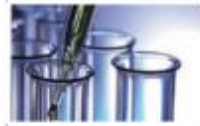




CHINA HEALTHCARE GROUP INC.

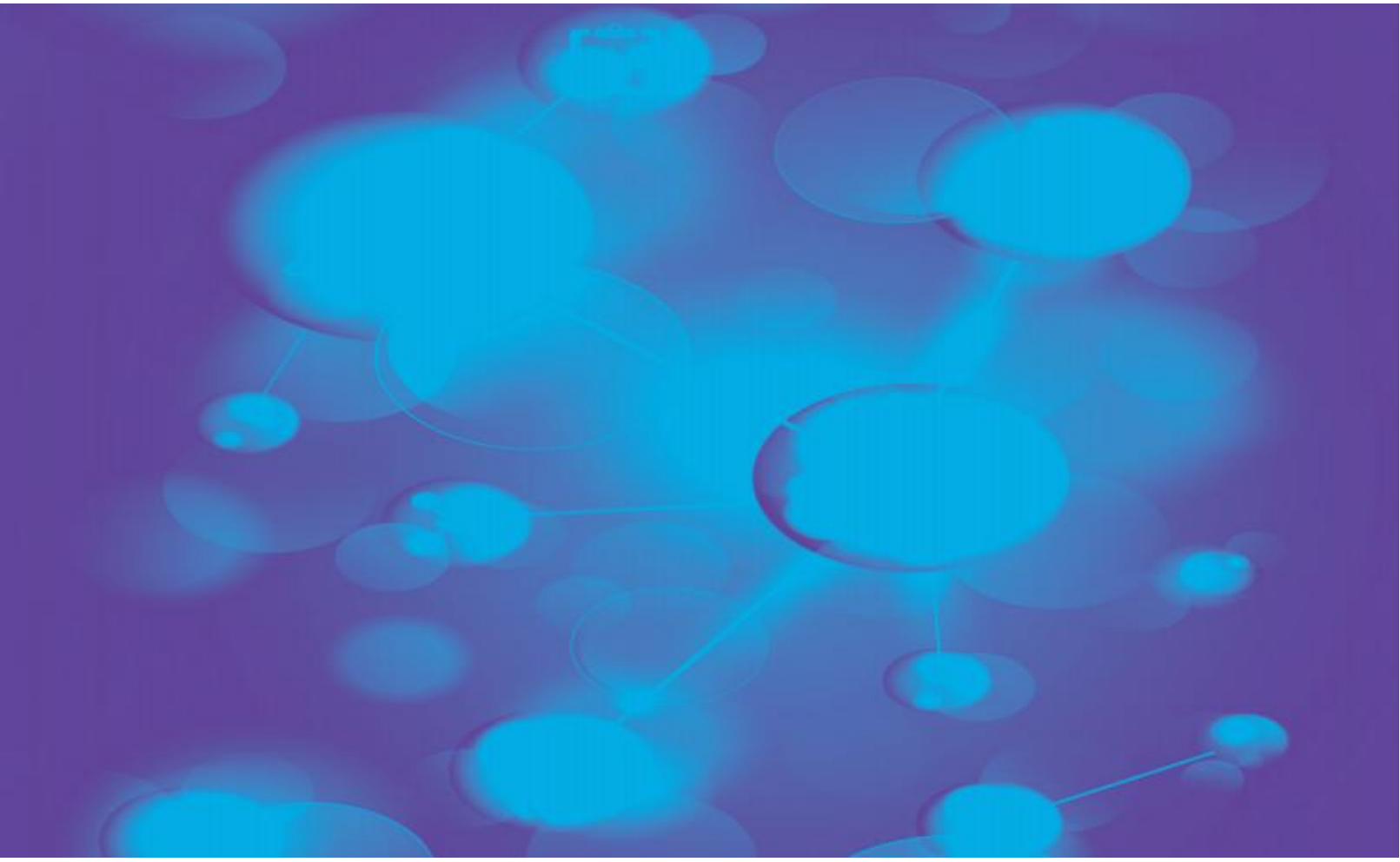
中國醫療集團有限公司

(carrying on business in Hong kong as "萬全醫療集團")  
(以「萬全醫療集團」名稱在香港經營業務)  
(Incorporated in the cayman Islands with limited liability)  
(於開曼群島注册成立之有限公司)  
(stock code: 08225) (股份代號: 08225)



# 環境、社會及管治報告 2025

ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT 2025



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## 前言

2025 年是中國醫療集團深化 ESG 治理、強化數位化醫療與臨床研究合規發展的關鍵一年。集團繼續以真實世界研究（RWS）、醫療大數據（RWD）與人工智慧（AI）為核心驅動，在環境低碳營運、社會價值創造、企業管治提升方面持續投入，穩步推進綠色醫療、合規營運、公益普惠與員工發展，進一步將永續發展理念融入集團戰略與日常營運全過程。

2025 marks a pivotal year for China Medical Group in deepening ESG governance and strengthening the compliant development of digital healthcare and clinical research. Continuing to take Real-World Studies (RWS), Real-World Data (RWD) and Artificial Intelligence (AI) as core drivers, the Group maintains sustained investment in low-carbon environmental operations, social value creation and improved corporate governance. It steadily advances green healthcare, compliant operations, public welfare and inclusiveness, as well as employee development, further integrating the concept of sustainable development into the Group's strategy and the entire process of daily operations.

