

DEFINITIONS

Unless the context otherwise requires, the following expressions have the following meanings in this document. Certain other terms are explained in the section headed “Glossary” in this document.

“affiliate”	any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“Articles of Association” or “Articles”	our articles of association, as adopted on <u>May 20, 2021</u> , and as amended from time to time, a summary of which is contained in Appendix III to this document
“associate”	has the meaning ascribed to it under the Listing Rules
“Audit Committee”	the audit committee of the Board
“Board” or “Board of Directors”	the board of directors of our Company
“business day”	any day (other than a Saturday, Sunday or public holiday) on which banks in Hong Kong are generally open for business
“BVI”	British Virgin Islands
“CareCapital Group”	Mr. FENG Dai and the entities controlled by him directly or indirectly for holding interests in the Company under the trade name of CareCapital, <u>including CareCapital Management Group LLC, CareCapital Dental Holdings Limited, CareCapital Moonstone Holdings Limited, CareCapital EA, Inc. and CareCapital Orthotech Limited</u>
“CareCapital Holdings”	CareCapital Dental Holdings Limited, a limited liability company incorporated under the laws of Cayman Islands on April 15, 2015 and a Controlling Shareholder
“CareCapital Investment”	the investment by CareCapital Group in June 2015 to acquire all the shares of EA, our then offshore holding company, held by Series A, A1 and B investors, after which CareCapital Group became controlling shareholder of our Group
“CareCapital Orthotech”	CareCapital Orthotech Limited (松柏正畸技術有限公司) (formerly known as Rico Investments Limited (永康投資有限公司)), a limited liability company incorporated under the laws of Hong Kong on November 19, 2009 and a Controlling Shareholder
“Cayman Companies Act”	the Companies Act, Cap 22 (Act 3 of 1961, as consolidated and revised) of the Cayman Islands as amended, supplemented, or otherwise modified from time to time

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“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Clearing Participant”	a person admitted to participate in CCASS as a direct clearing participant or a general clearing participant
“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant
“CCASS Investor Participant”	a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation
“CCASS Participant”	a CCASS Clearing Participant, a CCASS Custodian Participant or a CCASS Investor Participant
“China” or “the PRC”	the People’s Republic of China excluding, for the purpose of this document, Hong Kong, Macau and Taiwan
“CIC”	China Insights Industry Consultancy Limited, the industry consultant of our Company
“CIC Report”	a commissioned report from CIC
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended or supplemented or otherwise modified from time to time
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company,” “our Company,” “Group,” “our Group,” “we” or “us”	Angelalign Technology Inc. (時代天使科技有限公司), an exempted company incorporated under the laws of Cayman Islands with limited liability on November 29, 2018, and, except where the context indicated otherwise, all of its subsidiaries, or with respect to the period before our Company became the holding company of our current subsidiaries, the business operated by our present subsidiaries or their predecessors (as the case may be)

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“Controlling Shareholders”	has the meaning ascribed thereto under the Listing Rules and unless the context requires otherwise, refers to Mr. FENG Dai, CareCapital Management Group LLC, <u>Hillhouse CareCapital Dental Holdings Limited, Hillhouse Fund II, L.P., Hillhouse Capital Management, Ltd., Hillhouse Fund GP, Ltd., CareCapital Dental Holdings Limited, CareCapital Moonstone Holdings Limited, CareCapital EA, Inc. and CareCapital Orthotech Limited;</u> pursuant to the Listing Rules and <u>[REDACTED], CareCapital Group is our controlling shareholder, and HH Investors, being legal and beneficial shareholders of CareCapital Holdings, are collectively deemed as Controlling Shareholders, despite that CareCapital Group owns all the voting shares of CareCapital Dental Holdings Limited and has been controlling the management and operation of our Group.</u>
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of the Company or any one of them
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the Government of Hong Kong
“General Lending Provision”	General Lending Provisions (貸款通則), which was promulgated by the People’s Bank of China on June 28, 1996 and became effective on August 1, 1996

[REDACTED]

“HH Investors”	<u>Hillhouse CareCapital Dental Holdings Limited, Hillhouse Fund II, L.P., Hillhouse Capital Management, Ltd., an institutional investment manager registered with the United States Securities and Exchange Commission, and Hillhouse Fund GP, Ltd.</u>
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[REDACTED]

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“HK\$” or “Hong Kong dollars”	Hong Kong dollars and cents, respectively, the lawful currency of Hong Kong
“HKFRS”	Hong Kong Financial Reporting Standards
“HKSCC”	Hong Kong Securities Clearing Company Limited
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

[REDACTED]

“IFRS”	International Financial Reporting Standards
“independent third party(ies)”	a party, who/which, to the best of our Directors’ knowledge, information and belief, having made all reasonable enquiries, which is not connected (as defined in the Listing Rules) to our Company or our connected persons

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[REDACTED]

“[REDACTED]” and “Joint Sponsors”

