3	Description of occupational health and safety measures adopted, and how they are implemented and monitored.	Empowering Employees

Aspect	Description	Location
Aspect B3: Development and Training		
General Disclosure	Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities.	Empowering Employees
B3.1	The percentage of employees trained by gender and employee category (e.g. senior management, middle management).	Statistical table
B3.2	The average training hours completed per employee by gender and employee category.	Statistical table
Aspect B4: Labor Standards		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to preventing children and forced labor.	Empowering Employees
B4.1	Description of measures to review employment practices to avoid child and forced labor.	Empowering Employees
B4.2	Description of steps taken to eliminate such practices when discovered.	Empowering Employees
Aspect B5: Supply Chain Management		
General Disclosure	Policies on managing environmental and social risks of the supply chain.	Innovative Operation
B5.1	Number of suppliers by geographical region.	Statistical table
B5.2	Description of practices relating to engaging suppliers, number of suppliers where the practices are being implemented, and how they are implemented and monitored.	Innovative Operation
B5.3	Description of practices used to identify environmental and social risks along the supply chain, and how they are implemented and monitored.	Innovative Operation
B5.4	Description of practices used to promote environmentally preferable products and services when selecting suppliers, and how they are implemented and monitored.	Innovative Operation

Aspect	Description	Location
Aspect B6: Product Responsibility		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to health and safety, advertising, labelling and privacy matters relating to products and services provided and methods of redress.	Innovative Operation
B6.1	Percentage of total products sold or shipped subject to recalls for safety and health reasons.	Statistical table
B6.2	Number of products and service-related complaints received and how they are dealt with.	Innovative Operation
B6.3	Description of practices relating to observing and protecting intellectual property rights.	Innovative Operation
B6.4	Description of quality assurance process and recall procedures.	Innovative Operation
B6.5	Description of consumer data protection and privacy policies, and how they are implemented and monitored.	Innovative Operation
Aspect B7: Anti-corruption		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to bribery, extortion, fraud and money laundering.	Sustainable Development Management
B7.1	Number of concluded legal cases regarding corrupt practices brought against the issuer or its employees during the Reporting Period and the outcomes of the cases.	Sustainable Development Management
B7.2	Description of preventive measures and whistle-blowing procedures, and how they are implemented and monitored.	Sustainable Development Management
B7.3	Description of anti-corruption training provided to directors and staff.	Sustainable Development Management
Aspect B8: Community Investment		
General Disclosure	Policies on community engagement to understand the needs of the communities where the issuer operates and to ensure its activities take into consideration the communities' interests.	Public Welfare First
B8.1	Focus areas of contribution (e.g. education, environmental concerns, labor needs, health, culture, sport).	Public Welfare First
B8.2	Resources contributed (e.g. money or time) to the focus area.	Public Welfare First

Statistical Table

Indicator	2025	2024
Emissions		
Total GHG Emissions (tCO_2e)	2,108.69	2,126.78
Direct GHG Emissions (Scope 1)	0.07	1.91
Indirect GHG Emissions (Scope 2)	1,675.19	2,124.87
Other Indirect GHG Emissions (Scope 3)[1]	433.43	/
GHG emissions per capita (tonnes/employee)	10.44	14.27
Total exhaust emissions (kg)	28.53	31.07
Total exhaust emissions per capita (kg/ employee)	0.14	0.21
Total hazardous waste emissions (tonnes)[2]	10.78	8.24
Hazardous waste emissions per capita (tonnes/employee)	0.05	0.05
Total non-hazardous waste emissions (tonnes)	7.10	7.23
Non-hazardous waste emissions per capita (tonnes/employee)	0.04	0.05
Water consumption		
Water consumption (tonnes)	4,078	5,032
Water consumption per capita (tonnes/employee)	20.19	33.77
Energy consumption		
Total energy consumption (kWh in '000s)	3,157.44	3,521.37
Gas and oil	0.27	6.99
Electricity	3,157.17	3,514.38
Energy consumption per capita (kWh in '000s/per)	15.63	23.63
Packaging material		
Total packaging material used for finished products (tonnes)	N/A	N/A
Employee		
Total workforce	202	149

1 In accordance with relevant disclosure standards, Scope 3 GHG emissions were included in required disclosures from 2025.
2 The upward movement in data results from normal volatilities in business metrics.

Indicator	2025	2024
By gender		
Female	130	88
Male	72	61
By employment type		
Full-time	201	149
Part-time	1	0
By age		
<30	46	29
30–50	144	108
>50	12	12
By geographical region		
China	200	146
Overseas	2	3
By employee category		
Senior management	14	8
Middle management	80	69
Ordinary staff	108	72
Employee turnover rate		
Total	9%	12%
By gender		
Female	8%	9%
Male	11%	14%

Indicator	2025	2024
By age		
<30	8%	14%
30–50	9%	12%
>50	14%	8%
By geographical region		
China	9%	11%
Overseas	0%	33%
Lost days due to work injury	0	0
Lost days due to work injury per capita	0	0
Percentage of employees trained		
By gender		
Female	100%	100%
Male	100%	100%
By employee category		
Senior management	100%	100%
Middle management	100%	100%
Ordinary staff	100%	100%
Average number of hours of training completed per employee		
By gender		
Female	39.31	20.40
Male	25.61	20.30
By employee category		
Senior management	19.08	11.30
Middle management	48.27	18.13
Ordinary staff	33.35	23.68

Indicator	2025	2024
Number of suppliers by region		
Eastern China	349	336
Southern China	38	30
Central China	30	24
North China	70	78
Northwest China	8	6
Southwest China	20	11
Northeastern China	12	5
Overseas	11	16
Percentage of total products sold or shipped that are subject to recall for safety and health reasons	0	0
Number of cases of embezzlement proceedings against companies or employees of companies that have been concluded	0	0

Deloitte. 德勤

TO THE SHAREHOLDERS OF IMMUNEONCO BIOPHARMACEUTICALS (SHANGHAI) INC.

(incorporated in the People's Republic of China with limited liability)

OPINION

We have audited the consolidated financial statements of ImmuneOnco Biopharmaceuticals (Shanghai) Inc. (the "**Company**") and its subsidiaries (collectively referred to as the "**Group**") set out on pages 136 to 184, which comprise the consolidated statement of financial position as at December 31, 2025, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at December 31, 2025, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("**IASB**") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("**HKSAs**") issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the HKICPA's Code of Ethics for Professional Accountants (the "**Code**") as applicable to audits of financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTER

Key audit matter is the matter that, in our professional judgment, was of most significance in our audit of the consolidated financial statements of the current period. This matter was addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

Key Audit Matter	How our audit addressed the key audit matter
Cut-off of the outsourcing service fees included in research and development expenses The Group incurred research and development ("**R&D**") expenses of RMB322.3 million during the year ended December 31, 2025. The Group engaged outsourced service providers including contract research organizations, contract development and manufacturing organizations, principal investigators and other service provides (collectively referred to as the "**Outsourced Service Providers**") for its R&D activities. Recording of outsourcing service fees to the appropriate financial reporting period and the corresponding accruals at the end of the reporting period are based on the progress of these R&D projects. As disclosed in Note 4 to the consolidated financial statements, the management of the Group applies estimate in measurement of the progress of the R&D projects. Outsourcing service fees of RMB15.7 million were accrued at December 31, 2025 as set out in Note 24 to the consolidated financial statements. We identified the cut-off of outsourcing service fees as a key audit matter due to its significant amount and the risk of not recording outsourcing service fees incurred for services provided by Outsourced Service Providers in the appropriate financial reporting period.	Our procedures performed on the cut-off of the outsourcing service fees included: • Obtaining an understanding of key controls in relation to the cut-off of the outsourcing service fees and evaluating the design and implementation and operating effectiveness of these controls; • For the service fees incurred to the Outsourced Service Providers by December 31, 2025, performing test of details, on a sample basis, by: (1) checking the respective contract terms and/or milestones of the relevant agreements and the progress reported by the representatives of the relevant Outsourced Service Providers; (2) sending confirmation to Outsourced Service Providers to confirm the progress of the outsourcing services provided for the year ended December 31, 2025; and (3) checking the invoices and subsequent payment to Outsourced Service Providers to evaluate the adequacy of the outsourcing service fees accrual at the year end.

OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF DIRECTORS AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards as issued by the IASB and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Jacky Wong Suk Hung.

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong

March 25, 2026

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year Ended December 31, 2025

	NOTES	Year ended December 31, 2025 RMB'000	2024 RMB'000
Revenue	5	**154,294**	74,149
Cost of sales		**(1,110)**	—
Gross profit		**153,184**	74,149
Other income	7	**16,655**	11,763
Other gains and losses, net	8	**(7,575)**	(11,474)
Research and development expenses		**(322,275)**	(322,759)
Administrative expenses		**(53,944)**	(64,820)
Finance costs	9	**(5,304)**	(3,449)
Loss before tax	10	**(219,259)**	(316,590)
Income tax expense	11	**(29)**	—
Loss for the year		**(219,288)**	(316,590)
Other comprehensive income (expense)			
Item that may be reclassified subsequently to profit or loss:			
Exchange differences arising on translation of foreign operations		**79**	(10)
Total comprehensive expense for the year		**(219,209)**	(316,600)
Loss for the year attributable to:			
Owners of the Company		**(218,580)**	(315,855)
Non-controlling interests		**(708)**	(735)
		(219,288)	(316,590)
Total comprehensive expense for the year attributable to:			
Owners of the Company		**(218,501)**	(315,865)
Non-controlling interests		**(708)**	(735)
		(219,209)	(316,600)
Loss per share			
— Basic and diluted (RMB yuan)	13	**(0.53)**	(0.84)

Consolidated Statement of Financial Position

At December 31, 2025

	NOTES	As at December 31, 2025 RMB'000	2024 RMB'000
Non-current assets			
Property and equipment	15	**20,249**	27,646
Right-of-use assets	16	**13,277**	20,065
Other non-current assets	17	**8,172**	6,347
		41,698	54,058
Current assets			
Trade receivables	18	**1**	16
Prepayments and other receivables	19	**40,677**	35,604
Financial assets at fair value through profit or loss ("**FVTPL**")	20	**296,460**	274,521
Term deposit with original maturity over three months	21	**40,000**	—
Cash and cash equivalents	22	**679,564**	477,601
		1,056,702	787,742
Assets classified as held for sale	23	**—**	80,196
		1,056,702	867,938
Current liabilities			
Trade and other payables	24	**54,988**	74,431
Contract liabilities	25	**25,252**	32,900
Borrowings	26	**188,470**	100,890
Lease liabilities	27	**6,856**	6,421
		275,566	214,642
Net current assets		**781,136**	653,296
Total assets less current liabilities		**822,834**	707,354
Non-current liabilities			
Borrowings	26	**25,500**	14,500
Lease liabilities	27	**7,200**	14,549
		32,700	29,049
Net assets		**790,134**	678,305
Capital and reserves			
Share capital	28	**431,508**	407,308
Reserves		**359,929**	271,592
Equity attributable to owners of the Company		**791,437**	678,900
Non-controlling interests		**(1,303)**	(595)
Total equity		**790,134**	678,305

The consolidated financial statements on pages 136 to 184 were approved and authorised for issue by the board of directors on March 25, 2026 and are signed on its behalf by:

Tian Wenzhi
DIRECTOR

Li Song
DIRECTOR

Consolidated Statement of Changes in Equity

For the year Ended December 31, 2025

	Attributable to owners of the Company							
	Share capital RMB'000	Share premium RMB'000	Share-based payment reserve RMB'000	Translation reserve RMB'000	Accumulated losses RMB'000	Subtotal RMB'000	Non-controlling interests RMB'000	Total RMB'000
As at January 1, 2024	374,158	913,460	171,118	(104)	(710,345)	748,287	–	748,287
Loss for the year	–	–	–	–	(315,855)	(315,855)	(735)	(316,590)
Other comprehensive expense for the year	–	–	–	(10)	–	(10)	–	(10)
Total comprehensive expense for the year	–	–	–	(10)	(315,855)	(315,865)	(735)	(316,600)
Partial disposal of a subsidiary that does not lose control	–	–	–	–	–	–	140	140
Issuance of ordinary shares *(Note 28)*	33,150	182,791	–	–	–	215,941	–	215,941
Share issuance costs *(Note 28)*	–	(3,673)	–	–	–	(3,673)	–	(3,673)
Recognition of equity-settled share-based payments *(Note 29)*	–	–	34,210	–	–	34,210	–	34,210
As at December 31, 2024	407,308	1,092,578	205,328	(114)	(1,026,200)	678,900	(595)	678,305
Loss for the year	–	–	–	–	(218,580)	(218,580)	(708)	(219,288)
Other comprehensive income for the year	–	–	–	79	–	79	–	79
Total comprehensive expense for the year	–	–	–	79	(218,580)	(218,501)	(708)	(219,209)
Issuance of ordinary shares *(Note 28)*	24,200	296,154	–	–	–	320,354	–	320,354
Share issuance costs *(Note 28)*	–	(5,084)	–	–	–	(5,084)	–	(5,084)
Recognition of equity-settled share-based payments *(Note 29)*	–	–	15,768	–	–	15,768	–	15,768
As at December 31, 2025	431,508	1,383,648	221,096	(35)	(1,244,780)	791,437	(1,303)	790,134

Consolidated Statement of Cash Flows

For the year Ended December 31, 2025

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
OPERATING ACTIVITIES		
Loss for the year	**(219,288)**	(316,590)
Adjustments for:		
Gain from changes in fair value of financial assets at FVTPL	**(63)**	(14,151)
Depreciation of property and equipment	**8,327**	10,277
Depreciation of right-of-use assets	**6,283**	10,404
Impairment loss on property and equipment	**—**	27,398
Share-based payment expenses	**15,768**	34,210
Bank interest income	**(6,837)**	(6,376)
Finance costs	**5,304**	3,449
Net foreign exchange losses (gains)	**7,622**	(1,790)
Operating cash flow before movements in working capital	**(182,884)**	(253,169)
Decrease in trade receivables	**15**	23
Decrease in prepayments and other receivables	**8,944**	51,435
(Increase) decrease in other non-current assets	**(1,382)**	13,205
(Decrease) increase in trade and other payables	**(19,628)**	27,571
(Decrease) increase in contract liabilities	**(7,648)**	32,900
NET CASH USED IN OPERATING ACTIVITIES	**(202,583)**	(128,035)
INVESTING ACTIVITIES		
Bank interest received	**6,837**	7,285
Proceeds on disposal of held-for-sale assets	**66,179**	—
Purchase of property and equipment	**(1,313)**	(10,404)
Withdrawal of financial assets at FVTPL	**276,477**	221,885
Gains from withdrawal of financial assets at FVTPL	**—**	492
Purchase of financial assets at FVTPL	**(298,353)**	(223,662)
(Placement) withdrawal of term deposits with maturity dates over three months	**(40,000)**	42,496
Payments for rental deposits	**(97)**	(146)
NET CASH GENERATED FROM INVESTING ACTIVITIES	**9,730**	37,946
FINANCING ACTIVITIES		
Proceeds from issuance of new shares	**320,354**	215,941
Issue costs paid for issuance of new shares	**(4,871)**	(3,685)
Partial disposal of a subsidiary that does not lose control	**—**	140
Bank loans raised	**251,960**	175,780
Repayments of bank loans	**(153,380)**	(120,370)
Repayments of lease liabilities	**(6,400)**	(5,432)
Interest paid	**(5,304)**	(3,449)
NET CASH GENERATED FROM FINANCING ACTIVITIES	**402,359**	258,925
NET INCREASE IN CASH AND CASH EQUIVALENTS	**209,506**	168,836
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	**477,601**	306,983
Bank balances and cash upon transfer to assets classified as held for sale	**—**	(9)
Effect of foreign exchange rate changes	**(7,543)**	1,791
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	**679,564**	477,601

1. GENERAL INFORMATION

ImmuneOnco Biopharmaceuticals (Shanghai) Inc. (the "**Company**") was incorporated in the People's Republic of China (the "**PRC**") on June 18, 2015 as a limited liability company. On June 14, 2022, the Company was converted to a joint stock company with limited liability under the Company Law of the PRC. The Company's shares were listed on The Main Board of The Stock Exchange of Hong Kong Limited on September 5, 2023 (the "**Listing**"). The respective address of the registered office and the principal place of business of the Company is Unit 15, 1000 Zhangheng Road, China (Shanghai) Pilot Free Trade Zone, Pudong New Area, Shanghai, PRC.

The principal activities of the Company and its subsidiaries (the "**Group**") are the research and development of immuno-oncology therapies. Particulars and principal activities of the subsidiaries are disclosed in Note 35.

The consolidated financial statements are presented in Renminbi ("**RMB**"), which is also the functional currency of the Company.

2. APPLICATION OF NEW AND AMENDMENTS TO IFRS ACCOUNTING STANDARDS

Amendments to IFRS Accounting Standards that are mandatorily effective for the current year

In the current year, the Group has applied the following new and amendments to IFRS Accounting Standards issued by the International Accounting Standards Board (the "**IASB**"), for the first time, which are mandatorily effective for the Group's annual period beginning on January 1, 2025 for the preparation of the Group's consolidated financial statements:

Amendments to IAS 21	Lack of Exchangeability

The application of these amendments to IFRS Accounting Standards in the current year has had no material impact on the Group's financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

New and amendments to IFRS Accounting Standards in issue but not yet effective

The Group has not early applied the following amendments to IFRS Accounting Standards that have been issued but are not yet effective:

Amendments to IAS 21	Translation to a Hyperinflationary Presentation Currency[3]
Amendments to IFRS 9 and IFRS 7	Amendments to the Classification and Measurement of Financial Instruments[2]
Amendments to IFRS 9 and IFRS 7	Contracts Referencing Nature-dependent Electricity[2]
Amendments to IFRS 10 and IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[1]
Amendments to IFRS Accounting Standards	Annual Improvements to IFRS Accounting Standards — Volume 11[2]
IFRS 18	Presentation and Disclosure in Financial Statements[3]

1 Effective for annual periods beginning on or after a date to be determined.
2 Effective for annual periods beginning on or after January 1, 2026.
3 Effective for annual periods beginning on or after January 1, 2027.

Except for the IFRS 18 mentioned below, the directors of the Company anticipate that the application of these amendments to IFRS Accounting Standards will have no material impact on the Group's consolidated financial statements in the foreseeable future.

2. APPLICATION OF NEW AND AMENDMENTS TO IFRS ACCOUNTING STANDARDS *(Continued)*

New and amendments to IFRS Accounting Standards in issue but not yet effective *(Continued)*

IFRS 18 Presentation and Disclosure in Financial Statements

IFRS 18 *Presentation and Disclosure in Financial Statements*, which sets out requirements on presentation and disclosures in financial statements, will replace IAS 1 *Presentation of Financial Statements*. This new IFRS Accounting Standard, while carrying forward many of the requirements in IAS 1, introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss; provide disclosures on management-defined performance measures (MPMs) in the notes to the financial statements and improve aggregation and disaggregation of information to be disclosed in the financial statements. In addition, some IAS 1 paragraphs have been moved to IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors* (the title of which will be changed to *Basis of Preparation of Financial Statements* upon effective of IFRS 18) and IFRS 7. Minor amendments to IAS 7 *Statement of Cash Flows* and IAS 33 *Earnings per Share* are also made.

IFRS 18, and amendments to other standards, will be effective for annual periods beginning on or after January 1, 2027, with early application permitted. IFRS 18 requires retrospective application with specific transition provisions. The application of the new standard is not expected to have significant impact on the financial performance and position of the Company in terms of recognition and measurement. However, it is expected to affect the structure and presentation of the consolidated statement of profit or loss.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION

3.1 Basis of preparation of consolidated financial statements

The consolidated financial statements have been prepared in accordance with IFRS Accounting Standards as issued by IASB. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and by the Hong Kong Companies Ordinance.

The directors of the Company have, at the time of approving the consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the consolidated financial statements.

3.2 Material accounting policy information

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

***Basis of consolidation** (Continued)*

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of the subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Non-controlling interests in subsidiary are presented separately from the Group's equity therein, which represent present ownership interests entitling their holders to a proportionate share of net assets of the relevant subsidiary upon liquidation.

Non-current assets held for sale

Non-current assets (and disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

When the Group is committed to a sale plan involving loss of control of a subsidiary, all of the assets and liabilities of that subsidiary are classified as held for sale when the criteria described above are met, regardless of whether the Group will retain a non-controlling interest in the relevant subsidiary after the sale.

When the Group is committed to a sale plan involving disposal of an investment, or a portion of an investment, in an associate or joint venture, the investment or the portion of the investment that will be disposed of is classified as held for sale when the criteria described above are met, and the Group discontinues the use of the equity method in relation to the portion that is classified as held for sale from the time when the investment (or a portion of the investment) is classified as held for sale.

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

Revenue from contracts with customers

Information about the Group's accounting policies relating to contracts with customers is provided in Note 5.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

Leases

The Group assesses whether a contract is or contains a lease based on the definition under IFRS 16 at inception of the contract. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

The Group as a lessee

Allocation of consideration to components of a contract

For a contract that contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

Non-lease components are separated from lease component and are accounted for by applying other applicable standards.

Right-of-use assets

The cost of right-of-use assets includes:

- the amounts of the initial measurement of the lease liabilities;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the Group; and
- an estimate of costs to be incurred by the Group in dismantling and removing the underlying assets, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

Right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

The Group presents right-of-use assets as a separate line item on the consolidated statements of financial position.

Refundable rental deposits

Refundable rental deposits paid are accounted under IFRS 9 and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments and included in the cost of right-of-use assets.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

***Leases** (Continued)*

The Group as a lessee (Continued)

Lease liabilities

At the commencement date of a lease, the Group recognizes and measures the lease liability at the present value of lease payments that are unpaid at that date. In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. The incremental borrowing rate depends on the term, currency and start date of the lease and is determined based on a series of inputs including: the risk-free rate based on government bond rates; a country-specific risk adjustment; a credit risk adjustment based on bond yields; and an entity-specific adjustment whether the risk profile of the entity that enters into the lease is different to that of the Group and whether the lease benefit from a guarantee from the Group.

The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable.

After the commencement date, lease liabilities are adjusted by interest accretion and lease payments.

The Group remeasures lease liabilities and makes a corresponding adjustment to the related right-of-use assets whenever the lease term has changed, in which case the related lease liability is remeasured by discounting the revised lease payments using a revised discount rate at the date of reassessment.

The Group presents lease liabilities as a separate line item on the consolidated statements of financial position.

Lease modifications

The Group accounts for a lease modification as a separate lease if:

- the modification increases the scope of the lease by adding the right to use one or more underlying assets; and

- the consideration for the leases increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, the Group remeasures the lease liability based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group accounts for the remeasurement of lease liabilities by making corresponding adjustments to the relevant right-of-use assets. When the modified contract contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the modified contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

Foreign currencies

In preparing the financial statements of each individual group entity, transactions in currencies other than the functional currency of that entity (foreign currencies) are recognized at the rates of exchanges prevailing on the dates of the transactions. At the end of the reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

Exchange differences arising on the settlement of monetary items, and on the retranslation of monetary items, are recognized in profit or loss in the period in which they arise.