## 公司簡介 company profile

中國醫療集團是一家以真實世界臨床研究（RWS）、醫療大數據（RWD）和人工智慧（AI）驅動的專業臨床研究與數位醫療集團。集團持續聚焦腦科學、變態反應（過敏）、病毒感染三大疾病領域，營運五大專科品牌：喜心精神心理、拜敏抗過敏、悅戒癮、健壽抗痲卒、罕病萬全。

集團提供一站式整合醫藥服務，覆蓋：

臨床研究服務（I - IV 期、真實世界研究）

藥品研發與學術推廣

行動網際網路醫療

專科醫療服務（精神心理、罕見病等）

China Healthcare Group is a professional clinical research and digital healthcare group driven by real-world clinical studies (RWS), real-world data (RWD), and artificial intelligence (AI). The group continues to focus on three major disease areas: brain science, allergic reactions, and viral infections, operating five specialized brands: Xixin Psychosomatic Health, Baimin Anti-allergy, Yuejie Addiction Treatment, Jianshou Anti-dementia Stroke, and Rare Disease Comprehensive Care.

The group provides one-stop integrated medical services, covering:

Clinical Research Services (Phase I - IV, Real-World Studies)

Drug Development and Academic Promotion

Action Internet Healthcare

Specialized medical services (psychological and psychiatric care, rare diseases, etc.)

集團核心優勢在於真實世界數據（RWD）、人工智慧技術與合規化臨床研究服務體系。旗下擁有香港上市公司中國醫療集團有限公司（股票簡稱：中國醫療，股票代碼：08225）、中療臨床研究（海南）有限公司、北京萬全陽光醫學技術有限公司（擁有 25 年歷史）等成員企業。

The group's core strengths lie in Real-World Data (RWD), artificial intelligence technologies, and a compliant clinical research service system. Its portfolio includes listed companies such as China Healthcare Group Limited (stock abbreviation: China Medical, stock code: 08225), Zhongliao Clinical Research (Hainan) Co., Ltd., and Beijing Wanquan Sunshine Medical Technology Co., Ltd. (with a 25-year history).

2025 年，集團繼續依託海南博鳌樂城國際醫療旅遊先行區政策優勢，加速海外創新藥、創新醫療器械在中國的臨床應用與落地，推動醫藥研發創新與醫療服務高品質發展。

In 2025, the Group will continue to leverage the policy advantages of the Hainan Boao Lecheng International Medical Tourism Pilot Zone to accelerate the clinical application and implementation of overseas innovative drugs and medical devices in China, thereby promoting pharmaceutical R&D innovation and high-quality development of medical services.

戰略布局與業務亮點

Strategic Layout and Business Highlights

## 真實世界研究（RWS）的行業領先地位

### Industry Leadership in Real World Study (RWS)

集團聚焦三大領域：神經腦科學喜恩中心、精神心理喜心中心和變態反應拜敏，與多位諾獎院士專家合作，參與 400 多項臨床研究，透過海南博鳌樂城國際醫療旅遊先行區的政策優勢，加速海外創新藥械進入中國市場。

The group focuses on three major areas: the Shen Nao Neuroscience Xi'en Center, the Mental Health Xi Xin Center, and the Allergic Response Baimin Center. It collaborates with multiple Nobel laureates and experts, participating in over 400 clinical studies. Leveraging the policy advantages of the Hainan Boao Lecheng International Medical Tourism Pilot Zone, the group accelerates the entry of innovative overseas pharmaceuticals and medical devices into the Chinese market.

## 海南自貿區的地緣優勢

### Geographical Advantages of Hainan Free Trade Zone

透過子公司中療臨床研究（海南）有限公司，利用海南「四個特許」政策（特許醫療、特許研究、特許經營、特許器械），吸引海外客戶快速進入中國市場，並提供從註冊到上市推廣的全鏈條服務。

Through its subsidiary Zhongliao Clinical Research (Hainan) Co., Ltd., the company leverages Hainan's "Four Special Permits" policy (special permits for medical services, research, operations, and medical devices) to attract overseas clients to rapidly enter the Chinese market, while providing end-to-end services from registration to market promotion.

## 合規驅動的行銷模式轉型

### Transformation of Compliance-Driven Marketing Model

面對醫療反腐政策收緊，集團以「臨床研究服務（CRSO 臨床研究服務組織）」替代傳統帶金銷售，透過醫學研究提升產品價值，形成合規且永續的商業模式。

In response to tightened anti-corruption policies in healthcare, the group has replaced traditional kickback sales with Clinical Research Services Organization (CRSO) services, enhancing product value through medical research to establish a compliant and sustainable business model.



