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## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

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### BOARD

The Board consists of nine Directors, including three executive Directors, three non-executive Directors and three independent non-executive Directors. The Board is responsible for the management and operation of the Company. The major functions and responsibilities of the Board include, but are not limited to, convening general meetings, reporting on its work at the general meetings, implementing the resolutions passed at the general meetings, formulating business strategies and investment plans, formulating annual budgets and final accounts plans, developing profit distribution plans and deficit coverage plans as well as plans on increasing or decreasing the registered capital, and exercising other powers as conferred on the Board by the Articles of Association.

The following table contains certain information about the Directors:

<u>Name</u>	<u>Age</u>	<u>Position</u>	<u>Date of Appointment</u>	<u>Date of Joining the Group</u>	<u>Principal Roles and Responsibilities</u>
Meng Yanbin (孟琰彬)	49	Executive Director, chairman of the Board	February 22, 2017	January 2017	Participating in the formulation and implementation of the Company's business and operation strategies through the Board, and making decisions relating to the Company's major business and operations, presiding over the activities of the Board, taking responsibility for the construction and management of the Board
Wu Jian (武健)	55	Executive Director	February 22, 2017	June 1991	Presiding over the daily management of the Company and taking responsibility for the management of the Company's subsidiaries
Du Jin (杜進)	52	Executive Director	January 13, 2017	June 2006	Assisting with the management of the Company's daily operations and overseeing the Company's scientific research and development and technology management
Zhou Liulai (周劉來)	55	Non-executive Director, vice chairman of the Board	March 15, 2013	March 2013	Participating in the formulation and implementation of the Company's business and operation strategies through the Board, and making decisions relating to the Company's major business and operations
Luo Qi (羅琦)	50	Non-executive Director, vice chairman of the Board	November 18, 2014	November 2014	Participating in the formulation and implementation of the Company's business and operation strategies through the Board, and making decisions relating to the Company's major business and operations
Wang Guoguang (王國光)	53	Non-executive Director	February 22, 2017	July 2002	Participating in the formulation and implementation of the Company's business and operation strategies through the Board, and making decisions relating to the Company's major business and operations
Guo Qingliang (郭慶良)	62	Independent non-executive Director	February 22, 2017	February 2017	Participating in the Company's decision-making on important matters through the Board

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<u>Name</u>	<u>Age</u>	<u>Position</u>	<u>Date of Appointment</u>	<u>Date of Joining the Group</u>	<u>Principal Roles and Responsibilities</u>
Meng Yan (孟焰)	62	Independent non-executive Director	February 22, 2017	February 2017	Participating in the Company's decision-making on important matters through the Board
Hui Wan Fai (許雲輝)	42	Independent non-executive Director	May 15, 2018	May 2018	Participating in the Company's decision-making on important matters through the Board

### Executive Directors

**Mr. Meng Yanbin**, aged 49, is an executive Director and chairman of the Board, party committee secretary and legal representative of the Company. Before joining the Company, from August 1990 to August 1993, Mr. Meng worked as a technical cadre at Faculty 5 of Research Institute of Physical and Chemical Engineering of Nuclear Industry (“IPCE”). From August 1993 to November 2011, he served as assistant director and deputy director of the institution office, director of the foreign trade office, assistant to the president and manager of the foreign trade division and vice president of IPCE. From November 2011 to January 2017, he served as the general manager and deputy secretary of the party committee of China Nuclear (Tianjin) Machinery Co., Ltd. Mr. Meng has served as secretary of the party committee since January 2017, and has served as executive Director, chairman of the Board and legal representative of the Company since February 2017.

Mr. Meng received a bachelor's degree in mechanical design and manufacturing at the Mechanical Engineering Department II of the Northeastern University (previously known as Northeastern Institute of Technology) in July 1990, and a master's degree in business administration from Tianjin University in September 2004. Mr. Meng qualified as an assistant engineer in August 1991, and a senior engineer in May 2001. He was awarded the Tianjin Patent Excellence Award (Mobile Radioactive Wastewater Treatment Equipment) and the IPCE Science and Technology Award (First Class) (Mobile Radioactive Wastewater Treatment Equipment) in July 2009 and September 2009, respectively. Mr. Meng was awarded the Special Allowance Expertise Award from the State Council in May 2011 and was selected to participate in the New Entrepreneurs Training Project in Tianjin in January 2014. He was granted Labor Medals by the Tianjin Municipal Defense Industry and Tianjin Government in March 2015 and April 2015, respectively. Mr. Meng has served as a tutor at the students innovative entrepreneurial practice of the Department of Mechanical Engineering in Tsinghua University since September 2015 to date.