For the purposes of presenting the consolidated financial statements, the assets and liabilities of the Group's operations are translated into the presentation currency of the Group (i.e. RMB) using exchange rates prevailing at the end of the reporting period. Income and expenses items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the date of transactions are used. Exchange differences arising, if any, are recognized in other comprehensive income and accumulated in equity under the heading of translation reserve (attributed to non-controlling interests as appropriate).

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets until such time as the assets are substantially ready for their intended use or sale.

All borrowing costs are recognized in profit or loss in the period in which there are incurred.

Government grants

Government grants are not recognized until there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognized in profit or loss on a systematic basis over the periods in which the Group recognizes as expenses the related costs for which the grants are intended to compensate.

Government grants related to income that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognized in profit or loss in the period in which they become receivable. Such grants are presented under "other income".

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

Employee benefits

Retirement benefit costs

The Group participates in state-managed retirement benefit schemes, which are defined contribution schemes, pursuant to which the Group pays a fixed percentage of its staff's wages as contributions to the plans. Payments to such retirement benefit schemes are recognized as an expense when employees have rendered service entitling them to the contributions.

A subsidiary in the United States of America (the "**USA**") adopted a qualified defined contribution plan covering all its eligible employees. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended. Employees become eligible to participate in the plan on the first of the calendar month following the date the employee meets the eligibility requirements as defined. As defined by the plan, participants may contribute up to US$23,000 of pretax annual compensation. Participants who reach age 50 may elect to make catch-up contributions US$7,500. The subsidiary contributes matching contribution of 3% of each eligible participant's compensation.

Termination benefits

A liability for a termination benefit is recognised at the earlier of when the Group entity can no longer withdraw the offer of the termination benefit and when it recognises any related restructuring costs.

Short-term employee benefits

Short-term employee benefits are recognized at the undiscounted amount of the benefits expected to be paid as and when employees rendered the services. All short-term employee benefits are recognized as an expense unless another IFRS requires or permits the inclusion of the benefit in the cost of an asset.

A liability is recognized for benefits accruing to employees (such as wages and salaries, annual leave) after deducting any amount already paid.

Share-based payment

Equity-settled share-based payment transactions

Restricted shares ("**RS**") granted to employees and others providing similar services

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value of the equity-settled share-based payments determined at the grant date without taking into consideration all non-market vesting conditions is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity (share-based payments reserve). At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest based on assessment of all relevant non-market vesting conditions. The impact of the revision of the original estimates, if any, is recognized in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the share-based payments reserve. For RS that vest immediately at the date of grant, the fair value of the RS granted is expensed immediately to profit or loss.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

Share-based payment *(Continued)*

Equity-settled share-based payment transactions (Continued)

Modification to the terms and conditions of the share-based payment arrangements

When the terms and conditions of an equity-settled share-based payment arrangement are modified, the Group recognizes, as a minimum, the services received measured at the grant date fair value of the equity instruments granted, unless those equity instruments do not vest because of failure to satisfy a vesting condition (other than a market condition) that was specified at grant date. In addition, if the Group modifies the vesting conditions (other than a market condition) in a manner that is beneficial to the employees, for example, by reducing the vesting period, the Group takes the modified vesting conditions into consideration over the remaining vesting period.

The incremental fair value granted, if any, is the difference between the fair value of the modified equity instruments and that of the original equity instruments, both estimated as at the date of modification.

If the modification occurs during the vesting period, the incremental fair value granted is included in the measurement of the amount recognized for services received over the period from modification date until the date when the modified equity instruments are vested, in addition to the amount based on the grant date fair value of the original equity instruments, which is recognized over the remainder of the original vesting period.

If the modification occurs after vesting period, the incremental fair value granted is recognized immediately, or over the vesting period if additional period of service is required before the modified equity instruments are vested.

If the modification reduces the total fair value of the share-based arrangement, or is not otherwise beneficial to the employee, the Group continues to account for the original equity instruments granted as if that modification had not occurred.

Taxation

Income tax expense represents the sum of current and deferred tax expense.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from loss before tax because of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit and at the time of the transaction does not give rise to equal taxable and deductible temporary differences.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

Taxation *(Continued)*

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments are only recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realized, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

For the purposes of measuring deferred tax for leasing transactions in which the Group recognizes the right-of-use assets and the related lease liabilities, the Group first determines whether the tax deductions are attributable to the right-of-use assets or the lease liabilities.

For leasing transactions in which the tax deductions are attributable to the lease liabilities, the Group applies IAS 12 requirements to the lease liabilities and the related assets separately. The Group recognises a deferred tax asset related to lease liabilities to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised and a deferred tax liability for all taxable temporary differences.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income tax levied to the same taxable entity by the same taxation authority.

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

Property and equipment

Property and equipment are tangible assets that are held for use in the production or supply of goods or services, or for administrative purposes other than construction in progress stated in the consolidated statements of financial position at cost less subsequent accumulated depreciation and subsequent accumulated impairment losses, if any.

Properties, including leasehold improvement, in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Costs include any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management, including costs of testing whether the related assets are functioning properly and, for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policy. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation is recognized so as to write off the cost of assets other than properties under construction less their residual values over their estimated useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of the reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

Intangible assets

Internally-generated intangible assets-research and development expenditure

Expenditure on research activities is recognized as an expense in the period in which it is incurred.

An internally-generated intangible asset arising from development activities (or from the development phase of an internal project) is recognized if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

***Intangible assets** (Continued)*

Internally-generated intangible assets-research and development expenditure (Continued)

- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognized for internally-generated intangible asset is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognized, development expenditure is recognized in profit or loss in the period in which it is incurred.

Impairment on property and equipment and right-of-use assets

At the end of the reporting period, the Group reviews the carrying amounts of its property and equipment and right-of-use assets to determine whether there is any indication that these assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the relevant asset is estimated in order to determine the extent of the impairment loss (if any).

The recoverable amount of property and equipment and right-of-use assets are estimated individually. When it is not possible to estimate the recoverable amount individually, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

In testing a cash-generating unit for impairment, corporate assets are allocated to the relevant cash-generating unit when a reasonable and consistent basis of allocation can be established, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be established. The recoverable amount is determined for the cash-generating unit or group of cash-generating units to which the corporate asset belongs, and is compared with the carrying amount of the relevant cash-generating unit or group of cash-generating units.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset (or a cash-generating unit) for which the estimates of future cash flows have not been adjusted.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

***Impairment on property and equipment and right-of-use assets** (Continued)*

If the recoverable amount of an asset (or a cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or a cash-generating unit) is reduced to its recoverable amount. For corporate assets or portion of corporate assets which cannot be allocated on a reasonable and consistent basis to a cash-generating unit, the Group compares the carrying amount of a group of cash-generating units, including the carrying amounts of the corporate assets or portion of corporate assets allocated to that group of cash-generating units, with the recoverable amount of the group of cash-generating units. In allocating the impairment loss, the impairment loss is allocated to the assets on a pro-rata basis based on the carrying amount of each asset in the unit or the group of cash-generating units. The carrying amount of an asset is not reduced below the highest of its fair value less costs of disposal (if measurable), its value in use (if determinable) and zero. The amount of the impairment loss that would otherwise have been allocated to the asset is allocated pro rata to the other assets of the unit or the group of cash-generating units. An impairment loss is recognized immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or a cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Cash and cash equivalents

Cash and cash equivalents presented on the consolidated statement of financial position include:

- cash, which comprises of cash on hand and demand deposits, excluding bank balances that are subject to regulatory restrictions that result in such balances no longer meeting the definition of cash; and

- cash equivalents, which comprises of short-term (generally with original maturity of three months or less), highly liquid investments that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value. Cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

Contingent liabilities

A contingent liability is a present obligation arising from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

Where the Group is jointly and severally liable for an obligation, the part of the obligation that is expected to be met by other parties is treated as a contingent liability and it is not recognized in the consolidated financial statements.

The Group assesses continually to determine whether an outflow of resources embodying economic benefits has become probable. If it becomes probable that an outflow of future economic benefits will be required for an item previously dealt with as a contingent liability, a provision is recognized in the consolidated financial statements in the reporting period in which the change in probability occurs, except in the extremely rare circumstances where no reliable estimate can be made.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

Financial instruments

Financial assets and financial liabilities are recognized when a group entity becomes a party to the contractual provisions of the instrument. All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

Financial assets and financial liabilities are initially measured at fair value except for trade receivable arising from contracts with customers which are initially measured in accordance with IFRS 15 Revenue from Contracts with Customers. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets or financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributed to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in profit or loss.

The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating interest income and interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts and payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset or financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a settlement date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established generally by regulation or convention in the market place concerned.

All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification and subsequent measurement of financial assets

Financial assets that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

Financial instruments *(Continued)*

Financial assets (Continued)

Classification and subsequent measurement of financial assets *(Continued)*

All other financial assets are subsequently measured at FVTPL.

(i) Amortised cost and interest income

Interest income is recognized using the effective interest method for financial assets measured subsequently at amortised cost and calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired (see below). For financial assets that have subsequently become credit-impaired, interest income is recognized by applying the effective interest rate to the amortised cost of the financial asset from the next reporting period. If the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognized by applying the effective interest rate to the gross carrying amount of the financial asset from the beginning of the reporting period following the determination that the asset is no longer credit-impaired.

(ii) Financial assets at FVTPL

Financial assets that do not meet the criteria for being measured at amortised cost are measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of the reporting period, with any fair value gains or losses recognized in profit or loss. The net gain or loss recognized in profit or loss includes any interest earned on the financial asset and is included in the "other gains and losses, net" line item.

Foreign exchange gains and losses

The carrying amount of financial assets that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. Specifically:

- For financial assets measured at amortised cost that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss in the 'Other gains and losses, net' line item (Note 8) as part of the net foreign exchange gains/(losses).

- For financial assets measured at FVTPL that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss in the 'Other gains and losses' line item as part of the gain/(loss) from changes in fair value of financial assets (Note 8);

Derecognition of financial assets

The Group derecognizes a financial asset only when the contractual rights to the cash flows from the assets expire.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

Financial instruments *(Continued)*

Financial liabilities and equity

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity interests is recognized and deducted directly in equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancelation of the Company's own equity interests.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is designated as at FVTPL.

A financial liability may be designated as at FVTPL upon initial recognition if it forms part of a contract containing one or more embedded derivatives, and IFRS 9 permits the entire combined contract to be designated as at FVTPL.

Financial liabilities at amortised cost

Financial liabilities including trade payables, other payables and borrowings are subsequently measured at amortised cost, using the effective interest method.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments. These foreign exchange gains and losses are recognised in the 'Other gains and losses, net' line item in profit or loss (Note 8) as part of net foreign exchange gains/(losses) for financial liabilities that are not part of a designated hedging relationship.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss for financial liabilities that are not part of a designated hedging relationship.

Derecognition of financial liabilities

The Group derecognizes financial liabilities when, and only when, the Group's obligations are discharged, cancelled have expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

Financial instruments *(Continued)*

Financial liabilities and equity (Continued)

Derivative financial instruments

Derivatives are initially recognized at fair value at the date when derivative contracts are entered into and are subsequently remeasured to their fair value at the end of the reporting period. The resulting gain or loss is recognized in profit or loss.