2025 年，全球醫療健康產業面臨創新提速、監管趨嚴、低碳轉型與價值重塑的多重機遇與挑戰。中國醫療集團始終堅持以病患為中心、以創新為動力、以合規為底線，將 ESG 作為集團長期發展的核心戰略支柱。

在環境層面，集團持續推動節能減碳、無紙化營運、綠色辦公與低碳供應鏈，降低營運碳足跡，積極因應氣候變遷。

在社會層面，我們堅守醫療公益初心，推動心理健康、過敏防治、老年健康、罕見病關懷等公益項目；堅持公平就業、保障員工權益、完善人才培育體系；嚴守臨床研究倫理，保護病患隱私與安全。

在管治層面，集團持續優化董事會結構、強化內控合規、完善風險管理、提升透明度，建構更為穩健高效的治理體系。

2025 年，中國醫療集團將繼續以專業、合規、創新、永續的姿態，攜手員工、股東、客戶、合作夥伴及社會各界，推動醫療健康產業綠色、高效、普惠發展，為民眾健康與社會永續發展貢獻力量。

郭夏  
主席

## 主席寄語

### Message from the Chairman

By 2025, the global healthcare industry faced multiple opportunities and challenges including accelerated innovation, stricter regulation, low-carbon transformation, and value repositioning. China Healthcare Group has consistently adhered to patient-centered care, innovation-driven development, and compliance as fundamental principles, positioning ESG as the core strategic pillar for the group's long-term growth.

At the environmental level, the group continues to promote energy conservation and carbon reduction, paperless operations, green offices, and low-carbon supply chains to minimize operational carbon footprints and actively address climate change.

At the societal level, we remain committed to our original mission of medical public welfare, advancing initiatives such as mental health, allergy prevention and treatment, geriatric health, and rare disease care. We uphold equitable employment practices, safeguard employee rights, and enhance the talent development system. Strict adherence to clinical research ethics is maintained to protect patient privacy and safety. In governance practices, the group has consistently optimized its board structure, strengthened internal control and compliance mechanisms, refined risk management systems, and enhanced transparency to build a more robust and efficient governance framework. By 2025, China Healthcare Group continue to adopt a professional, compliant, innovative, and sustainable approach, collaborating with employees, shareholders, customers, partners, and all sectors of society to promote green, efficient, and inclusive development in the healthcare industry, thereby contributing to public health and sustainable social development.

GUO XIA Chairman

## 關於本報告 About this Report

### 報告期

Reporting Period

本報告是中國醫療集團有限公司及其主要的附屬公司「本集團」的年度環境、社會及管治報告，本報告涵蓋本集團由二零二五年一月一日至二零二五年十二月三十一日期間的環境、社會及管治方面的表現。

This report constitutes the annual Environmental, Social and Governance (ESG) report for China Healthcare Group Corporation Limited and its major subsidiaries collectively referred to as "the Group". It covers the Group's ESG performance from January 1, 2025 to December 31, 2025.

本報告參照香港聯合交易所有限公司（SEHK）發布的《環境、社會及管治報告指引》、全球報告倡議組織（Global Reporting Initiative, GRI）發布的《永續發展報告標準》、氣候相關財務揭露（TCFD）編製本集團的環境、社會及管治報告。

This report is prepared in compliance with the Environmental, Social and Governance Reporting Guidelines issued by the Hong Kong Stock Exchange Limited (SEHK), the Sustainable Development Reporting Standards published by the Global Reporting Initiative (GRI), and the Climate-related Financial Disclosures (TCFD) framework to prepare the Group's environmental, social and governance report.

### 報告 範圍

Scope of Report

本報告揭露的資料和數據涵蓋中國醫療集團有限公司及其主要的子公司，本報告內容主要集中於本集團在中國內地的業務，包括合約臨床研究服務（VPS）、上市後研究及學術推廣服務（PMS）和其他醫療服務。

The information and data disclosed in this report cover China Healthcare Group Corporation Limited and its major subsidiaries. The report primarily focuses on the Group's operations in mainland China, including Contracted Clinical Research Services (VPS), Post-Market Surveillance and Academic Promotion Services (PMS), and other medical services.

### 報告獲 取方式

Access to this

Report

本報告可在香港聯合交易所有限公司官方網站 [www.hkexnews.hk](http://www.hkexnews.hk) 下載。

This report is available for download on the official website of Hong Kong Exchanges and Clearing Limited (HKEX): [www.hkexnews.hk](http://www.hkexnews.hk).

## 董事會聲明與 ESG 管治架構 Board Statement and ESG Governance Framework

中國醫療集團有限公司董事會深知環境、社會及公司治理（ESG）因素對公司長期可持續發展的重要性。董事會致力於將 ESG 理念融入集團戰略規劃與日常運營，確保集團在追求經濟效益的同時，積極履行社會責任，保護環境，並維護良好的公司治理結構。

The Board of Directors of China Health Group Inc. recognizes the importance of environmental, social and corporate governance (ESG) factors to the long-term sustainable development of the Group. The Board is committed to integrating ESG concepts into the Group's strategic planning and day-to-day operations to ensure that the Group actively fulfills its social responsibilities, protects the environment and maintains a good corporate governance structure while pursuing economic benefits.

董事會已制定明確的 ESG 管理方針，旨在通過以下方式推動集團的可持續發展：

The Board of Directors has established a clear ESG management policy aimed at driving the Group's sustainable development by the following ways:

**環境保護：**致力於減少運營對環境的影響，積極應對氣候變化，推動資源節約與迴圈利用。

Environmental protection: we are committed to reducing the environmental impact of our operations, actively responding to climate change, and promoting resource conservation and recycling.

**社會責任：**關注員工福祉，保障患者權益，積極參與社區建設，推動社會和諧發展。

Social Responsibility: we pay attention to the well-being of employees, protect the rights and interests of patients, actively participate in community construction, and promote the harmonious development of society.