**Mr. Wu Jian**, aged 55, is an executive Director, general manager and deputy secretary of the party committee of the Company. Before joining the Company, Mr. Wu served as assistant engineer of the Isotope Department of CIAE from August 1983 to June 1991. From June 1991 to December 1996, he served as engineer of China Isotope. From November 1992 to January 1995, he worked as manufacturing manager and engineer of Shenzhen CICAM Manufacturing Co., Ltd.. From January 1997 to April 1998, Mr. Wu served as deputy manager of the foreign operation division of China Isotope. From April 1998 to March 2000, he served as assistant of the general manager, manager of the trade division and senior engineer of China Isotope. From March 2000 to August 2000, Mr. Wu studied at Suzhou Medical College sponsored by government funding. From June 2001 to May 2002, he was seconded to AEAT Company of the United Kingdom for work and study, and again received government sponsorship. From March 2002 to July 2002, he served as general manager of Shenzhen CICAM Manufacturing Co., Ltd. and from July 2002 to February 2011, he served as deputy general manager of China Isotope Company Limited. From March 2011 to February 2012, Mr. Wu served as a member of the preparation team of the Company. From February 2012 to May 2016, Mr. Wu served as

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deputy general manager of the Company and has served as general manager and deputy secretary of the party committee of the Company since May 2016, and served as an executive Director of the Company since February 2017. Mr. Wu served as the director of HTA from April 2012 to April 2016 and the chairman of the board of directors of HTA from April 2016 to June 2017. He has been the director of CNGT from May 2012. He also served as the chairman of the board of directors of Headway from February 2007 to March 2017. From August 2016 to date, he served as the deputy chairman of Beijing Clae-riar Rediosotope Technique Co., Ltd.

Mr. Wu received a bachelor's degree in production process automation from Beijing University of Chemical Technology (formerly known as Beijing Institute of Chemical Technology) in June 1991. He received the Executive Master of Business Administration (EMBA) from Renmin University of China in January 2010. Mr. Wu is a professorship senior engineer. In 2008, he was awarded the Outstanding Contributor Capital Operation Award in High Tech Industry by CNNC. In 2013, he was awarded the Special Allowance Expertise Award from the State Council. Since October 2014, he has served as a standing committee member of the 10th Committee of Chinese Society of Nuclear Medicine. Since July 2016, Mr. Wu served as a standing committee member of the 10th Committee of the Nuclear Medicine Branch of Beijing Medical Association. Since November 2016, he has served as the executive vice president of the 6th Council of China Isotope and Radiation Industry Association.

**Mr. Du Jin**, aged 52, is an executive Director and chief engineer of the Company. Before joining the Company, from August 1986 to May 1997, Mr. Du served as engineer and associate researcher of the Isotope Department of CIAE. From May 1995 to August 1995, he studied at MAP Medical Technologies, Finland. From March 1996 to September 1996, as a visiting scholar, he worked at the Radioisotope Department of Japan Atomic Energy Research Institute. From June 1997 to January 2002, Mr. Du worked as senior researcher at MAP Medical Technologies Oy, Finland. From February 2002 to June 2006, he served as researcher at the Isotope Department of CIAE, and as a professor of the Joint Radiopharmaceutical Laboratory of Peking University Health Science Center. Mr. Du served as researcher and deputy chief engineer of the Company and its predecessor, China Isotope, from June 2006 to May 2016. He has served as chief engineer of the Company since May 2016. In addition, since January 2017, Mr. Du has also served as director of Shanghai GMS Pharmaceutical, and has been a director of HTA since April 2015.

Mr. Du received a bachelor's degree in organic chemistry engineering from Wuhan Institute of Technology in July 1986 and a master's degree in inorganic and analytical chemistry from University of Jyväskylä in Finland in December 1998. He received a doctorate in inorganic and analytical chemistry from University of Jyväskylä in Finland in August 2001. Mr. Du was awarded second prize in the National Defense Science and Technology Award in November 2002. In 2016, he was awarded the Special Allowance Expertise from the State Council. He has been a member of the Eighth Committee of the Nuclear Chemistry and Radiochemistry Chapter of the Chinese Nuclear Society since March 2013. Mr. Du has been a member of the Editorial Board of *Nuclear Chemistry and Radiochemistry* since November 2013, and since October 2014 has served as deputy editor-in-chief of the Fifth Editorial Board of *Isotope*. Since October 2014, he has also served as deputy director of the Sixth Council of the Isotope Branch of China Nuclear Society. Since May 2015, Mr. Du has served as deputy group leader of the radiopharmaceutical group of the 10th Committee of the Chinese Society Nuclear Medicine. Since December 2015, he has been a standing member of the First Cancer Nuclear Medicine Professional Committee of Chinese Anti-Cancer Association. He has also been a member of the National Committee for Nuclear Energy Standardization (SAC / TC58) and vice committee director of the Radioisotope Technical Committee (SAC / TC58 / SC4) since July 2015. Since

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December 2016, he has been a member of the Fourth Committee on Science and Technology of CNNC, and deputy director of the Specialized Committee of Nuclear Technology Industrialization.

### Non-executive Directors

**Mr. Zhou Liulai**, aged 55, is a non-executive Director and vice chairman of the Board of the Company. Before joining the Company, from August 1983 to July 1985, Mr. Zhou worked at the Editing and Publishing Department of the Intelligence Unit under CIAE. From August 1985 to July 1986, he worked as a teacher in Xupu, Hunan Province as a member of the Central Lecturer Group. From August 1986 to November 2002, he served as deputy director, director of the office of academic affairs and assistant director, deputy director, executive deputy director and party committee secretary of the Graduate Department of Nuclear Industry under CNNC and deputy director of Nuclear Industry Training Center. From November 2002 to November 2011, he served as dean of the Nuclear Industry Management Cadre College, director and party committee secretary of the Nuclear Industry Training Center, and vice president of Nuclear Industry Party School. From November 2011 to July 2012, he worked as the secretary of Party Leadership Group and head of the discipline inspection group and deputy general manager of Baoyuan Investment. Since July 2012 to date, he has worked as party secretary and vice president of CIAE. Since March 2013 to date, Mr. Zhou has served as a non-executive Director and vice chairman of the Board of the Company.