A derivative is presented as a non-current asset or a non-current liability if the remaining maturity of the instrument is more than 12 months and it is not due to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

Embedded derivatives

Derivatives embedded in hybrid contracts that contain financial asset hosts within the scope of IFRS 9 are not separated. The entire hybrid contract is classified and subsequently measured in its entirety as either amortised cost or fair value as appropriate.

Generally, multiple embedded derivatives in a single instrument that are separated from the host contracts are treated as a single compound embedded derivative unless those derivatives relate to different risk exposures and are readily separable and independent of each other.

Offsetting a financial asset and a financial liability

A financial asset and a financial liability are offset and the net amount presented in the consolidated statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the recognized amounts; and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

4. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's material accounting policies, which are described in Note 3, the directors of the Company are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgments in applying accounting policies

The following are the critical judgments, apart from those involving estimations (see below), that the directors of the Company have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognized in the consolidated financial statements.

4. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY *(Continued)*

Critical judgments in applying accounting policies *(Continued)*

Research and development expenses

Development expenses incurred on the Group's drug product pipelines are capitalised and deferred only when the Group could demonstrate (i) the technical feasibility of completing the development of the relevant intangible asset so that it will be available for use or sale; (ii) the Group's intention to complete and the Group's ability to use or sell the asset; (iii) how the asset will generate future economic benefits; (iv) the availability of resources to complete the pipeline; and (v) the ability to measure reliably the expenditure during the development. Development expenses which do not meet these criteria are expensed when incurred. Management assesses the progress of each of the research and development projects and determine whether the criteria are met for capitalisation. During the year ended December 31, 2025, all research and development expenses are expensed when incurred.

Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Research and development expenses accrued

The Group rely on outsourced service providers including contract research organizations, contract development and manufacturing organizations, principal investigators and other service provides (collectively referred to as the "**Outsourced Service Providers**") to conduct, supervise and monitor the Group's ongoing research and development projects. Determining the amounts of service fees payable to Outsourced Service Providers up to the end of the reporting period requires the management of the Group to estimate and measure the progress of services provided by Outsourced Service Providers on a contract-by-contact basis, which is the basis of assessing service fees to Outsourced Service Providers that had incurred and therefore should be recognized up to the end of the reporting period.

Estimated impairment of property and equipment

Property and equipment are stated at costs less accumulated depreciation and impairment, if any. In determining whether an asset is impaired, the Group has to exercise judgement and make estimation, particularly in assessing: (1) whether an event has occurred or any indicators that may affect the asset value; (2) whether the carrying value of an asset can be supported by the recoverable amount, in the case of value in use, the net present value of future cash flows which are estimated based upon the continued use of the asset; and (3) the appropriate key assumptions to be applied in estimating the recoverable amounts including cash flow projections and an appropriate discount rate. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash generating unit to which the asset belongs, including allocation of corporate assets when a reasonable and consistent basis of allocation can be established, otherwise recoverable amount is determined at the smallest group of cash generating units, for which the relevant corporate assets have been allocated. Changing the assumptions and estimates, including the discount rates or the growth rate in the cash flow projections, could materially affect the recoverable amounts.

In the year ended December 31, 2025, impairment loss of RMB nil (2024: RMB27,398,000) in respect of property and equipment has been recognised in other gains and losses, net. Details of the impairment are disclosed in Note 15 and Note 23.

5. REVENUE

Disaggregation of revenue from contracts with customers:

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Types of goods or services		
Collaboration development	**79,290**	2,668
Out-licensing fee	**71,441**	71,342
Sales of cell strain and other products	**3,563**	111
Testing services	**—**	28
	154,294	74,149
Geographical market		
USA	**154,197**	74,010
The PRC	**97**	139
	154,294	74,149
Timing of revenue recognition		
At a point in time	**75,004**	71,481
Overtime	**79,290**	2,668
	154,294	74,149

Out-licensing

In August 2024, the Company entered into a license and collaboration agreement (the "**License and Collaboration Agreement**") with an independent third party, pursuant to which the Company agreed to grant the customer an exclusive license to research, develop and commercialize certain bispecific antibodies outside the Greater China region, including mainland China, Hong Kong Special Administrative Region of China, Macau Special Administrative Region of China and Taiwan.

Under the License and Collaboration Agreement, the Company will receive upfront payments, clinical development payments, milestone payments and sales-based royalty.

For contract that contains variable consideration in relation to milestone payments and sales-based royalty from license agreement, the Group estimates the amount of consideration to which it will be entitled using the most likely amount, which best predicts the amount of consideration to which the Group will be entitled. The potential milestone payments that the Group is eligible to receive were considered as variable consideration as all milestone amounts were fully constrained due to uncertainty of achievement. During the year ended December 31, 2025, the Group recognised a total revenue of RMB71,441,000 at a point in time from milestone payment upon the reach of the milestone. The normal credit term is 30 days upon receipt of invoices.

5. REVENUE *(Continued)*

Out-licensing *(Continued)*

The estimated amount of variable consideration is included in the transaction price only to the extent that it is highly probable that such an inclusion will not result in a significant revenue reversal in the future when the uncertainty associated with the variable consideration is subsequently resolved.

At the end of each reporting period, the Group updates the estimated transaction price (including updating its assessment of whether an estimate of variable consideration is constrained) to represent faithfully the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period.

Collaboration development

Pursuant to the License and Collaboration Agreement, the Group is entitled to receive clinical development payment following the progress of the collaboration development plan. Revenue is recognised over time for the collaboration development services as the customer simultaneously receives and consumes the benefits provided by the Group's performance. The progress towards complete satisfaction of a performance obligation is measured based on output method, which is to recognise revenue on the basis of the Group's performance completed to date.

The normal credit term is 30 days upon receipt of invoices. The transaction price received by the Group is recognised as a contract liability and the Group transfers the contract liabilities to revenue over time on a systematic basis that is consistent with how the customer receives and consumes the benefits from the service. As at December 31, 2025, RMB25,252,000 (Note 25) has been received and recorded as contract liability since the service has not yet been performed.

The Company terminated the License and Collaboration Agreement with the independent third party on January 6, 2026, as disclosed in Note 38.

Sales of cell strain and other products

Revenue from sales of cell strain and other products is recognised when control of the goods has been transferred, being when the goods have been delivered to the customer's specific location. Transportation and handling activities that occur before customers obtain control are considered as fulfilment activities. A receivable is recognised by the Group when the goods are delivered to the customer. Following delivery, the customer bears the risks of obsolescence and loss in relation to the goods. The normal credit term is 10 to 30 days upon delivery.

Testing services

The Group earns revenues by providing testing services to its customers through fee-for-service contracts. Services revenues are recognized at a point of time upon the customer obtains deliverables of the Group's service. The normal credit term is 10 to 30 days upon delivery of testing result and issuance of invoices.

Revenue is recognised for sales which are considered highly probable that a significant reversal in the cumulative revenue recognised will not occur. All sales of goods or services either have an original expected duration of one year or less, or for certain services the Group has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the Group's performance completed to date. As permitted under IFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

6. SEGMENTS INFORMATION

Operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker ("**CODM**"), which is also identified as the chief executive officer of the Group, in order to allocate resources to segments and to assess their performance.

During the year, the CODM reviews the overall results and financial position of the Group as a whole which are prepared based on the same material accounting policies as set out in Note 3. Accordingly, the Group has only one single segment and no further analysis of the single segment is presented.

Geographical information

As at December 31, 2025 and 2024, all non-current assets are located in the PRC.

Information about major customers

Revenue from customers contributing over 10% of the total revenue of the Group during the reporting period are as follows:

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Customer A	**154,197**	74,010

7. OTHER INCOME

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Government grants *(Note)*	**9,818**	5,387
Bank interest income	**6,837**	6,376
	16,655	11,763

Note:

The amount represents various subsidies received from the PRC local government authorities as incentives mainly for the Group's research and development activities and financing activities.

8. OTHER GAINS AND LOSSES, NET

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Net foreign exchange (losses) gains	**(7,622)**	1,790
Gains from changes in fair value of financial assets at FVTPL	**63**	14,151
Impairment loss for property and equipment *(Note 23)*	**—**	(27,398)
Others	**(16)**	(17)
	(7,575)	(11,474)

9. FINANCE COSTS

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Interest on borrowings	**4,490**	2,632
Interest on lease liabilities	**814**	817
	5,304	3,449

10. LOSS BEFORE TAX

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Loss before tax for the year has been arrived at after charging:		
Depreciation of property and equipment	**8,327**	10,277
Depreciation of right-of-use assets	**6,283**	10,404
Total depreciation	**14,610**	20,681
Auditor's remuneration	**2,385**	2,305
Directors' and supervisors' emoluments *(Note 12(a))*	**21,012**	27,370
Other staff costs:		
— salaries and other benefits	**77,122**	67,074
— discretionary bonus *(Note)*	**9,368**	7,862
— retirement benefit scheme contributions	**8,099**	6,345
— share-based payments	**5,137**	15,264
	120,738	123,915

Note:

Discretionary bonus is determined based on their duties and responsibilities of the relevant individuals within the Group and the Group's performance.

11. INCOME TAX EXPENSE

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Current tax:		
USA	**29**	—

Under the Law of the PRC on Enterprise Income Tax (the "**EIT Law**") and Implementation Regulation of the EIT Law, the tax rate of the domestic enterprises and foreign invested enterprises is 25% for both years. All of our mainland China subsidiaries are subject to the statutory income tax rate of 25% except for the Company which obtained qualification as High and New Technologies Enterprises in 2025 and was entitled to a preferential EIT rate of 15% from 2025 to 2027 if certain conditions are met.

Pursuant to Announcement No. 45 of 2018 issued by the State Administration of Taxation, the Company is permitted to carry forward unremedied losses from prior years to offset future taxable income, with a maximum carry forward period of 10 years.

Pursuant to Caishui 2023 circular No. 7, the Company enjoy super deduction of 200% (2024: 200%) on qualified research and development expenditures for the year ended December 31, 2025.

No provision for taxation in Hong Kong has been made since the operating subsidiaries of the Company in Hong Kong have no taxable profits for the year ended December 31, 2025 (Year ended December 31, 2024: nil).

The pillar two income taxes legislation had no material impact on the Group's financial positions and performance for the current and prior years.

The income tax expense for the reporting period can be reconciled to the loss before tax per the consolidated statements of profit or loss and other comprehensive income as follows:

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Loss before tax	**(219,259)**	(316,590)
Tax PRC EIT rate at 25%	**(54,815)**	(79,147)
Income tax at different tax rates	**20,943**	—
Tax effect of expenses that are not deductible for tax purpose	**22**	192
Tax effect of super deduction on research and development expenses	**(36,724)**	(29,440)
Tax effect of tax losses not recognized	**82,473**	85,609
Tax effect of deductible temporary differences not recognized	**9,514**	26,960
Utilisation of deductible temporary differences previously not recognized	**(21,384)**	(4,174)
Income tax expense	**29**	—

As at December 31, 2025, the Group has unused tax losses of RMB2,252,870,000 (2024: RMB1,811,969,000) and deductible temporary differences of RMB346,064,000 (2024: RMB322,048,000). No deferred tax asset has been recognized in respect of the tax losses or temporary differences due to the unpredictability of future profit streams.