**公司治理：**堅持誠信經營，強化合規管理，保護股東權益，提升公司治理水準。

Corporate Governance: we adhere to integrity management, strengthen compliance management, protect shareholders' rights and interests, and enhance the level of corporate governance.

董事會負責監督集團 ESG 戰略的制定與實施，確保 ESG 目標與集團整體戰略相一致，並通過定期評估與調整，確保 ESG 管理的有效性。

The Board of Directors is responsible for overseeing the development and implementation of the Group's ESG strategy, ensuring that ESG objectives are aligned with the Group's overall strategy, and ensuring the effectiveness of ESG management through regular evaluation and adjustment.

董事會認識到 ESG 因素可能帶來的風險與機遇，並將其納入集團的風險管理框架。通過識別、評估和管理 ESG 相關風險，集團能夠更好地應對挑戰，同時把握可持續發展帶來的商業機遇。

The Board recognizes the potential risks and opportunities of ESG factors and incorporates them into the Group's risk management framework. By identifying, assessing, and managing ESG-related risks, the Group is more able to meet challenges while capturing business opportunities arising from sustainable development.

董事會重視與利益相關方的溝通，通過多種管道收集意見和建議，確保集團在 ESG 實踐中的透明度和公信力。董事會承諾持續改進 ESG 管理，以滿足利益相關方的期望。

The Board of Directors values communications with stakeholders and collects comments and suggestions through various channels to ensure the transparency and credibility of the Group's ESG practices. The Board of Directors is committed to continuously improving ESG management to meet stakeholders' expectations.

董事會在此鄭重聲明，近兩年，本集團並無重大 ESG 違規事件發生。

The Board of Directors hereby solemnly declares that in the past two years, the Group did not have any significant ESG breaches.

### 董事會聲明 Statement of the Board of Directors

中國醫療集團建立了完善的 ESG 管理架構，以確保 ESG 理念的有效實施和管理。該架構由三個層級組成：董事會、管理層和 ESG 工作小組。

China Health Group has established a comprehensive ESG management structure to ensure the effective implementation and management of ESG concepts. The structure consists of three levels: the Board of Directors, the management and the ESG working group.

### 董事會層面 Board of Directors Level

職責：監督集團 ESG 戰略的制定與實施，確保 ESG 目標與集團整體戰略相一致。審批 ESG 政策和目標，監督 ESG 績效的跟蹤與評估。確保集團對 ESG 風險和機遇的有效管理。定期審查 ESG 報告，確保其準確性和完整性。

Responsibilities:

To oversee the development and implementation of the Group's ESG strategy and ensure that ESG objectives are aligned with the Group's overall strategy.

To approve ESG policies and objectives and oversee the tracking and evaluation of ESG performance.

To ensure the Group's effective management of ESG risks and opportunities.

To regularly review ESG reports to ensure their accuracy and completeness.

構成：董事會成員包括執行董事、非執行董事和獨立非執行董事，獨立非執行董事在 ESG 決策中發揮重要作用，確保決策的獨立性和客觀性。

Composition: Board members include executive, non-executive and independent non-executive directors play an important role in ESG decision-making to ensure independence and objectivity in decision-making.

### 管理層層面 Management Level

職責：根據董事會的 ESG 方針，制定具體的 ESG 實施計畫和行動方案。

協調各部門的 ESG 工作，確保 ESG 目標的實現。

定期向董事會彙報 ESG 績效和進展情況。

管控 ESG 相關風險，推動集團內部 ESG 文化的建設。

Responsibilities:

To develop specific ESG implementation plans and action programmes in accordance with the Board's ESG guidelines.

To coordinate the ESG work among all departments to ensure the achievement of ESG objectives.

To report ESG performance and progress to the Board of Directors on a regular basis.