Mr. Zhou obtained a bachelor's degree in computational mathematics from Peking University in July 1983 and a master's degree in business administration from Tsinghua University in January 2000.

**Mr. Luo Qi**, aged 50, is a non-executive Director and vice chairman of the Board of the Company. Before joining the Company, from June 1991 to January 2009, he worked as senior engineer, vice president and professorship senior engineer at NPIC. He has been the president of NPIC since January 2009, and a Director and vice chairman of the Board of the Company since November 2014.

Mr. Luo was awarded a master's degree in thermophysics from Xi'an Jiaotong University in June 1991. Mr. Luo has the technical title of professorship senior engineer. Mr. Luo is also a member of the 12th National Committee of the Chinese People's Political Consultative Conference.

**Mr. Wang Guoguang**, aged 53, is a non-executive Director of the Company. Before joining the Company, from August 1985 to October 1988, Mr. Wang served as a research intern at the radiochemistry department of CIAE. From September 1986 to June 1987, he served as a teacher of the Central Instructor's Group (Hunan group). From October 1988 to June 1999, he served as secretary, deputy chief, chief, assistant director and chief, and deputy head of the Secretariat of the General Office of CNNC. From September 1995 to September 1996, he was the assistant general manager of Qinshan Nuclear Power Company. From July 1999 to November 2001, Mr. Wang served as deputy director of the investment management division of CNNC. From November 2001 to July 2002, he served as deputy director of the general manager division of CNNC. From July 2002 to February 2011, Mr. Wang served as general manager and acting secretary of China Isotope. From March 2011 to February 2012, Mr. Wang served as head of the preparation team of the Company. From February 2012 to March 2016, he was the Company's general manager and worked as the Company's secretary of party committee from January 2012 to March 2016. Since March 2016 to March 2017, he has been party secretary and deputy director of the nuclear power division of CNNC. From March 2017 to

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November 2017, he served as the director of the nuclear technology application industry division of CNNC. Since November 2017, he has served as a director of the general office of CNNC.

Mr. Wang received a bachelor's degree of engineering in chemistry from the Chemical Engineering Department of Qingdao Institute of Chemical Technology in July 1985. He received a master's degree in business administration for senior management from University of Texas at Arlington in May 2006. Mr. Wang obtained the Outstanding Contributor Award in High Tech Industry granted by CNNC in March 2008, the Excellent Manager Award in High Tech Industry granted by CNNC in June 2009, the Special Allowance Expertise Award (Engineering Technology) from the State Council in February 2011, and first prize for Progress Award of Science and Technology granted by CNNC in November 2013.

### Independent non-executive Directors

**Mr. Guo Qingliang**, aged 62, is an independent non-executive Director of the Company. Before joining the Company, from June 2000 to August 2007, Mr. Guo worked as deputy director of Shandong Provincial Policy Research Office; from August 2007 to January 2013, he served as director of the General Office of the Ministry of Justice, and from January 2013 to May 2016, he served as chairman of China Legal Services (Hong Kong) Limited. Mr. Guo has served as vice president of the Eighth China Notary Association in February 2017. Mr. Guo is currently a member of the Nomination Committee and the Remuneration and Appraisal Committee of the Company.

Mr. Guo was awarded a bachelor's degree in education majoring in politics from Qufu Normal University in June 1983.

**Mr. Meng Yan**, aged 62, is an independent non-executive Director of the Company. Mr. Meng currently serves as professor and a PhD supervisor at the Accounting College of the Central University of Finance and Economics. Mr. Meng has been an executive director of the Accounting Society of China since June 2007. He has been a member of the China Cost Research Society since March 2011. Mr. Meng served as an independent director of Wanhua Chemical Group Co., Ltd. from August 2009 to February 2016. Since June 2005 to date, he has served as an independent non-executive director of Jolimark Holdings Limited (stock code: 02028.HK). Since November 2009 to date, he has served as an independent non-executive director of China Longyuan Power Technology Developing Corporation (stock code: 00916.HK). Since April 2012 to date, he has served as an independent director of COFCO Property (Group) Co., Ltd. (stock code: 000031.SZ). Since April 2016 to date, he has served as an independent director of Beijing Bus Media Co., Ltd. (stock code: 600386.SH). From December 2017 to date, he has served as an independent director of Beijing Capital Co., Ltd. (stock code: 600008 SH). Save as disclosed above, Mr. Meng has not held a directorship in any other listed company in the three years prior to the date of this prospectus. Mr. Meng is currently a member of the Audit and Risk Management Committee of the Company, and president of the Remuneration and Appraisal Committee of the Company.

Mr. Meng was awarded a bachelor's degree in accounting and a master's degree in accounting from the Central Institute of Finance and Banking in July 1982 and July 1988, respectively. He was awarded a doctorate from the Institute of Fiscal Science under the MOF in August 1997. In September 1993, Mr. Meng was awarded the title of National Excellent Teacher by the State Education Commission and the Ministry of Personnel. In October 1997, he was awarded the Special Government Allowance of the State Council by the State Council. In September 2011, the Ministry of Education awarded him the University Distinguished Teacher.