Goldman Sachs (Asia) L.L.C. and China International Capital Corporation Hong Kong Securities Limited

[REDACTED]

“Latest Practicable Date”

May 26, 2021, being the latest practicable date prior to the printing of this document for the purpose of ascertaining certain information contained in this document

[REDACTED]

“Listing Committee”

the Listing Committee of the Stock Exchange

[REDACTED]

“Listing Rules”

the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended or supplemented from time to time

“Memorandum”

our memorandum of association, conditionally approved and adopted on May 20, 2021 and to become effective on the [REDACTED], as amended, supplemented or otherwise modified from time to time

“MOFCOM”

Ministry of Commerce of the PRC (中華人民共和國商務部)

“NDRC”

National Development and Reform Commission the PRC (中華人民共和國國家發展和改革委員會)

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[REDACTED]

“Post-[REDACTED] Share Award Schemes”	collectively, the post-[REDACTED] RSU scheme and the post-[REDACTED] share option scheme as adopted by the Company <u>on May 20</u> , 2021, as amended, the principal terms of which are summarized in “Statutory and General Information — D. Share Award Schemes” in Appendix IV to the document
“Pre-[REDACTED] Investors”	the pre-[REDACTED] investors of our Company, including OrbiMed Asia Partners, L.P., Gate Top Development Limited, Favor Sky Limited, LAU Ying Chun, Alpha Profit Holdings Limited, Moonstone Gem Holdings Limited and Wuxi Jinhe Venture Investment Co., Ltd. (無錫市金禾創業投資有限公司). See “Our History and Corporate Development — Pre-[REDACTED] Investment” for more information
“Pre-[REDACTED] Share Award Schemes”	collectively, the share award scheme I, the share award scheme II and the share award scheme III as adopted by the Company in December 2020, as amended, the principal terms of which are summarized in “Statutory and General Information — D. Share Award Schemes” in Appendix IV to the document

[REDACTED]

“Private Lending Cases Provisions”	Provisions of the Supreme People’s Court on Several Issues concerning the Application of Law in the Trial of Private Lending Cases (最高人民法院關於審理民間借貸案件適用法律若干問題的規定), which was promulgated on June 23, 2015, effective on September 1, 2015 and last amended on December 29, 2020
“QIBs”	qualified institutional buyers within the meaning of Rule 144A
“Regulation S”	Regulation S under the U.S. Securities Act

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“RMB”	Renminbi, the lawful currency of the PRC
“Rule 144A”	Rule 144A under the U.S. Securities Act
“SAFE”	the State Administration for Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAMR”	State Administration for Market Regulation of the PRC (國家市場監督管理總局)
“SAT”	State Administration of Taxation of the PRC (國家稅務總局)
“SFC”	the Securities and Futures Commission of Hong Kong
“SFDA”	State Food and Drug Administration (國家食品藥品監督管理局), which was later reformed as China Food and Drug Administration in 2013 and is now known as the National Medical Products Administration
“SFO”	the Securities and Futures Ordinance Chapter 571 of the Laws of Hong Kong, as amended, supplemented or otherwise modified from time to time
“Shanghai EA”	Shanghai EA Medical Instruments Co., Ltd. (上海時代天使醫療器械有限公司), a company incorporated under the laws of the PRC with limited liability on September 5, 2011 and a direct wholly-owned subsidiary of Wuxi EA
“Shareholder(s)”	holder(s) of Shares
“Shares”	ordinary shares in the share capital of the Company with a par value of <u>US\$0.0001</u> each
“Share Award Schemes”	the Pre-[REDACTED] Share Award Schemes and the Post-[REDACTED] Share Award Schemes
“Share Subdivision”	the share subdivision on <u>May 20, 2021</u> , where each of our issued and unissued share with par value of US\$0.01 each was subdivided into 100 shares of our Company with a par value of US\$0.0001, such that the authorized share capital of our Company was US\$50,000 divided into 500,000,000 Shares with par value of US\$0.0001 each
	[REDACTED]
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Track Record Period”	the period consisting of the three years ended December 31, 2018, 2019 and 2020

DEFINITIONS

[REDACTED]

“U.S.” or “United States”	the United States of America
“U.S. Securities Act”	the United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“US\$” or “US dollars”	United States dollars, the lawful currency of the United States
“VAT”	the PRC value-added tax
“Wuxi EA”	Wuxi EA Medical Instruments Technologies Limited (無錫時代天使醫療器械科技有限公司), a company incorporated under the laws of the PRC with limited liability on February 10, 2010 and an wholly-owned subsidiary of the Company
“%”	per centum

Translated English names of Chinese natural persons, legal persons, governmental authorities, institutions or other entities for which no official English translation exist are unofficial translations for identification purposes only. If there is any inconsistency, the Chinese names shall prevail.

In this document, the terms “associate,” “close associate,” “core connected person,” “connected person,” “connected transaction,” “controlling shareholder,” “subsidiary” and “substantial shareholder” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.