11. INCOME TAX EXPENSE *(Continued)*

The unused tax losses will be carried forward and expire in years as follows:

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
2025	**—**	398
2026	**11,590**	11,590
2027	**22,163**	22,163
2028	**34,368**	34,368
2029	**78,770**	78,770
2030	**135,632**	127,109
2031	**312,658**	312,658
2032	**405,642**	405,642
2033	**505,759**	505,759
2034	**445,423**	312,823
2035	**300,474**	—
2036 and later	**391**	689
	2,252,870	1,811,969

12. DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVE OFFICER'S EMOLUMENTS AND FIVE HIGHEST PAID INDIVIDUALS

Directors' and chief executive's remuneration for the year, disclosed pursuant to the applicable Listing Rules and the Hong Kong Companies Ordinance, is as follows:

(a) Executive and non-executive directors and supervisors

	Date of appointment	Director fees RMB'000	Salaries, allowances and other benefits RMB'000	Discretionary bonuses RMB'000	Retirement benefit scheme contributions RMB'000	Share-based payments RMB'000	Total RMB'000
For the year ended December 31, 2025							
Executive director and chief executive officer:							
Dr. Tian Wenzhi	June 18, 2015	–	3,133	660	88	10,387	14,268
Executive directors:							
Mr. Li Song	December 15, 2015	–	1,070	168	71	–	1,309
Ms. Guan Mei	May 28, 2024	–	839	126	71	–	1,036
Mr. ZHANG Ruliang *(Note v)*	May 28, 2025	–	1,565	–	71	244	1,880
Non-Executive directors:							
Dr. Xu Cong	October 14, 2020	–	–	–	–	–	–
Ms. Fu Dawei *(Note v)*	May 28, 2025	–	–	–	–	–	–
Independent non-executive directors:							
Dr. Zhenping Zhu	August 3, 2016	–	–	–	–	–	–
Dr. Kendall A. Smith	June 14, 2022	357	–	–	–	–	357
Mr. Yeung Chi Tat	June 14, 2022	300	–	–	–	–	300
Supervisors:							
Ms. Tian Miao	July 24, 2017	–	476	68	61	–	605
Mr. Zhao Zimeng	January 17, 2022	–	392	50	61	–	503
Ms. Zhang Wei	July 29, 2024	–	596	87	71	–	754
		657	8,071	1,159	494	10,631	21,012

12. DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVE OFFICER'S EMOLUMENTS AND FIVE HIGHEST PAID INDIVIDUALS *(Continued)*

(a) Executive and non-executive directors and supervisors *(Continued)*

	Date of appointment	Director fees RMB'000	Salaries, allowances and other benefits RMB'000	Discretionary bonuses RMB'000	Retirement benefit scheme contributions RMB'000	Share-based payments RMB'000	Total RMB'000
For the year ended December 31, 2024							
Executive director and chief executive officer:							
Dr. Tian Wenzhi	June 18, 2015	–	2,939	660	87	21,969	25,655
Executive directors:							
Mr. Li Song	December 15, 2015	–	832	120	71	–	1,023
Ms. Song Ziyi *(Note vi)*	January 17, 2022	–	376	167	3	(3,102)	(2,556)
Ms. Guan Mei	May 28, 2024	–	632	97	71	14	814
Non-Executive directors:							
Mr. Yu Xiaoyong *(Note vii)*	December 15, 2015	–	–	–	–	–	–
Mr. Yu Zhihua*(Note vii)*	March 30, 2018	–	–	–	–	–	–
Dr. Xu Cong	October 14, 2020	–	–	–	–	–	–
Independent non-executive directors:							
Dr. Zhenping Zhu	August 3, 2016	–	–	–	–	–	–
Dr. Kendall A. Smith	June 14, 2022	356	–	–	–	–	356
Mr. Yeung Chi Tat	June 14, 2022	274	–	–	–	–	274
Supervisors:							
Mr. Gu Jiefeng *(Note vii)*	March 1, 2016	–	–	–	–	–	–
Ms. Tian Miao	July 24, 2017	–	398	52	56	21	527
Mr. Zhao Zimeng	January 17, 2022	–	395	51	56	18	520
Ms. Zhang Wei	July 29, 2024	–	582	79	70	26	757
		630	6,154	1,226	414	18,946	27,370

12. DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVE OFFICER'S EMOLUMENTS AND FIVE HIGHEST PAID INDIVIDUALS *(Continued)*

(a) Executive and non-executive directors and supervisors *(Continued)*

Notes:

(i) None of the directors or supervisors of the Company waived or agreed to waive any emoluments during the years.

(ii) During the year, no emoluments were paid by the Group to any of the directors or supervisors of the Company as an inducement to join or upon joining the Group or as compensation for loss of office.

(iii) The executive directors', non-executive directors' and supervisors' emoluments shown above were for their services in connection with the management of the affairs of the Group and the Company, respectively.

(iv) The discretionary bonuses were determined with reference to their duties and responsibilities of the relevant individuals within the Group and the Group's performance.

(v) Mr. Zhang Ruliang was appointed as an executive director and Ms. Fu Dawei was appointed as a non-executive director of the Board with effect from May 28, 2025.

(vi) Ms. Song Ziyi resigned as executive director of the Company with effect from March 2, 2024.

(vii) Mr. Gu Jiefeng resigned as supervisor of the Company with effect from July 29, 2024. Mr. Yu Xiaoyong resigned as non-executive director of the Company with effect from September 30, 2024. Mr. Yu Zhihua resigned as non-executive director of the Company with effect from October 14, 2024.

(b) Five highest paid individuals

The five highest paid individuals of the Group during the year included one (2024: one) director(s) details of whose remuneration are set out above. Details of the remuneration for the year of the remaining four (2024: four) highest paid individuals who are neither a director nor chief executive of the Company are as follows:

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Salaries and other benefits	**6,019**	8,683
Discretionary bonus *(Note)*	**1,075**	1,329
Retirement benefit scheme contributions	**211**	212
Share-based payments	**3,325**	11,983
	10,630	22,207

Note:

Discretionary bonus is determined based on their duties and responsibilities of the relevant individuals within the Group and the Group's performance.

12. DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVE OFFICER'S EMOLUMENTS AND FIVE HIGHEST PAID INDIVIDUALS *(Continued)*

(b) Five highest paid individuals *(Continued)*

The emoluments of the five highest paid employees are within the following bands:

	Year ended December 31,	
	2025	2024
	No. of employees	No. of employees
RMB2,000,001 to RMB2,500,000	**2**	—
RMB2,500,001 to RMB3,000,000	**1**	—
RMB3,000,001 to RMB3,500,000	**1**	—
RMB4,000,001 to RMB4,500,000	**—**	1
RMB4,500,001 to RMB5,000,000	**—**	1
RMB5,000,001 to RMB5,500,000	**—**	1
RMB7,500,001 to RMB8,000,000	**—**	1
RMB14,000,001 to RMB14,500,000	**1**	—
RMB25,500,001 to RMB26,000,000	**—**	1
	5	5

During the year, no emoluments were paid by the Group to the directors of the Company or the five highest paid individuals (including directors and employees) as an inducement to join or upon joining the Group or as compensation for loss of office.

13. LOSS PER SHARE

The calculation of the basic and diluted loss per share is based on the following data:

	Year ended December 31,	
	2025	2024
Loss for the purpose of calculating basic and diluted loss per share:		
Loss for the year attributable to the owners of the Company (RMB'000)	**(218,580)**	(315,855)
Number of shares ('000):		
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share	**412,437**	377,155
Basic and diluted loss per share (RMB yuan) *(Note)*	**(0.53)**	(0.84)

Note:

No adjustment has been made to the basic loss per share presented for the year ended December 31, 2025 and 2024 as the Group had no potentially dilutive ordinary shares in issue during the year.

14. DIVIDENDS

No dividend was paid or declared by the Company for ordinary shareholders of the Company during 2025 (2024: RMB nil), nor has any dividend been proposed since the end of the reporting period.

15. PROPERTY AND EQUIPMENT

	Leasehold improvements RMB'000	Machinery and equipment RMB'000	Office equipment and fixtures RMB'000	Vehicles RMB'000	Construction in progress RMB'000	Total RMB'000
COST						
As at January 1, 2024	22,491	49,676	978	787	22,685	96,617
Additions	–	1,337	114	–	4,713	6,164
As at December 31, 2024	**22,491**	**51,013**	**1,092**	**787**	**27,398**	**102,781**
Additions	**–**	**644**	**286**	**–**	**–**	**930**
Disposal	**–**	**–**	**–**	**–**	**(27,398)**	**(27,398)**
As at December 31, 2025	**22,491**	**51,657**	**1,378**	**787**	**–**	**76,313**
DEPRECIATION AND IMPAIRMENT						
As at January 1, 2024	14,802	21,834	495	329	–	37,460
Provided for the year	3,481	6,570	155	71	–	10,277
Impairment loss recognised in profit or loss *(Note 23)*	–	–	–	–	27,398	27,398
As at December 31, 2024	**18,283**	**28,404**	**650**	**400**	**27,398**	**75,135**
Provided for the year	**1,798**	**6,266**	**192**	**71**	**–**	**8,327**
Written off on disposal	**–**	**–**	**–**	**–**	**(27,398)**	**(27,398)**
As at December 31, 2025	**20,081**	**34,670**	**842**	**471**	**–**	**56,064**
CARRYING AMOUNT						
As at December 31, 2024	4,208	22,609	442	387	–	27,646
As at December 31, 2025	**2,410**	**16,987**	**536**	**316**	**–**	**20,249**

The above items of property and equipment, other than construction in progress, are depreciated on a straight-line basis, after taking into account of the residual value, over the following period:

Leasehold improvements	Over the shorter of the relevant lease terms or 6 years
Machinery and equipment	5–7 years
Office equipment and fixtures	5 years
Vehicles	6 years

16. RIGHT-OF-USE ASSETS

	Leased properties RMB'000	Land use right RMB'000	Total RMB'000
Carrying amount			
As at January 1, 2024	14,485	75,745	90,230
Additions	11,756	—	11,756
Depreciation charge for the year	(6,176)	(4,228)	(10,404)
Reclassified as held for sale *(Note 23)*	—	(71,517)	(71,517)
As at December 31, 2024	**20,065**	**—**	**20,065**
Additions	**643**	**—**	**643**
Lease modification	**(1,148)**	**—**	**(1,148)**
Depreciation charge for the year	**(6,283)**	**—**	**(6,283)**
As at December 31, 2025	**13,277**	**—**	**13,277**

	Year ended December 31,	
	2025 RMB'000	2024 RMB'000
Total cash outflow for leases	**7,214**	6,249

The Group leases various properties for its operations. Lease contracts are entered into for fixed term of 2 to 6 years (2024: 3 to 6 years). Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. There were no extension options in the lease contracts. In determining the lease term and assessing the length of the non-cancellable period, the Group applies the definition of a contract and determines the period for which the contract is enforceable.

The Group's interests in land use right represent prepaid operating lease payments for land located in the PRC and the remaining lease term is 20 years. The Group classified the land use right in assets classified as held for sale in 2024 and disposed the land use right in 2025, as disclosed in Note 23.

As at December 31, 2025, the Group's lease liabilities of RMB14,056,000 (2024: RMB20,970,000) are recognized with related right-of-use assets of RMB13,277,000 (2024: RMB20,065,000). The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

17. OTHER NON-CURRENT ASSETS

	As at December 31,	
	2025 RMB'000	2024 RMB'000
Value-added tax recoverable	**5,779**	4,469
Rental deposits	**2,038**	1,878
Prepayments for property and equipment	**355**	—
	8,172	6,347

18. TRADE RECEIVABLES

The following is an aged analysis of trade receivable net of allowance for credit losses presented based on the date of completion of service or delivery of goods at the end of the reporting period:

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Within 30 days	**1**	6
31–60 days	**—**	7
61–120 days	**—**	—
121–180 days	**—**	3
	1	16

The Group normally grants a credit period of 30 days or a particular period agreed with customers effective from the date when the services have been completed or control of goods has been transferred to the customer and billed to the customer.