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**Mr. Hui Wan Fai (許雲輝)**, aged 42, is an independent non-executive Director of the Company. Before joining the Company, from August 2006 to July 2010, Mr. Hui served as a managing director of Pacific Alliance Group, and from June 2010 to March 2012, he served as a managing director of The Blackstone Group (HK) Limited. Mr. Hui has been an independent non-executive director of the Greentown China Holdings Limited (Hong Kong Stock Exchange Stock Code: 3900) since April 2012. Mr. Hui has been the managing partner of PAG Consulting Ltd since March 2012. Save as disclosed above, Mr. Hui has not held a directorship in any other listed company in the three years prior to the date of this prospectus.

Mr. Hui obtained a bachelor's degree in Business Administration from The University of Hong Kong in 1998 and a Master's degree in International and Public Affairs from The University of Hong Kong in 2002. He also obtained a master's degree in Business Administration from INSEAD in 2004. Mr. Hui is a member of the Association of Chartered Certified Accountants, United Kingdom, and holds the qualifications of the Chartered Financial Analyst from the Association for Investment Management and Research, and Associate of HKICS from the Hong Kong Institute of Company Secretaries. Mr. Hui is a permanent resident of and is ordinarily resident in Hong Kong.

### Board of Supervisors

The Board of Supervisors consists of five Supervisors, including two employee representative Supervisors. The terms of reference of the Board of Supervisors include, but are not limited to: reviewing and verifying the financial statements, business reports and profit distribution plans prepared by the Board of Directors, supervising financial activities, supervising the performance of Directors and senior management in the performance of their respective duties, requiring Directors and senior management to correct their acts which are detrimental to the interests of the Company, and exercising other powers conferred by the Articles of Association.

The following table contains certain information on the Supervisors:

<u>Name</u>	<u>Age</u>	<u>Position</u>	<u>Date of Appointment</u>	<u>Date of Joining the Group</u>	<u>Principal Roles and Responsibilities</u>
Zhang Qingjun (張慶軍)	47	Supervisor, chairman of the Board of Supervisors	February 22, 2017	May 2011	Overseeing the work of the Board of Supervisors and organizing Supervisors to supervise the operation and financial activities of the Company
Liu Zhonglin (劉忠林)	49	Supervisor	February 22, 2017	February 2017	Supervising the operation and financial activities of the Company
Chen Shoulei (陳首雷)	52	Supervisor	February 22, 2017	February 2017	Supervising the operation and financial activities of the Company
Li Guoxiang (李國祥)	42	Supervisor	August 15, 2016	August 1997	Supervising the operation and financial activities of the Company
Zhang Yiming (張軼名)	36	Supervisor	August 15, 2016	August 2012	Supervising the operation and financial activities of the Company

**Mr. Zhang Qingjun**, aged 47, is a Supervisor and chairman of the Board of Supervisors of the Company. Before joining the Company, Mr. Zhang served as an accountant, assistant director, deputy director, and director in the finance division of the Fourth Research and Design Engineering Corporation of CNNC. From August 2005 to February 2007, he worked at the audit division of CNNC on secondment. From October 2010 to June 2012, he worked as deputy director of the finance division of CNNC. From May 2011 to October 2012, Mr. Zhang served as the Supervisor of our Company. From June 2012 to March 2015, he worked as chief accountant of Sichuan Environmental Protection

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Engineering (821 Plant), and he has served as deputy director of the finance division of CNNC since March 2015 to date. Mr. Zhang has also served as a Supervisor and chairman of the Board of Supervisors since February 2017.

Mr. Zhang graduated from the Chemical Department of the Shijiazhuang Management Officer Academy in June 1998. He graduated from the Renmin University of China School of Continuing Education in September 2009. Mr. Zhang is a senior accountant, certified public accountant and certified asset appraiser. He has also served as a supervisor of Hualong Pressurized Water Reactor Technology Corporation, Ltd. since January 2016. Mr. Zhang won second prize in the 2013 National Defense Science and Technology Industry Enterprise Management Innovation Achievement Award (中國國防科技工業企業管理創新成果二等獎) and second prize in the CNNC Management Innovation Achievement Award (中核集團管理創新成果二等獎).

**Mr. Liu Zhonglin**, aged 49, is a Supervisor of the Company. Before joining the Company, Mr. Liu served as accountant, deputy chief, chief of the finance division, director of finance and auditing division, deputy chief accountant and chief accountant of the Sixth Design and Research Institute of China North Industries Group Corporation from July 1990 to December 2010. From December 2010 to July 2012, he served as the chief accountant of China Weapon Industry Northern Engineering Design Institute Co., Ltd. (中國兵器工業北方工程設計研究院有限公司). From July 2012 to July 2015, he served as the chief accountant of Shandong Special Industrial Group. From July 2015 to date, he has served as chief accountant of CIAE. Mr. Liu has been a Supervisor of the Company since February 2017.

Mr. Liu received a bachelor's degree in financial accounting from Shenyang Institute of Technology in July 1990. Mr. Liu is a senior accountant at researcher level, and a PRC certified public accountant. Mr. Liu was awarded the title of "The New Long March Pioneer in North Design Research Institute" (北方設計研究院新長征突擊手) in April 1993. He participated in the Knowledge Contest of Accounting Rules in Hebei Province on behalf of the State Commission of Science and Technology for National Defense Industry (國防科工委) and obtained third prize in June 1995, and was awarded the title of "Outstanding Communist Party Member in North Design Research Institute" in 1999 and 2000.

