



**Yunkang Group Limited**

**云康集团有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2325)**

December 5, 2024

*To the Independent Shareholders*

Dear Sir/Madam,

#### **RENEWAL OF CONTINUING CONNECTED TRANSACTIONS**

We refer to the circular dated December 5, 2024 issued by the Company to the Shareholders (the “**Circular**”) of which this letter forms part. Terms used in this letter shall bear the same meanings as defined in the Circular unless the context otherwise requires.

We have been authorized by the Board to form the Independent Board Committee to consider and advise the Independent Shareholders as to whether, in its opinion, the terms of the 2025-2027 Reagents, Consumables and Equipment Procurement Framework Agreement are fair and reasonable, and the transactions contemplated thereunder are on normal commercial terms or better, in the ordinary and usual course of business of our Group and in the interests of the Company and the Shareholders as a whole. Gram Capital Limited, the Independent Financial Adviser, has been appointed to advise the Independent Board Committee and the Independent Shareholders in this regard.

We wish to draw your attention to the letter from the Board set out on pages 4 to 12 of the Circular and the letter from the Independent Financial Adviser set out on pages 15 to 24 of the Circular, both of which provide details of the adoption of the 2025-2027 Reagents, Consumables and Equipment Procurement Framework Agreement.

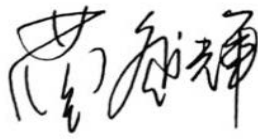
Having considered, among other matters, the terms of the 2025-2027 Reagents, Consumables and Equipment Procurement Framework Agreement, the advice of the Independent Financial Adviser, and the relevant information contained in the letter from the Board, we are of the opinion that the 2025-2027 Reagents, Consumables and Equipment Procurement Framework Agreement was entered into in the ordinary and

usual course of business of the Group after arm's length negotiation, and the transactions and the proposed annual caps under the 2025-2027 Reagents, Consumables and Equipment Procurement Framework Agreement are on normal commercial terms, fair and reasonable and in the interests of the Company and its Shareholders as a whole. We therefore recommend that the Independent Shareholders of the Company vote in favor of the resolution(s) to be proposed at the Extraordinary General Meeting in respect of the 2025-2027 Reagents, Consumables and Equipment Procurement Framework Agreement, the transactions and the proposed annual caps contemplated thereunder.

Yours faithfully,  
The Independent Board Committee  
**Yunkang Group Limited**



**Mr. Yu Shiyong**



**Mr. Lan Fenghui**

*Independent Non-executive Directors*



**Mr. Xie Shaohua**