Details of the assessment on the provision of expected credit losses of trade receivables are set out in Note 33.

19. PREPAYMENTS AND OTHER RECEIVABLES

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Other receivables:		
Receivables of proceeds from disposal of a subsidiary	**14,017**	—
Deposits for plant construction	**—**	9,851
Others	**133**	168
Prepayments for:		
Purchasing goods and research and development services	**25,561**	24,543
Others	**966**	1,042
	40,677	35,604

20. FINANCIAL ASSETS AT FVTPL

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Wealth management products *(Note)*	**296,460**	274,521

Note:

In 2025 and 2024, the Group subscribed for structured notes and a cash management fund issued by financial institutions. These wealth management products were unguaranteed by the relevant financial institutions, and these investments were classified as financial assets measured at FVTPL as at December 31, 2025 and 2024.

21. TERM DEPOSIT WITH ORIGINAL MATURITY OVER THREE MONTHS

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Term deposit with original maturity over three months *(Note)*	**40,000**	—

Note:

The term deposit is under the Group's right of early redemption at its principal before the maturity date. In the event of early withdrawal prior to maturity, a prevailing current account interest rate would be offered instead of the term deposit interest rate without any penalty. As at December 31, 2025, the term deposit was classified as current asset and is expected to be redeemed in 2026.

22. CASH AND CASH EQUIVALENTS

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Cash at bank	**679,564**	477,601

The carrying amounts of the Group's cash and cash equivalents denominated in currencies other than functional currencies of the relevant group entities at the end of the reporting period are as follows:

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Hong Kong Dollar ("**HK$**")	**279,954**	214,227
United States Dollar ("**US$**")	**164,504**	91,395

Cash and cash equivalents held by the Group carry interests at market rates ranging from 0.01% to 3.70% as at December 31, 2025 (2024: 0.01% to 4.66%).

23. ASSETS CLASSIFIED AS HELD FOR SALE

In December 2024, the Company entered into a sale agreement with an independent third party to dispose of a subsidiary (the "**Disposal**"), Shanghai Zhangtou Yaoxin Technology Development Co., Ltd. ("**Zhangtou Yaoxin**"), which was established in July 2024 and does not have any substantial operation or business since its establishment other than holding land use right and certain construction in progress conducted by the Group (the "**Property**"). The Property was initially owned by the Company and transferred to Zhangtou Yaoxin in September 2024.

The maximum transaction amount of the sale agreement is RMB98,189,000, which shall be adjusted with reference to (a) the value of the unusable portion of the pile foundation in connection with the Property and (b) third-party engineering costs potentially to be incurred in relation to pile foundation modification or removal works.

In December 2024, the Company conducted an impairment assessment of its land use rights and construction in progress, considering relevant impairment indicators. Based on the analysis, the recoverable amount of the construction in progress was determined to be zero. As a result, a full impairment provision of RMB27,398,323 was recognized against the carrying amount of the construction in progress.

The Company has received the first two installments of RMB66,179,000 and the equity transfer was completed in the first quarter of 2025, by then the control of Zhangtou Yaoxin was passed to the independent third party. The Company expects to receive the third and final installment from the independent third party within ten business days from the date on which the adjusted amount is determined according to the sale agreement and impairment analysis above.

24. TRADE AND OTHER PAYABLES

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Trade payables for research and development expenses	**13,684**	43,244
Accrued staff costs and benefits	**18,395**	15,903
Accrued outsourcing research and development expenses	**15,726**	10,985
Accrued research and development materials and consumables	**1,724**	1,149
Other tax payables	**1,297**	1,114
Legal and professional fees	**1,180**	549
Accrued issue costs	**500**	287
Payables for property and equipment	**487**	515
Others	**1,995**	685
	54,988	74,431

The average credit period on purchases of goods/services of the Group is 45 days.

24. TRADE AND OTHER PAYABLES *(Continued)*

The following is an aged analysis of trade payables presented based on the invoice dates at the end of the reporting period:

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
0–30 days	**12,552**	42,792
31–90 days	**—**	—
91–180 days	**337**	452
181–365 days	**—**	—
over 365 days	**795**	—
	13,684	43,244

25. CONTRACT LIABILITIES

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Collaboration development *(Note 5)*	**25,252**	32,900

Contract liabilities are presented as current in the consolidated statement of financial position because they will be realised or settled in the Group's normal operating cycle.

The Company terminated the License and Collaboration Agreement with the independent third party on January 6, 2026 and the remaining contract liabilities will be recognised as revenue in 2026, as disclosed in Note 38.

26. BORROWINGS

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Fixed-rate borrowings at amortised cost	**213,970**	115,390
Unsecured bank borrowings	**213,970**	115,390
The carrying amounts of the above borrowings are repayable:		
Within one year	**188,470**	100,890
Within a period of more than one year but not exceeding two years	**25,500**	14,500
	213,970	115,390
Less: Amount due within one year shown under current liabilities	**188,470**	100,890
Amounts shown under non-current liabilities	**25,500**	14,500

Note:

The interest rate of bank borrowings ranged from 2.80 % to 3.25% per annum as of December 31, 2025 (2024: 2.95% to 3.60%).

27. LEASE LIABILITIES

	As at December 31, 2025 RMB'000	2024 RMB'000
Lease liabilities payable:		
Within one year	**6,856**	6,421
Within a period of more than one year but not exceeding two years	**3,307**	6,787
Within a period of more than two years but not exceeding five years	**3,893**	7,762
	14,056	20,970
Less: Amount due for settlement within one year shown as current liabilities	**(6,856)**	(6,421)
Amount due for settlement after one year shown as non-current liabilities	**7,200**	14,549

The weighted average incremental borrowing rates applied to the lease liabilities is 4.75% per annum as at December 31, 2025 (December 31, 2024: 4.75%).

28. SHARE CAPITAL

	Number of shares	Share capital RMB'000
Ordinary shares of RMB1.00 each		
Authorized and issued		
As at January 1, 2024	374,157,695	374,158
Issuance of ordinary shares *(Note i)*	33,150,000	33,150
As at December 31, 2024 and January 1, 2025	**407,307,695**	**407,308**
Issuance of ordinary shares *(Note ii)*	**24,200,000**	**24,200**
As at December 31, 2025	**431,507,695**	**431,508**

Notes:

(i) On November 28, 2024, the Company issued 33,150,000 shares to certain investors at the placing price of HK$7.05 per share and raised gross proceeds of approximately HK$233,708,000 (equivalent to approximately RMB215,941,000). The respective share capital amount was approximately RMB33,150,000 and share premium arising from the issuance was approximately RMB182,791,000. Share issuance costs that are directly attributable to the issue of the new shares amounting to approximately RMB3,673,000 which were accounted for a deduction against the share premium arising from the issuance.

(ii) On October 16, 2025, the Company issued 24,200,000 shares to certain investors at the placing price of HK$14.50 per share and raised gross proceeds of approximately HK$350,900,000 (equivalent to approximately RMB320,354,000). The respective share capital amount was approximately RMB24,200,000 and share premium arising from the issuance was approximately RMB296,154,000. Share issuance costs that are directly attributable to the issue of the new shares amounting to approximately RMB5,084,000 which were accounted for a deduction against the share premium arising from the issuance.

29. SHARE-BASED PAYMENT TRANSACTIONS

RS scheme

In recognition of the contributions of certain eligible employees, directors and consultants, the founder of the Company established an employee stock ownership platform, namely Jiaxing Changxian Enterprise Management Center ("**Jiaxing Changxian**") in April 2016. The equity interests in the Company ware transferred from the founder.

In March 2021, the founder of the Company established an employee stock ownership platform, namely Jiaxing Changyu Enterprise Management Center ("**Jiaxing Changyu**"), to hold the Company's share capital.

In October 2021, the founder of the Company established an employee stock ownership platform, namely Halo Investment II Limited ("**Halo Investment II**"), to hold the Company's share capital.

	Unvested restricted shares '000	**Weighted average grant date fair value per restricted shares** RMB
Unvested as at January 1, 2024	24,030	6.64
Granted	540	23.92
Vested	(8,955)	7.26
Forfeit	(1,395)	9.81
Unvested as at December 31, 2024	**14,220**	**8.16**
Granted	**343**	**5.31**
Vested	**(7,166)**	**7.86**
Forfeit	**(641)**	**10.15**
Unvested as at December 31, 2025	**6,756**	**8.16**

During the year ended December 31, 2024, Dr. Tian Wenzhi, the executive director and chief executive officer of the Company, transferred part of his vested RSs in Jiaxing Changyu, which represents RMB459,000 share capital of the Company to certain employees, with service condition and performance condition vesting over four years. A certain employee was granted RSs in Halo Investment II, which represents RMB81,000 share capital, with service condition vesting over four years.

During the year ended December 31, 2025, Dr. Tian Wenzhi, the executive director and chief executive officer of the Company, transferred part of his vested RSs in Jiaxing Changyu, which represents RMB343,000 share capital of the Company to certain employees, with service condition vesting over four years.

Fair value of RS

During the current reporting period, the Group used the closing price at grant date to determine the underlying equity fair value of the Company. The fair values of RS at grant date in the current reporting period were determined to be RMB5.68 and RMB4.56 per RMB1.00 share capital (2024: RMB22.45 and RMB24.18 per RMB1.00 share capital), by referring to the equity fair value of the Company.

The Group has recognized share-based payment expenses of RMB15,768,000 for the year ended December 31, 2025 (2024: RMB34,210,000).

30. RELATED PARTY TRANSACTIONS

Services with Dr. Ding Yumei

Part of the RSs issued through Halo Investment II were granted to Dr. Ding Yumei, spouse of Dr. Tian Wenzhi, in June 2021, for her services to be provided to the Group in the vesting period. The expenses recognised for the share-based payment transaction for the year ended December 31, 2025 was RMB456,000 (2024: RMB999,000).

Compensation of key management personnel

The remuneration of members of key management of the Group during the year were as follows:

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Salaries and other benefits	**14,362**	13,179
Discretionary bonus *(Note)*	**2,310**	2,271
Retirement benefits scheme contribution	**547**	722
Share-based payments	**13,957**	32,223
	31,176	48,395

Note:

Discretionary bonus is determined based on their duties and responsibilities of the relevant individuals within the Group and the Group's performance.

31. CAPITAL COMMITMENTS

As at December 31, 2025, the Group had no capital commitments contracted but not provided for in the consolidated financial statements (2024: RMB nil).

32. CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximizing the return to investors through the optimization of the debt and equity balance. The Group's overall strategy remains unchanged throughout the reporting period.

The capital structure of the Group consists of net debts, which includes the borrowings and lease liabilities disclosed in Notes 26 and 27 respectively, net of term deposit disclosed in Note 21 and cash and cash equivalents disclosed in Note 22 and equity of the Group, comprising issued share capital, reserves and non-controlling interests.

The management of the Group reviews the capital structure regularly. As part of this review, the management of the Group considers the cost of capital and the risks associated with each class of capital. Based on recommendation of the management of the Group, the Group will balance its overall capital structure through the new share issues or borrowing new debt.

33. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Financial assets		
Amortised cost	**733,715**	487,636
Financial assets at FVTPL	**296,460**	274,521
Financial liabilities		
Amortised cost	**247,542**	171,655
Lease liabilities	**14,056**	20,970

(b) Financial risk management objectives and policies

The Group's major financial assets and liabilities include trade receivables, other receivables, financial assets at FVTPL, term deposits, cash and cash equivalents, trade and other payables, lease liabilities and borrowings. Details of these financial assets and liabilities are disclosed in respective notes.