**Mr. Chen Shoulei**, aged 52, is a Supervisor of the Company. From October 1986 to December 2007, he worked as assistant accountant, accountant of the finance division, vice section chief of the finance section, acting deputy chief, deputy chief, chief of the finance division, and director of the financial assets division in the Fifth Research and Design Institute of the Nuclear Industry. From January 2008 to January 2013 he worked as deputy director and senior accountant in the finance and accounting division of China Nuclear Power Engineering. From January 2013 to March 2016, he worked as director of the supervision and audit division of China Nuclear Power Engineering. Since March 2016 to date, he has served as chief accountant of NPIC. Mr. Chen has been a Shareholder representative Supervisor of the Company since February 2017 to date.

Mr. Chen received a bachelor's degree in auditing (accounting) from Wuhan University in July 1995. Mr. Chen is a senior accountant. He qualified as an assistant accountant in October 1989 and was certified as an accountant in November 1993, then as a senior accountant on March 27, 2000.

**Mr. Li Guoxiang**, aged 42, is an employee representative Supervisor of the Company. Before joining the Company, Mr. Li worked in BNIBT from August 1997 to August 1998. From August 1998 to April 2013, he worked as senior engineer and deputy manager of the medical products division of

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Isotope Corporation. Mr. Li served as deputy manager of the medical application division of the Company from April 2013 to July 2016. He has served as deputy manager (presiding over the Company's business) of the medical application division of the Company since July 2016. Since July 2017, he has served as the general manager of Beijing Branch of the Company. Since August 2016 to date, he served as the Company's employee representative Supervisor.

Mr. Li received a bachelor's degree in biochemistry from the Department of Applied Biology of the Bioengineering Institute of East China University of Science and Technology in July 1997. Mr. Li is a qualified senior engineer.

**Mr. Zhang Yiming**, aged 36, is an employee representative Supervisor of the Company. Before joining the Company, from July 2006 to July 2012, he worked at Beijing Radiation Safety Technology Center. Mr. Zhang has worked at the safety quality division of the Company since August 2012. From June 2016 to August 2017, he served as the deputy director of China National Nuclear Corporation Dalian Institute of Applied Technology on secondment. Since August 2017, he has served as the deputy director of the safety and quality department of the Company (presiding over the Company's business). Mr. Zhang has been the employee representative Supervisor of our Company since August 2016.

Mr. Zhang obtained a bachelor's degree in electronic information engineering from North China Institute of Science and Technology in July 2006. He received a master's degree in nuclear energy and nuclear technology engineering from Tsinghua University in June 2012. Mr. Zhang is a senior engineer; and his research project, a low background gamma spectrometer analysis device, received a utility model patent, issued by China State Intellectual Property Office in March 2016.

### Senior management

The following table contains certain information about the senior management of the Company:

<u>Name</u>	<u>Age</u>	<u>Position</u>	<u>Date of Appointment</u>	<u>Date of Joining the Group</u>	<u>Principal Roles and Responsibilities</u>
Wu Jian (武健)	55	General Manager	May 25, 2016	June 1991	Overseeing the daily management of the Company, and taking charge of the management work of subordinate enterprises, and the work of the marketing department and the investment department of the Company
Wu Laishui (吳來水)	44	Chief Accountant, Chief Legal Officer	December 18, 2015	April 2009	Assisting with the management of the Company's daily operations, taking responsibility for the Company's financial management, internal control management, legal affairs and other related work
Du Jin (杜進)	52	Chief Engineer	May 25, 2016	June 2006	Assisting with the management of the Company's daily operations, taking responsibility for the research, development and management of the Company's new technologies and new products
Fan Guomin (范國民)	47	Deputy General Manager	May 25, 2016	December 2011	Assisting with the management of the Company's daily operations, taking responsibility for the relevant work of subordinate enterprises and enterprise safety quality management



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<u>Name</u>	<u>Age</u>	<u>Position</u>	<u>Date of Appointment</u>	<u>Date of Joining the Group</u>	<u>Principal Roles and Responsibilities</u>
Wang Suohui (王鎖會)	43	Deputy General Manager	February 22, 2017	February 2017	Assisting with the management of the Company's daily operations, taking responsibility for the Company's business in the field of radiation processing and administrative affairs, system construction, document management, confidentiality and procurement related works.

**Mr. Wu Jian**, aged 55, is an executive Director and general manager of the Company. Please refer to the section above (— Board of Directors — Executive Director) for details of his biography.

**Mr. Wu Laishui**, aged 44, is chief accountant and chief legal officer of the Company. Prior to joining the Company, from April 1997 to November 1997, Mr. Wu was as an accountant with Hardware Plastic Products Factory of Shenzhen CNNC Xiehe Industry Company. From November 1997 to April 1998, he served as an accountant of Shenzhen CNNC Xiehe Industry Company. From April 1998 to August 2005, he served as a cashier and accountant of China National Nuclear Corporation (Shenzhen) Limited. From August 2005 to December 2006, he served as deputy chief of the company administrative section of the asset operation division of CNNC. From January 2007 to March 2009, he served as deputy manager of finance division of China National Nuclear Corporation (Shenzhen) Limited. From April 2009 to December 2010, he managed the risk audit division of China Isotope Co., Ltd.. From January 2011 to July 2014, he worked as the chief of the audit division of the audit division of CNNC. From July 2014 to December 2015, he worked as chief accountant of the Fourth Research and Design Engineering Corporation of CNNC. Since December 2015 to date, he has served as chief accountant of the Company. Since August 2016 to date, he has served as chief legal officer of the Company. Since April 2016 to date, he has been a director of HTA and CNGT. Since May 2016, he has also served as the legal representative and executive director of China Isotope (Shanghai) Co., Ltd.. Since January 2016 to date, he has served as a supervisor of CNNC Financial Leasing Company.