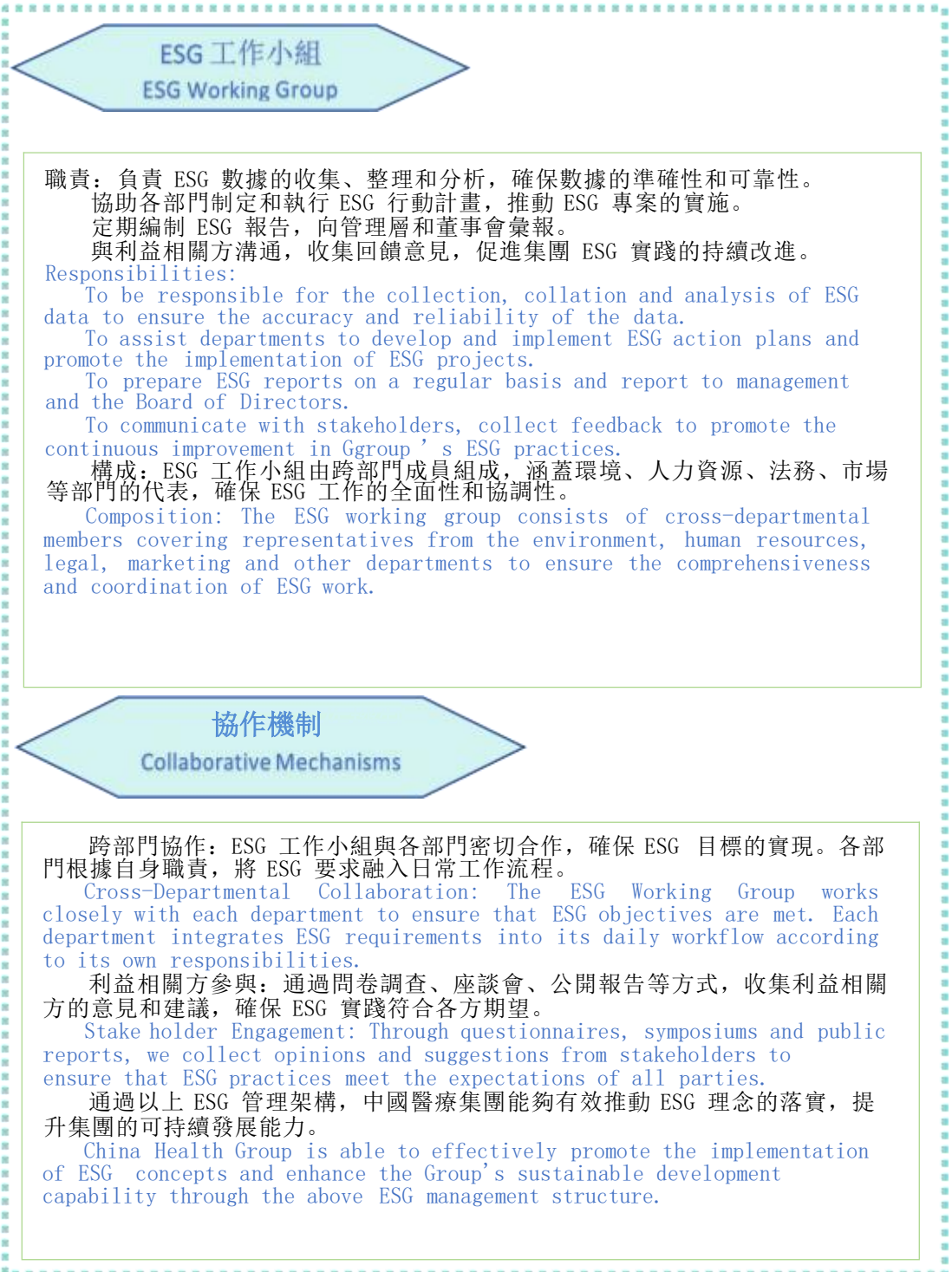
To control ESG-related risks and promote the construction of ESG culture within the Group.

構成：管理層包括集團高級管理人員，如首席執行官（CEO）、首席財務官（CFO）和首席運營官（COO）等，他們負責將 ESG 理念融入集團日常運營中。

Composition: The management includes the Group's senior executives, such as the chief executive officer (CEO), chief financial officer (CFO) and chief operating officer

(COO), who are responsible for integrating ESG concepts into the Group's daily operations.





# 權益相關者識別與溝通

## Stakeholder Identification and Communication

根據與權益相關者頻率溝通的經驗，本集團識別出的 7 類關鍵的權益相關者，主要包括政府/監管機構、股東/投資者、僱員、客戶、供應商(醫院)/商業合作夥伴、行業組織和社區/公眾。

Based on our experience of frequent communications with stakeholders, the Group has identified 7 categories of key stakeholders, which mainly include government/regulatory authorities, shareholders/investors, employees, customers, suppliers (hospitals)/business partners, industry associations and community/public.

1

### 識別權益相關者 Identifying stakeholders





## 與權益相關者溝通 Communication with Stakeholders

在日常運營中，本集團與權益相關者通過各種溝通管道，就不同事項進行溝通，具體如下：

In daily operation, the Group communicates with the stakeholders on different matters through various communication channels, as follows:

權益相關者 Stakeholders	溝通管道 Communication Channels	期望與訴求 Expectations and Claims
股東/投資者 Shareholders/Investors 	<ul style="list-style-type: none"> <li>● 股東周年大會及通告 Annual General Meeting and Notice</li> <li>● 年報、財務報表和公告 Annual Reports, Financial Statements and Announcements</li> <li>● 集團網站 Group Website</li> <li>● 微信平臺 WeChat Platform</li> <li>● APP 業務平臺 APP Business Platform</li> </ul>	<ul style="list-style-type: none"> <li>● 財務表現 Financial Performance</li> <li>● 業務可持續發展 Operational Sustainability</li> <li>● 披露和透明度 Disclosure and Transparency</li> </ul>
政府/監管機構 Government/Regulatory Authorities 	<ul style="list-style-type: none"> <li>● 諮詢稿 Consultation Paper</li> <li>● 提交檔 Submission of Documents</li> <li>● 查詢/檢查 Enquiry/Checking</li> <li>● 會議 Meeting</li> <li>● 合規報告 Compliance Report</li> <li>● 參與會議/研討會 Participation in Conferences/Seminars</li> </ul>	<ul style="list-style-type: none"> <li>● 合規監管 Compliance Regulation</li> <li>● 按時納稅 Paying Taxes on time</li> <li>● 政策制定導向徵詢 Policy Development Oriented Consultation</li> </ul>
員工 Employees 	<ul style="list-style-type: none"> <li>● 大會及其他會議 General Meeting and other Meetings</li> <li>● 培訓課程 Training Courses</li> <li>● 績效考核 Performance Appraisals</li> <li>● 員工聚會 Employee Gatherings</li> <li>● 勞動合同</li> </ul>	<ul style="list-style-type: none"> <li>● 業務可持續發展性（工作安全性） Business Sustainability (Job Security)</li> <li>● 協助員工自我增值 Assisting employees in their self-enhancements</li> <li>● 培養企業文化 Fostering the Corporate Culture</li> <li>● 僱傭關係/員工權利及權益 Employment Relationship / Employee Rights and Benefits</li> </ul>