The risks associated with these financial assets and liabilities include market risks, credit risk and liquidity risk. The policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Market risks

The Group's activities expose it primarily to currency risk, interest rate risk and other price risk. There has been no change in the Group's exposure to these risks or the manner in which it manages and measures the risks.

(i) Currency risk

Certain financial assets and liabilities are denominated in foreign currency of respective group entities which are exposed to foreign currency risk. The Group currently does not have a foreign currency hedging policy. However, the management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise.

The carrying amounts of the Group's foreign currency denominated monetary assets and liabilities at the end of the reporting period are as follows:

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Assets		
US$	**155,105**	89,528
HK$	**576,308**	488,686

33. FINANCIAL INSTRUMENTS *(Continued)*

(b) Financial risk management objectives and policies *(Continued)*

Market risks *(Continued)*

(i) Currency risk (Continued)

Sensitivity analysis

The following table details the Group's sensitivity to a 5% (2024: 5%) increase and decrease in RMB against the relevant foreign currencies. 5% (2024: 5%) is the sensitivity rate used which represents management's assessment of the reasonably possible change in foreign exchange rate. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and uses outstanding foreign currency denominated monetary items and adjusts their translation at the end of the reporting period for a 5% (2024: 5%) change in foreign currency rates. A negative number below indicates an increase in loss where RMB strengthens 5% against the relevant foreign currencies. For a 5% weakening of RMB against the relevant currency, there would be an equal and opposite impact on loss for the year.

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Impact on profit or loss		
US$	**(7,755)**	(4,476)
HK$	**(28,815)**	(24,434)

(ii) Interest rate risk

The Group are primarily exposed to fair value interest rate risk in relation to term deposits, lease liabilities and fixed-rate bank borrowings and cash flow interest rate risk in relation to cash and cash equivalents. The Group currently does not have an interest rate hedging policy to mitigate interest rate risk; nevertheless, the management monitors interest rate exposure and will consider hedging significant interest rate risk should the need arise.

The Group considers that the exposure of cash flow interest rate risk arising from variable-rate bank balances is insignificant because the current market interest rates are relatively low and stable.

Credit risk

The carrying amounts of trade receivables, other receivables, term deposits and cash and cash equivalents included in the consolidated statements of financial position represent the Group's maximum exposure to credit risk in relation to its financial assets.

Trade receivables

For trade receivables, the Group has applied the simplified approach in IFRS 9 to measure the loss allowance at lifetime ECL. The ECL on trade receivables are assessed individually, based on the past default experience of the debtor, general economic conditions of the industry in which the debtor operates and an assessment of both the current as well as the forward-looking information that is available without undue cost or effort at the end of the reporting period. The expected credit loss rate of trade receivables was insignificant. Management considered the ECL provision of trade receivables is insignificant.

33. FINANCIAL INSTRUMENTS *(Continued)*

(b) Financial risk management objectives and policies *(Continued)*

Credit risk *(Continued)*

Other receivables

For other receivables, the Group has applied 12m ECL in IFRS 9 to measure the loss allowance. The ECL on other receivables are assessed individually based on historical settlement records and past default experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the end of the reporting period. The expected credit loss rate of other receivables was insignificant. Management considered the ECL provision of other receivables is insignificant.

Cash and cash equivalents

The credit risk on term deposits and cash and cash equivalents are limited because the counterparties are banks with high credit ratings assigned by international credit-rating agencies.

The Group's internal credit risk grading assessment comprises the following categories:

Internal credit rating	Description	Trade receivables	Other financial assets
Low risk	The counterparty has a low risk of default and does not have any past-due amounts	Lifetime ECL — not credit-impaired	12m ECL
Watch list	Debtor frequently repays after due dates but usually settle in full	Lifetime ECL — not credit-impaired	12m ECL
Doubtful	There have been significant increases in credit risk since initial recognition through information developed internally or external resources	Lifetime ECL — not credit-impaired	Lifetime ECL — not credit-impaired
Loss	There is evidence indicating the asset is credit-impaired	Lifetime ECL — credit-impaired	Lifetime ECL — credit-impaired
Write-off	There is evidence indicating that the debtor is in severe financial difficulty and the Group has no realistic prospect of recovery	Amount is written off	Amount is written off

33. FINANCIAL INSTRUMENTS *(Continued)*

(b) Financial risk management objectives and policies *(Continued)*

Credit risk *(Continued)*

Cash and cash equivalents (Continued)

The tables below detail the credit risk exposures of the Group's financial assets, which are subject to ECL assessment:

	Notes	**Internal credit rating**	**12m or lifetime ECL**	**As at December 31, 2025 Gross carrying amount RMB'000**	As at December 31, 2024 Gross carrying amount RMB'000
Financial assets at amortised cost					
Trade receivables	*18*	Low risk	Lifetime ECL-not credit-impaired	**1**	16
Other receivables	*19*	Low risk	12m ECL	**14,150**	10,019
Term deposits	*21*	N/A	12m ECL	**40,000**	–
Cash and cash equivalents	*22*	N/A	12m ECL	**679,564**	477,601

Liquidity risk

In the management of the liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management to finance the Group's operations and mitigate the effects of fluctuations in cash flows. The Group relies on issuance of ordinary shares and bank borrowings as significant sources of liquidity. The directors of the Company are satisfied that the Group will have sufficient financial resource to meet its financial obligation as they fall due and to sustain its operations for the foreseeable future.

The following table details the Group's remaining contractual maturity for its financial liabilities and lease liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows.

33. FINANCIAL INSTRUMENTS *(Continued)*

(b) Financial risk management objectives and policies *(Continued)*

Liquidity risk *(Continued)*

	Weighted Average effective interest rate	Within 1 year and on demand	1 to 2 years	2 to 5 years	Over 5 years	Total	Carrying amount
	%	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
The Group							
As at December 31, 2025							
Trade and other payables		**33,572**	**–**	**–**	**–**	**33,572**	**33,572**
Borrowings	**2.95**	**192,564**	**25,866**	**–**	**–**	**218,430**	**213,970**
Lease liabilities	**4.75**	**7,356**	**3,747**	**4,052**	**–**	**15,155**	**14,056**
		233,492	**29,613**	**4,052**	**–**	**267,157**	**261,598**
As at December 31, 2024							
Trade and other payables	–	56,265	–	–	–	56,265	56,265
Borrowings	3.20	102,179	15,528	–	–	117,707	115,390
Lease liabilities	4.75	7,254	7,313	8,411	–	22,978	20,970
		165,698	22,841	8,411	–	196,950	192,625

(c) Fair value measurements of financial instruments

The fair value of financial assets and financial liabilities (except for those set out below) are determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current market transactions.

(i) Financial assets and liabilities measured at fair values on a recurring basis

The Group's financial assets are measured at fair value at the end of the reporting period. The following table gives information about how the fair values of those financial assets are determined (in particular, the valuation techniques and inputs used).

	Note	Fair value as at December 31, 2025 RMB'000	2024 RMB'000	Fair value hierarchy	Valuation techniques and key inputs
Financial assets at FVTPL	*20*	**296,460**	274,521	Level 2	Quoted value from banks or financial instruments

There were no transfers between different levels during both years.

33. FINANCIAL INSTRUMENTS *(Continued)*

(c) Fair value measurements of financial instruments *(Continued)*

(i) Financial assets and liabilities measured at fair values on a recurring basis (Continued)

The directors of the Company consider that the carrying amount of the Group's financial assets and financial liabilities recorded at amortised cost in the consolidated financial statements approximate their fair values. Such fair values have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis.

34. RETIREMENT BENEFIT PLANS

The employees of the Group's subsidiaries in the PRC are members of the state-sponsored retirement benefit scheme organized by the relevant local government authority in the PRC. The subsidiary is required to contribute, based on a certain percentage of the payroll costs of its employees, to the retirement benefit scheme and has no further obligations for the actual payment of pensions or post-retirement benefits beyond the annual contributions. The total amount provided by the Group to the scheme in the PRC and charged to profit or loss are RMB8,204,000 or the years ended December 31, 2025 (2024: RMB6,343,000). During the reporting period, no forfeited contributions had been used by the Group to reduce the existing level of contributions.

35. PARTICULARS OF SUBSIDIARIES

Details of the subsidiaries directly held by the Company at the end of the reporting period are set out below:

Name of subsidiaries	Place/country and date of establishment/ incorporation	Issued and fully paid in/registered capital	Equity interest attributable to the Company As at December 31, 2025	2024	Principal activities
Macroimmune Inc.	USA/January 6, 2014	US$20,000	**100%**	100%	Research, development and commercialization of innovative therapies
宜明探科生物醫藥技術 (上海)有限公司 (ImmuneTank Biopharmaceuticals (Shanghai) Co., Ltd). *	The PRC/ February 5, 2018 Limited liability company	–	**100%**	100%	Research, development and commercialization of innovative therapies
ImmuneOnco Hong Kong Limited	Hong Kong/September 15, 2021	HK$5,000,000	**100%**	100%	Research, development and commercialization of innovative therapies
宜明昂科生物藥業 (上海)有限公司 (ImmuneOnco Pharmaceutical Biological (Shanghai) Co., Ltd). *	The PRC/ September 28, 2021 Limited liability company	–	**100%**	100%	Research, development and commercialization of pharmaceutical drug
宜明凱爾生物醫藥技術(上海)有限公司 (ImmuneCare Biopharmaceutical (Shanghai) Co., Ltd.)*	The PRC/ January 4, 2024 Limited liability company	RMB2,000,000	**93%**	93%	Research, development and commercialization of innovative therapies
ImmuneOnco Holdings Limited	BVI/ June 7, 2024	US$1	**100%**	100%	Investment holding

* The English names are for identification purpose only

36. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's consolidated statement of cash flows as cash flows from financing activities.