Mr. Wu graduated from Shanghai Institute of Building Materials in July 1995, majoring in accounting. Mr. Wu was awarded National Internal Audit Advanced Worker in 2014. Mr. Wu is a senior accountant, and is qualified as a certified public accountant of China, certified tax agent of China, and received a qualification from the Association of Chartered Certified Accountants.

**Mr. Du Jin**, aged 52, is an executive Director and chief engineer of the Company. Please refer to the section above (— Board — Executive Directors) for details of his biography.

**Mr. Fan Guomin**, aged 47, is the deputy general manager of the Company. Before joining the Company, Mr. Fan served as the team leader of the fire source team in Section 52 at the Isotope Department of CIAE from July 1995 to July 2001. He served as director of the sales division in the Isotope Department of CIAE from July 2001 to March 2003, and as the director of the marketing division, assistant president, vice president and senior engineer of Isotope Division of HTA from March 2003 to June 2012. He also served as the deputy general manager and senior engineer of Headway from July 2012 to September 2012. From September 2012 to May 2016, he served as the general manager of Headway. Mr. Fan has served as the deputy general manager of the Company since May 2016. Mr. Fan was appointed as the chairman of the board of directors of HTA in June 2017 and the chairman of the board of directors of CNGT in July 2017, respectively. From March 2017 to date, he served as the chairman of the board of directors of Headway. From January 2017 to date, he served

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as the deputy chairman of Shanghai GMS Pharmaceutical. From August 2016 to date, he served as the deputy chairman of Beijing Clae-riar Rediosotope Technique Co., Ltd.

Mr. Fan received a bachelor's degree in science (Radiochemistry) from the Department of Chemistry of the Sichuan University (formerly known as Sichuan United University) in July 1995. Mr. Fan is a qualified senior engineer.

**Mr. Wang Suohui**, aged 43, is deputy general manager of the Company. Before joining the Company, from July 1997 to March 1999, Mr. Wang served as assistant engineer of the Fourth Research and Design Engineering Corporation of CNNC. From March 1999 to June 2002, he served as supervising engineer of CNNC Star Construction Project Management Co, Ltd.. From July 2002 to December 2007, he served as director and senior engineer of the Fourth Research and Design Engineering Corporation of CNNC. From January 2008 to January 2017, he served as principal staff member, deputy chief, chief of the division of plan and development of CNNC. Mr. Wang has served as Deputy General Manager of the Company since January 2017. Mr. Wang has been serving as the chairman of the board of directors of CNNC Tongxing since May 18, 2017. From May 2017 to date, he served as the chairman of the board of directors of BINE.

Mr. Wang obtained a bachelor's degree in chemical equipment and mechanisms from the Mechanical Engineering Department of Hebei University of Science and Technology in July 1997. He received a master's degree in nuclear energy and nuclear technology engineering from Tsinghua University in January 2010. Mr. Wang is a qualified senior engineer.

### KINSHIP

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

### JOINT COMPANY SECRETARIES

**Mr. Wu Laishui** is the chief accountant and the chief legal officer of the Company and one of the joint company secretaries. Please refer to the paragraph headed - Senior management above for details of his biography.

**Ms. Kam Mei Ha Wendy** is a joint company secretary of the Company. Ms. Kam is a director of the Corporate Services Division at Tricor Services Limited (“**Tricor**”). Tricor is a global professional services provider specializing in business, corporate and investor services.

Ms. Kam has more than 25 years' experience in corporate services area and has been providing professional corporate services for Hong Kong-listed companies, multinational companies, private companies and offshore companies. Before joining Tricor, Ms. Kam served as manager of the company secretarial department of Ernst & Young, Hong Kong. Ms. Kam currently serves as a company secretary/joint company secretary in six companies listed on the Stock Exchange, namely China CITIC Bank Corporation Limited (stock code: 998), Nanjing Sinolife United Company Limited (stock code: 3332), Fuyao Glass Industry Group Co., Ltd. (stock code: 3606), Zhongsheng Group Holdings Limited (stock code: 881), Wisdom Sports Group (stock code: 1661) and China Unienergy Group Limited (stock code: 1573).

Ms. Kam graduated from the City Polytechnic of Hong Kong (now referred to as the “City University of Hong Kong”) with a professional diploma in company secretaryship and administration

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in November 1990. Ms. Kam is a chartered secretary and a fellow member of the Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administrators in United Kingdom. She holds a Practitioner's Endorsement Certificate from the Hong Kong Institute of Chartered Secretaries. Ms. Kam is a member of the Companies Registry Customer Liaison Group and regularly exchanges views on the services provided, and new measures adopted, by the Registry with the Companies Registry and other members (including the representatives of the Law Society of Hong Kong, Hong Kong Institute of Certified Public Accountants, the Hong Kong Institute of Chartered Secretaries and Hong Kong Association of Banks).

### BOARD COMMITTEES

The Company has established three Board committees in accordance with the relevant PRC laws and regulations and the corporate governance practice under the Listing Rules, including the Nomination Committee, the Remuneration and Appraisal Committee, and the Audit and Risk Management Committee.