	Labor Contracts	<ul style="list-style-type: none"> <li>● 平等及多元化的就業機會 Equal and Diversified Employment Opportunities</li> <li>● 薪酬和福利 Remuneration and Benefits</li> </ul>
<p>社區/公眾 Community/ Public</p> 	<ul style="list-style-type: none"> <li>● 公益活動 Public Welfare Activities</li> <li>● 網路媒體（微信平臺） Online Media (WeChat Platforms)</li> <li>● 研討會 Seminars</li> <li>● 公眾諮詢 Public Consultation</li> <li>● 社會培訓機構 Social Training Institutes</li> </ul>	<ul style="list-style-type: none"> <li>● 社區參與 Community Involvement</li> <li>● 社會融合 Social Integration</li> <li>● 就業機會 Job Opportunities</li> </ul>
<p>客戶 Clients</p> 	<ul style="list-style-type: none"> <li>● 微信平臺 WeChat Platform</li> <li>● 電郵和電話聯繫 Email and Telephone Contact</li> <li>● 日常運營互動 Daily Operational Interactions</li> </ul>	<ul style="list-style-type: none"> <li>● 持續發展 Continued Development</li> <li>● 經驗、技術和人才 Experience, Technology and Talent</li> <li>● 公平合理價格 Fair and Reasonable Price</li> <li>● 服務品質 Quality of Service</li> </ul>
<p>供應商（醫院）/ 合作夥伴 Suppliers (hospitals) / Business partners</p> 	<ul style="list-style-type: none"> <li>● 日常交流 Daily Contact</li> <li>● 電郵和電話 Email and Telephone</li> <li>● 研討會和會議 Seminars and Conferences</li> <li>● 供應商評估 Supplier Evaluation</li> <li>● 實地考察 Field visit</li> </ul>	<ul style="list-style-type: none"> <li>● 互利發展 Development with Mutual Beneficial</li> <li>● 人員穩定 Stabilisation of Staff</li> <li>● 長期業務關係 Long-term Business Relationships</li> <li>● 公平合理價格 Fair and reasonable price</li> <li>● 創新性和可行性 Innovativeness and Feasibility</li> </ul>
<p>行業組織 Industry Associations</p> 	<ul style="list-style-type: none"> <li>● 研討會 Seminars</li> <li>● 年度會議 Annual Meeting</li> <li>● 行業論壇 Industry Forums</li> <li>● 博覽會 Exposition</li> </ul>	<ul style="list-style-type: none"> <li>● 行業發展 Industry Development</li> <li>● 業務可持續發展 Operational Sustainability</li> <li>● 增加就業 Increase Employment</li> </ul>

The Stock Exchange of Hong Kong (SEHK) guidelines encourage reporting issuers to identify and disclose key environmental, social, and governance (ESG) dimensions, levels, general disclosures, and key performance indicators based on the significance of each issue and its relevance to business operations. Through importance analysis, the Group's management has identified the following 11 critical aspects and related matters within the ESG framework as key priorities. Subsequent chapters of this report provide disclosures regarding the management policies and performance related to these matters.



联交所指引鼓励报告发行人根据各议题的重要性及对业务的相关性，识别并汇报相关的环境、社会及管治的主要范畴、层面、一般披露及关键绩效指标。本集团管理层通过重要性分析，归纳出指引内相关层面中，以下 9 项是本集团在环境、社会及管治方面的重点及相关的事项。我们在本报告的随后章节对该等事项的管理政策和表现作出相关的披露。

ESG 範疇 ESG Subject Areas	ESG 層面 ESG Aspects
環境 Environments	A1 排放物 Emissions A2 資源使用 Use of Resources
社區 Community	B1 社區投資 Community Investment
僱傭及勞工常規 Employment and Labor Practices	B2 僱傭 Employment B3 健康與安全 Health and Safety B4 發展及培訓 Development and Training B5 勞工準則 Labor Guidelines
營運慣例 Operating Practices	B6 產品責任 Product Responsibility B7 反貪腐 Anti-corruption

# 環境 Environments

## ▲資源使用與節能減排

Resource Use, Energy Conservation and Emission Reduction

## ▲氣候相關事宜

Climate-related Matters



## 資源使用與節能減排 Resource Use, Energy Conservation and Emission

本集團致力於營運時，在所有重大方面遵守適用環境法律及法規，並透過減少本集團現有業務活動對環境的負面影響而保護環境。

The Group is committed to operating in compliance with applicable environmental laws and regulations in all material respects and protecting the environment by reducing the negative environmental impact of the Group's existing business activities.



本集團致力於減少運營活動對環境的影響，尤其關注溫室氣體排放。以下是 2025 年集團溫室氣體排放的詳細數據和管理措施：

The Group is committed to minimizing the environmental impact of its operational activities, with a particular focus on greenhouse gas emissions. The following are detailed data on the Group's greenhouse gas emissions and its management measures for the year of 2025:



### ✿ 排放範圍 Scope of Emissions:



範圍 1：直接排放，集團用於商業用途的私家車輛所消耗的燃料；

Scope 1 — Direct emissions, fuel consumed by the Group's private vehicles for commercial purposes;

範圍 2：間接排放，主要來源於外購電力的使用；

Scope 2: Indirect emissions, mainly come from the use of purchased electricity;

範圍 3：其他間接排放，包括員工差旅、用紙量等

Scope 3: Other indirect emissions, including staff travel paper consumption, etc.