	Lease liabilities RMB'000	**Accrued issue costs** RMB'000	**Borrowings** RMB'000	**Total** RMB'000
As at January 1, 2024	14,793	299	59,980	75,072
Issue cost accrued	—	3,673	—	3,673
Financing cash flow	(6,249)	(3,685)	52,778	42,844
Finance costs	817	—	2,632	3,449
New leases entered	11,609	—	—	11,609
As at December 31, 2024	**20,970**	**287**	**115,390**	**136,647**
Issue cost accrued	**—**	**5,084**	**—**	**5,084**
Financing cash flow	**(7,214)**	**(4,871)**	**94,090**	**82,005**
Finance costs	**814**	**—**	**4,490**	**5,304**
New leases entered	**634**	**—**	**—**	**634**
Lease modification	**(1,148)**	**—**	**—**	**(1,148)**
As at December 31, 2025	**14,056**	**500**	**213,970**	**228,526**

37. STATEMENT OF FINANCIAL POSITION AND RESERVES OF THE COMPANY

	As at December 31, 2025 RMB'000	2024 RMB'000
Non-current assets		
Property and equipment	**19,953**	27,280
Right-of-use assets	**13,277**	20,065
Investments in subsidiaries	**6,641**	6,641
Other non-current assets	**7,881**	5,913
	47,752	59,899
Current assets		
Trade receivables	**1**	16
Prepayments and other receivables	**40,592**	35,516
Amounts due from subsidiaries	**26,150**	88,136
Financial assets at FVTPL	**296,460**	274,521
Term deposit with original maturity over three months	**40,000**	—
Cash and cash equivalents	**666,768**	467,264
	1,069,971	865,453
Assets classified as held for sale	**—**	10,000
	1,069,971	875,453
Current liabilities		
Trade and other payables	**47,596**	66,170
Contract liabilities	**25,252**	32,900
Borrowings	**183,470**	100,890
Lease liabilities	**6,856**	6,421
	263,174	206,381
Net current assets	**806,797**	669,072
Total assets less current liabilities	**854,549**	728,971
Non-current liabilities		
Borrowings	**25,500**	14,500
Lease liabilities	**7,200**	14,549
	32,700	29,049
Net assets	**821,849**	699,922
Capital and reserves		
Share capital	**431,508**	407,308
Reserves	**390,341**	292,614
Total equity	**821,849**	699,922

37. STATEMENT OF FINANCIAL POSITION AND RESERVES OF THE COMPANY *(Continued)*

	Share premium RMB'000	Share-based payment reserve RMB'000	Accumulated losses RMB'000	Total RMB'000
As at January 1, 2024	913,460	171,118	(709,684)	374,894
Loss and total comprehensive expenses for the year	—	—	(295,608)	(295,608)
Issuance of ordinary shares	182,791	—	—	182,791
Share issuance costs	(3,673)	—	—	(3,673)
Recognition of equity-settled share-based payments	—	34,210	—	34,210
As at December 31, 2024 and January 1, 2025	**1,092,578**	**205,328**	**(1,005,292)**	**292,614**
Loss and total comprehensive expenses for the year	**—**	**—**	**(209,111)**	**(209,111)**
Issuance of ordinary shares	**296,154**	**—**	**—**	**296,154**
Share issuance costs	**(5,084)**	**—**	**—**	**(5,084)**
Recognition of equity-settled share-based payments	**—**	**15,768**	**—**	**15,768**
As at December 31, 2025	**1,383,648**	**221,096**	**(1,214,403)**	**390,341**

38. SUBSEQUENT EVENTS

(a) ImmuneOnco regains global rights to IMM2510 and IMM27M

On January 6, 2026, the Company had entered into an agreement to terminate the License and Collaboration Agreement with the independent third party. According to this agreement, all the licenses previously granted (including global development and commercialization rights outside the Greater China region) have been returned to the Company. However, the independent third party was granted a limited license to gradually terminate its clinical development activities.

The termination will not affect the upfront and milestone payments that the Company has received from the independent third party under the License and Collaboration Agreement. The remaining contract liabilities will be recognised in revenue in 2026.

(b) Related-Party Loan Agreement

On February 10, 2026, the Company entered into a loan agreement with Dr. Tian Wenzhi to provide Dr. Tian Wenzhi with a loan of RMB13,724,000 with a 12-month maturity date and the interest rate of the one-year loan prime rate published by the National Interbank Funding Center on the last business day before the drawdown date.

Certain shares owned by Dr. Tian Wenzhi shall be held in escrow by the Company to secure the repayment of the loan.

The loan was fully disbursed to Dr. Tian Wenzhi on February 10, 2026.

A summary of the results and of the assets and liabilities of the Group for the last four financial years*, as extracted from the audited financial information and financial statements, is set out below.

	For the year ended December 31,			
	2025	2024	2023	2022
	RMB'000	RMB'000	RMB'000	RMB'000
Revenue	**154,294**	74,149	386	538
Cost of Sales	**(1,110)**	—	—	—
Other income	**16,655**	11,763	18,245	14,657
Other gains and losses, net	**(7,575)**	(11,474)	1,778	(29,436)
Research and development expenses	**(322,275)**	(322,759)	(291,944)	(277,346)
Administrative expenses	**(53,944)**	(64,820)	(80,424)	(92,796)
Listing expenses	**—**	—	(25,976)	(17,724)
Finance costs	**(5,304)**	(3,449)	(1,524)	(787)
Loss before tax	**(219,259)**	(316,590)	(379,459)	(402,894)
Income tax expense	**(29)**	—	—	—
Loss for the year	**(219,288)**	(316,590)	(379,459)	(732,949)

	As of December 31,			
	2025	2024	2023	2022
	RMB'000	RMB'000	RMB'000	RMB'000
Non-current assets	**41,698**	54,058	187,890	188,107
Current assets	**1,056,702**	787,742	686,700	651,871
Current liabilities	**275,566**	214,642	115,908	51,737
Net current assets	**781,136**	653,296	570,792	600,134
Total assets less current liabilities	**822,834**	707,354	758,682	788,241
Non-current liabilities	**32,700**	29,049	10,395	9,020
Net assets	**790,134**	678,305	748,287	779,221
Total Equity	**790,134**	678,305	748,287	779,221

* The H Shares of the Company were listed on the Main Board of the Stock Exchange under Chapter 18A of the Listing Rules on September 5, 2023.

Definitions and Glossary

In this annual report, unless the context otherwise requires, the following expressions shall have the following meanings.

"AGM"	the forthcoming annual general meeting of the Company
"Articles of Association" or "Articles"	the articles of association of our Company, as amended, supplemented or otherwise modified from time to time
"Audit Committee"	the audit committee of our Board
"Board" or "Board of Directors"	the board of Directors of our Company
"CDMO(s)"	contract development and manufacturing organization, which is a pharmaceutical company that develops and manufactures drugs for other pharmaceutical companies on a contractual basis
"China" or "PRC"	the People's Republic of China and, for the purpose of this annual report, excludes Hong Kong, the Macao Special Administrative Region of the PRC and Taiwan, China; "Chinese" shall be construed accordingly
"Company," "our Company" or "the "Company"	ImmuneOnco Biopharmaceuticals (Shanghai) Inc. (宜明昂科生物醫藥技術(上海)股份有限公司), a joint stock company incorporated in the PRC with limited liability on June 14, 2022, or, where the context requires (as the case may be), its predecessor, ImmuneOnco Biopharmaceuticals (Shanghai) Co., Ltd. (宜明昂科生物醫藥技術(上海)有限公司), a limited liability company established in the PRC on June 18, 2015
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"connected transaction(s)"	has the meaning ascribed to it under the Listing Rules
"core connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Core Product"	IMM01 (Timdarpacept), the designated "core product" as defined under Chapter 18A of the Listing Rules
"Corporate Governance Code"	the Corporate Governance Code set out in Appendix C1 to the Listing Rules
"CRO(s)"	contract research organization, a company provides support to the pharmaceutical, biotechnology, and medical device industries in the form of research and development services outsourced on a contract basis
"CSRC"	the China Securities Regulatory Commission (中國證券監督管理委員會)
"Director(s)" or "our Director(s)"	the director(s) of our Company
"Dr. Tian"	Dr. Tian Wenzhi (田文志), the chairman of the Board, the chief executive officer, the chief scientific officer and the executive Director of our Company

"Employee Shareholding Platforms"	the Onshore Employee Shareholding Platforms and the Offshore Employee Shareholding Platform
"FDA"	the Food and Drug Administration of the United States
"Global Offering"	the global offering of the Company's H Shares on the Stock Exchange
"Group", "our Group", "we", "us" or "our"	our Company and all of its subsidiaries, or any one of them as the context may require or, where the context refers to any time prior to its incorporation, the business which its predecessors or the predecessors of its present subsidiaries, or any one of them as the context may require, were or was engaged in and which were subsequently assumed by it
"H Share Registrar"	Computershare Hong Kong Investor Services Limited
"H Share(s)"	overseas listed foreign share(s) in the share capital of our Company with a nominal value of RMB1.00 each, which is/are subscribed for and traded in Hong Kong dollars and listed on the Stock Exchange
"Halo Investment II" or "Offshore Employee Shareholding Platform"	Halo Biomedical Investment II Limited, a business company incorporated in the British Virgin Islands on October 20, 2021, one of our Employee Shareholding Platforms, and one of our Controlling Shareholders
"Halo LP"	Halo Biomedical LP, a limited partnership established under the laws of the British Virgin Islands on October 19, 2021, the sole shareholder of Halo Investment II which is ultimately controlled by Dr. Tian
"HKD" or "HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Huabo Biopharm"	Huabo Biopharm (Shanghai) Co., Ltd. (華博生物醫藥技術(上海)有限公司), a limited company established under the laws of the PRC
"IFRSs"	International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the International Accounting Standards Board and the International Accounting Standards and interpretations issued by the International Accounting Standards Committee
"ImmuneOnco Shanghai"	ImmuneOnco (Shanghai) Biopharma Co., Ltd (宜明昂科生物藥業(上海)有限公司), a limited liability company established under the laws of the PRC on September 28, 2021, which is a wholly-owned subsidiary of our Company
"ImmuneTANK"	ImmuneTANK Biopharmaceuticals (Shanghai) Co., Ltd. (宜明探科生物醫藥技術(上海)有限公司), a limited liability company established under the laws of the PRC on February 5, 2018, which is a wholly-owned subsidiary of our Company

Definitions and Glossary

"ImmuneOnco Hong Kong"	ImmuneOnco Hong Kong Limited, a limited liability company established under the laws of Hong Kong on September 15, 2021, which is a wholly-owned subsidiary of our Company
"Jiaxing Changxian"	Jiaxing Changxian Enterprise Management L.P. (Limited Partnership) (嘉興昶咸企業管理合夥企業(有限合夥)), a limited liability partnership incorporated in the PRC on April 29, 2016, one of our Employee Shareholding Platforms
"Jiaxing Changyu"	Jiaxing Changyu Enterprise Management L.P. (Limited Partnership) (嘉興昶宇企業管理合夥企業(有限合夥)), a limited liability partnership incorporated in the PRC on March 24, 2021
"Listing"	the listing of the H Shares on the Main Board of the Stock Exchange on September 5, 2023
"Listing Date"	September 5, 2023, being the date on which the H Shares were listed and from which dealings therein were permitted to take place on the Stock Exchange
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time
"Macroimmune"	Macroimmune Inc, a limited liability company established under the laws of Delaware on January 6, 2014, which is a wholly-owned subsidiary of our Company
"Model Code"	the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules
"NMPA"	the National Medical Products Administration of the PRC (國家藥品監督管理局), successor to the China Food and Drug Administration or CFDA (國家食品藥品監督管理總局)
"Nomination Committee"	the nomination committee of our Board
"Onshore Employee Shareholding Platforms"	Jiaxing Changxian and Jiaxing Changyu
"Over-allotment Option"	has the meaning ascribed to it in the Prospectus
"Prospectus"	the prospectus of the Company dated August 24, 2023
"R&D"	research and development
"Remuneration Committee"	the remuneration committee of our Board
"Reporting Period"	the financial year ended December 31, 2025
"RMB"	Renminbi, the lawful currency of the PRC

"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, comprising the Unlisted Shares and H Shares
"Shareholder(s)"	holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to this term under the Listing Rules
"substantial Shareholder(s)"	has the meaning ascribed to it under the Listing Rules
"Supervisor(s)"	the supervisor(s) of the Company
"Supervisory Committee"	the supervisory committee of the Company
"Unlisted Share(s)"	ordinary share(s) issued by our Company with a nominal value of RMB1.00 each, which is/are not listed on any stock exchange
"U.S." or "United States"	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
"USD" or "US$"	United States dollars, the lawful currency of the United States
"ZJ Leading Initiating VC"	Shanghai Zhangjiang Leading Initiating Venture Capital (Limited Partnership) (上海張科領弋升帆創業投資中心(有限合夥)), a limited partnership incorporated under the laws of the PRC on September 17, 2015
"ZJ Leading SiQi VC"	Jiaxing Zhangke Lingyi Siqi Equity Investment Partnership (Limited Partnership) (嘉興張科領弋思齊股權投資合夥企業(有限合夥)), a limited partnership incorporated under the laws of the PRC on November 2, 2020
"%"	per cent.