#### Nomination Committee

The Nomination Committee of the Company consists of three Directors, namely Mr. Meng Yanbin (chairman of the Board and executive Director), Mr. Guo Qingliang (independent non-executive Director), and Mr. Hui Wan Fai (independent non-executive Director). Mr. Meng Yanbin currently serves as the chairman of the Nomination Committee. The primary duties of the Nomination Committee include:

- (a) to formulate criteria, procedures and methods for the election of Directors and senior management of the Company and propose these to the Board for consideration;
- (b) to review regularly the structure, quorum, members and related qualifications of the Board every year, and make recommendations to the Board in respect of the relevant issues and develop the diversified policy of the members of the Board;
- (c) to assist the regulatory bodies in reviewing and making recommendations to the Board on the nomination of candidates for Directors, general manager and secretary of the Board;
- (d) to assist the regulatory bodies in reviewing the candidates of other manager-level members nominated by the general manager and make recommendations to the Board;
- (e) to review the independence of independent non-executive Directors;
- (f) to propose the plan and proposal for talent reserve program;
- (g) to make recommendations to the Board on the appointment and reappointment of Directors and the succession plan of Directors; and
- (h) other functions and powers authorized by the Board.

#### Remuneration and Appraisal Committee

The Remuneration and Appraisal Committee of the Company consists of three Directors, namely Mr. Meng Yan (independent non-executive Director), Mr. Wang Guoguang (non-executive Director), and Mr. Guo Qingliang (independent non-executive Director). Mr. Meng Yan currently

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## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

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serves as the chairman of the Remuneration and Appraisal Committee. The primary duties of the Remuneration and Appraisal Committee include:

- (a) to make recommendations to the Board on the remuneration policies and structure of all Directors and senior management of the Company and the formulation of such remuneration policies for establishing formal and transparent procedures;
- (b) to determine compensation packages for all executive Directors and senior management, including benefits-in-kind, pension rights and related compensation (including the compensation for loss or termination of office or appointment), and to make recommendations to the Board on the remuneration of non-executive Directors;
- (c) to formulate the performance appraisal management policies of our senior management, develop appraisal programs and determine the appraisal targets;
- (d) to review and approve the compensation arrangements relating to the dismissal or removal of certain Directors for misconduct to ensure that such arrangements are in line with the terms of their employment contracts; if not, to ensure that the related compensation is reasonable and appropriate;
- (e) to supervise the performance appraisal and the remuneration assessment of the heads of various internal departments, branches and subsidiaries of the Company, excluding the heads of the internal audit department;
- (f) to review and conduct annual evaluations of the performance of duties by the Directors and senior management;
- (g) to make recommendations to the Board on the salary, welfare, rewards and penalty policies and programs and to oversee their implementation; and
- (h) other functions and powers authorized by the Board.

### **Audit and Risk Management Committee**

The Audit and Risk Management Committee of the Company consists of three Directors, namely Mr. Hui Wan Fai (independent non-executive Director), Mr. Zhou Liulai (non-executive Director), and Mr. Meng Yan (independent non-executive Director). Mr. Hui Wan Fai currently serves as the chairman of the Audit and Risk Management Committee. The primary duties of the Audit and Risk Management Committee include, among others:

- (a) to review and oversee the Company's financial reporting procedures;
- (b) to make recommendations to the Board on the appointment, reappointment and removal of the external auditor, approve the remuneration and appointment terms of the external auditor and deal with issues concerning the resignation or dismissal of the external auditor;
- (c) to review and monitor the independence and objectivity of the external auditor and the effectiveness of auditing procedures in accordance with the applicable standards;
- (d) to develop the policies regarding the appointment of external auditor for the provision of non-audit services, and to implement such policies;
- (e) to monitor the authenticity, integrity and accuracy of the financial statements and reports of the Company, and review the important advice about the financial reporting as set out in related statements and reports;

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- (f) to review the financial management, internal control and risk management system of the Company;
- (g) to be responsible for communication between the internal audit department and the external auditor and to supervise work coordination between them;
- (h) to review the financial and accounting policies and practices of the Company;
- (i) to review the risk management strategies and the solutions for major risks of the Company; and
- (j) other functions and powers authorized by the Board.

### SECURITY COMMITTEE

The Company has established a security committee and security office pursuant to the requirements under the Administrative Measures of China Isotope & Radiation Company in relation to Security. The security office regularly organizes and supervises the review and examination conducted by departments in relation to security, which includes reporting by the security office of the results of review and examination to the security committee in alignment with the working approach and policies of the state and the upper level, so as to ensure that the Company is able to observe the laws and regulations concerning state secrets. Our PRC Legal Advisor, King & Wood Mallesons, has confirmed that as of the Latest Practicable Date, the Group's business is not involved in any matters that are being deemed as state secrets by relevant competent authorities and institutions.

### ADDITIONAL CORPORATE MEASURES TO ASSIST INDEPENDENT NON-EXECUTIVE DIRECTORS

In order to assist the Company's Independent Non-executive Directors to better discharge their duties, the Company plans to take the following additional enhanced corporate measures:

- (1) The Company has established a consultancy committee which consists of six external experts to provide assistance and advice to the Independent non-executive Directors. Such experts will be selected from China Nuclear Society, China Isotope & Radiation Association and Chinese Medical Association Nuclear Medicine Branch. They shall be senior experts in isotope technology, radiation processing technology and nuclear medicine, or responsible persons in relevant enterprises, research institutions, government and hospitals with more than 10 years of work experience. The main responsibilities of the consultancy committee will be conducting research on the professional and technical issues involved in the daily operation of the Company and advising the Independent non-executive Directors in the relevant fields.
- (2) The committee will provide training to the Independent Non-executive Directors at least 15 hours per year, so as to enable the Independent Non-executive Directors to better understand the Group's business operation.