### ✿ 排放數據 Emissions Data:

範圍 1 排放量：2.785 噸二氧化碳當量 (tCO<sub>2</sub>e)

Scope 1 Emissions: 2.785 tons of carbon dioxide equivalent (tCO<sub>2</sub>e)

範圍 2 排放量：1.881 噸二氧化碳當量 (tCO<sub>2</sub>e)

Scope 2 Emissions: 1.881 tons of carbon dioxide equivalent (tCO<sub>2</sub>e)

範圍 3 排放量：0.504 噸二氧化碳當量 (tCO<sub>2</sub>e)

Scope 3 Emissions: 0.504 tons of carbon dioxide equivalent (tCO<sub>2</sub>e)



### 減排措施 Emission Reduction Measures:

1、能源管理：本集團通過優化能源使用效率，利用節能設備和技術，減少能源消耗。分類收集法處理每日日常垃圾，確保能重用可迴圈再用廢物。例如，膠袋、膠飯盒及紙張等。本集團為客人提供玻璃杯而非紙杯，以減少廢物及更為環保。

Energy management: The Group reduces energy consumption through optimizing the energy use efficiency by using energy-saving equipment and technologies. At the same time, the Group continuously disposes daily garbage by using classification collection method to ensure that the wastes can be reused. For example, the used wastes can be plastic bags, plastic lunch boxes and paper, etc. Our Group offers guests glass cups rather than paper cups to reduce waste products and be more environmentally friendly.

2、綠色採購：本集團優先採購低碳、環保的產品和服務，促進推動供應鏈的綠色轉型。

Green procurement: The Group purchases firstly low-carbon, environmentally friendly products and services to promote the green transformation of the supply chain.

3、員工管理：本集團鼓勵員工使用公共交通工具，減少因公差旅的碳排放；要求員工多使用電子化設備，鼓勵無紙化辦公，減少影印的用紙量。

Employee management: We encourage employees to use public transport vehicles and to reduce carbon emissions from business travels, asked employees to use more electronic equipment, encouraged paperless office and to reduce the amount of photocopying paper.

### 能源使用 Energy Use

本集團高度重視能源管理，通過以下措施優化能源使用效率：

能源審計：我們定期進行能源審計，識別能源浪費並制定改進措施。

節能技術應用：我們在辦公場所和嘗試向客戶、供應商等推廣節能燈具、高效空調系統等節能設備。

可再生能源利用：我們探索太陽能光伏發電等可再生能源專案，逐步增加可再生能源在公司能源結構中的比例。

The Group attaches great importance to energy management and optimized energy through the following measures:

Energy audits: We conduct regular energy audits to identify energy waste points and develop improvement measures.

Application of energy-saving technologies: When in the office premises we try to recommend energy-saving equipment such as energy-saving lamps, high-efficiency air-conditioning systems to our customers and suppliers.

Renewable energy utilization: We explore renewable energy projects such as that of the solar photovoltaic power generation, and to gradually increase the proportion of renewable energy in the Group's energy structure.





### 水資源管理 Water Resource Management

本集團致力於水資源的可持續利用，採取以下措施：

The Group is committed to the sustainable use of water resources by taking the following measures:

●節水設備安裝：我們在辦公場所安裝節水龍頭、節水馬桶等節水設備，並嘗試向客戶、供應商等推廣使用節水設備。

Installation of water-saving equipment: We install water-saving faucets, water-saving toilets and other water-saving equipment in our offices, and try to promote the use of water-saving equipment to our customers and suppliers.

●廢水處理與回用：我們探索廢水處理設施，可將處理後的廢水用於綠化灌溉或清潔用途。

Wastewater treatment and reuse: We attempt to take wastewater treatment facilities where treated wastewater can be used for green irrigation or cleaning purposes.

●水資源管理目標：我們設定年度用水目標，通過定期監測和評估，確保水資源的高效利用。

Water management objectives: We set annual water use targets and ensure efficient use of water resources through regular monitoring and evaluation.

### 氣候風險識別 Climate Risk Identification

根據氣候相關披露要求，本集團識別了以下主要氣候風險：

Accordance to the climate-related disclosure requirements, the Group has identified the following key climate risks:

●物理風險：

極端天氣事件：如暴雨、洪水、颱風等可能對醫院設施和運營造成破壞。

長期氣候變化：如氣溫升高、海平面上升可能影響集團設施的長期穩定性。

● Physical risks:

Extreme weather events: such as heavy rainfall, flooding, typhoons, etc. which may cause damages to hospital facilities and operations.

Long-term climate change: such as warmer temperatures, sea level rise which may affect the long-term stability of the Group's facilities.

●轉型風險：

政策與法規風險：隨著全球對氣候變化的關注，集團可能面臨更嚴格的環境法規和碳排放要求。

市場與技術風險：能源轉型和綠色技術的快速發展可能對公集團的運營模式和成本結構產生影響。

● Transformation risks:

Policy and regulatory risks: with the global focus on climate change, the Group may face stricter environmental regulations and carbon emission requirements.