In particular, with the assistance of the consultancy committee, the Company will endeavor to make sure that each Independent Non-executive Director is able to (i) supervise the implementation and enforcement of the Non-competition Undertaking as well as the Group's connected transactions with CNNC and its associates; and (ii) make well-informed decisions in the Nomination Committee, Remuneration and Appraisal Committee and Audit and Risk Management Committee. It is expected

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that the consultancy committee will be established and become effective upon the listing of the Company.

### REMUNERATION AND COMPENSATION OF DIRECTORS AND SUPERVISORS

In 2015, 2016 and 2017, the aggregate amounts of fees, salaries, allowances, discretionary bonus, defined-contribution pension scheme and other benefits-in-kind (if applicable) paid to the Directors by the Company were RMB677,000, RMB210,000 and RMB2,150,000, respectively.

In 2015, 2016 and 2017, the aggregate amounts of fees, salaries, allowances, discretionary bonus, defined-contribution pension scheme and other benefits-in-kind (if applicable) paid to the Supervisors by the Company were RMB1,271,000, RMB1,285,000 and RMB1,178,000, respectively.

In 2015, 2016 and 2017, the aggregate amounts of fees, salaries, allowances, discretionary bonus, defined-contribution pension scheme and other benefits-in-kind (if applicable) paid to the senior management by the Company were RMB3,728,000, RMB4,341,000 and RMB5,893,000, respectively.

In 2015, 2016 and 2017, the aggregate amounts of fees, salaries, allowances, discretionary bonus, defined-contribution pension scheme and other benefits-in-kind (if applicable) paid to the five highest paid individuals (excluding the Directors and Supervisors) by the Company were RMB997,000, RMB1,938,000 and RMB2,565,000, respectively.

During the Track Record Period, no incentive payment for joining or having joined the Company was paid or payable to any Directors, Supervisors or the five highest paid individuals by the Company. During the Track Record Period, no remuneration was paid or payable to any Directors, former Directors, Supervisors, former Supervisors or the five highest paid individuals by the Company for compensation for termination of their management positions in any subsidiaries of the Company.

During the Track Record Period, none of the Directors or Supervisors gave up or agreed to give up any remuneration or benefits-in-kind. Save as disclosed above, during the Track Record Period, no other amounts were paid or payable to any Directors, Supervisors or the five highest paid individuals by the Company or any of its subsidiaries.

According to our remuneration policies, the Remuneration and Appraisal Committee will take into account various factors in evaluating the remuneration amount payable to Directors, Supervisors and employees, including salaries paid by comparable companies, and the term, commitment, duties and performance of the Directors, Supervisors and senior management (as the case may be). It is estimated that, in accordance with the arrangements currently in effect, the aggregate amounts of remuneration (excluding any discretionary bonus) payable by the Company to the Directors and Supervisors are approximately RMB300,000 and RMB1,094,885 as of the year ending December 31, 2018, respectively.

### INTEREST OF DIRECTORS AND SUPERVISORS

Save as disclosed in this prospectus, to the best knowledge, information and belief of Directors having made all reasonable inquiries, none of the Directors and Supervisors: (i) held any other position in other members of the Company or the Group as of the Latest Practicable Date; (ii) had other relationships with any of the Directors, Supervisors or senior management or the main or controlling shareholders of the Company as of the Latest Practicable Date; and (iii) held any directorship in other

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## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

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public listed companies in the last three years immediately preceding the date of this prospectus. Save as disclosed herein, to the best knowledge, information and belief of the Directors having made all reasonable inquiries, there was no other matters with respect to the appointment of the Directors that need to be brought to the attention of our Shareholders and there was no information relating to our Directors that is required to be disclosed pursuant to Rule 13.51(2)(a) to (v) of the Listing Rule. Save as disclosed herein, none of our Directors have any interests in any businesses, other than our Group's business, which competes or is likely to compete, either directly or indirectly, with our Group's business.

### COMPLIANCE ADVISOR

We have appointed China International Capital Corporation Hong Kong Securities Limited as our compliance advisor pursuant to Rule 3A.19 and Rule 19A.05 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, we will have to consult and, if necessary, seek advice from our compliance advisor in the following circumstances:

- (a) before the publication of any regulatory announcement, circular or financial report;
- (b) when a transaction, which might be a disclosable or connected transaction, is contemplated, including, but not limited to, the issuance of Shares and the repurchase of Shares;
- (c) where the Company proposes to use the proceeds of the Global Offering in a manner different from that detailed in this prospectus or where the business activities, developments or results of the Company deviate from any forecast, estimate or other data in this prospectus; and
- (d) where the Stock Exchange makes an inquiry of the Company regarding unusual movements in the price or trading volume of the Shares.

Pursuant to Rule 19A.06 of the Listing Rules, our compliance advisor will timely notify us of any amendments or supplements to the Listing Rules issued by the Stock Exchange. Our compliance advisor will also notify us of any amendments or supplements to the applicable laws and guidelines.

The term of the compliance advisor will be for a period commencing on the date of the Listing and ending on the date on which the Company distributes the annual report in respect of the financial results for the first full financial year commencing after the date of the Listing, and will be subject to renewal by mutual agreement.