Market and technology risks: the rapid development of the energy transition and green technologies may have an impact on the Group's operating model and cost structure.





### ✿ 氣候風險評估 Climate Risk Assessment

本集團通過以下方式評估氣候風險：

The Group assesses climate risk in the following ways:

- ✿ 風險矩陣：建立氣候風險矩陣，根據風險發生的可能性和影響程度進行評估。  
Risk matrix: a climate risk matrix is created to assess risks based on their likelihood of occurrence and level of impact.
- ✿ 情景分析：採用不同的情景分析（如最佳情景、最壞情景）評估氣候變化對集團長期戰略的影響。  
Scenario analysis: to use different scenario analyses (e.g., best-case scenario, worst-case scenario) to assess the impact of climate change on the group's long-term strategy.
- ✿ 利益相關方回饋：通過與患者、員工、供應商等利益相關方的溝通，收集對氣候風險的看法和建議。  
Stakeholder feedback: to collect perceptions and recommendations on climate risks through communication with stakeholders, such as patients, employees, and suppliers.

### ✿ 氣候風險應對策略 Climate Risk Response Strategies

本集團制定了以下應對策略以管理氣候風險：

The Group has developed the following response strategies to manage climate risk:

#### ✿ 物理風險應對 Physical Risk Response:

設施加固：要求醫院對辦公設施等進行加固，提高其抵禦極端天氣的能力。

Facility reinforcement: to require hospitals to reinforce office and other facilities to improve their ability to withstand extreme weather.

應急回應計畫：制定極端天氣事件的應急回應計畫，確保員工和患者的安全。

Emergency response plan: to prepare an emergency response plan for extreme weather events to ensure the safety of our staff and patients.

#### ✿ 轉型風險應對 Transformation Risk Response:

政策合規：密切關注國家和地方的環境政策法規，確保集團運營符合要求。

Policy Compliance: to pay close attention to national and local environmental policies and regulations to ensure that the Group's operations comply with the requirements.

技術創新：加大在綠色技術、可再生能源和低碳運營模式方面的投入，提升集團的競爭力。

Technological innovation: to increase investment in green technology, renewable energy and low-carbon operating models to enhance the Group's competitiveness.





### ✿氣候機遇 Climate Opportunities

本集團認識到氣候變化帶來的機遇，包括：

The Group recognizes the opportunities presented by climate change, including:

✿ **市場需求增長：** 隨著社會對健康和環境的關注增加，綠色醫療服務和可持續醫療解決方案的市場需求不斷增長。

Growing Market Demand: The market demand for green healthcare services and sustainable healthcare solutions is growing with the increasing social focus on health and the environment.

✿ **政策支持：** 政府對綠色轉型和低碳發展的支持，為集團提供了政策優惠和資金支持的機會。

Policy support: The government's support for green transformation and low-carbon development provides the Group with opportunities for policy incentives and financial support.

✿ **品牌聲譽提升：** 通過積極應對氣候變化，集團能夠提升品牌聲譽，吸引更多關注可持續發展的患者和合作夥伴。

Brand reputation enhancement: By taking an active role in addressing climate change, the Group is able to enhance its brand reputation and attract more patients and partners who are concerned about sustainable development.



### ✿气候战略与行动 Climate Strategy and Action

本集團制定了以下戰略和行動以應對氣候風險並把握機遇：

The Group has developed the following strategies and actions to address climate risks and to grasp the opportunities:

#### ✿ 戰略目標 Strategic Objectives:

減排目標：設定 2025 年溫室氣體排放量較 2024 年降低 10% 的目標。

Emission reduction target: to set a target of 10% reduction in GHG emissions in 2025 compared to 2024.

能源轉型：逐步增加可再生能源在集團能源結構中的比例，到 2025 年達到 20%。

Energy transition: gradually increase the share of renewable energy in the Group's energy mix to 20% by 2025.

#### ✿ 具體行動 Specific Actions:

能源管理：推廣節能設備和技術，優化能源使用效率。

Energy management: to promote energy-saving equipment and technologies to optimize the efficiency of energy use.

綠色建築：在新建或改造專案中採用綠色建築標準，減少建築能耗。

Green Building: to adopt green building standards in the new construction or renovation projects and to reduce building energy consumption.

供應鏈管理：與供應商合作，推動供應鏈的綠色轉型，減少範圍 3 排放。

Supply chain management: to work with suppliers to promote a green transition in the supply chain to reduce Scope 3 emissions.

員工培訓：開展氣候相關培訓，提升員工對氣候變化的認知和應對能力。

Employee training: to carry out climate-related training to enhance employees' awareness of climate change and their abilities to cope with it.

● 通過以上措施，本集團致力於在應對氣候變化的同時，推動集團的可持續發展，為員工和社會等創造更大的價值。

Through the above measures, the Group is committed to promoting sustainable development while addressing climate change and to creating greater value for employees, society and others.



▲ 促進社會公益 Promotion of Social Welfare

▲ 僱傭環境及勞工常規

Employment Environment and Labour Practices

▲ 平等就業機會和多元化

Equal Employment Opportunities and Diversity

▲ 發展和培訓平臺 Development and Training Platform

▲ 員工權益與福利 Employee Rights and Benefits

▲ 供應鏈管理 Supply Chain Management

▲ 產品責任 Product Responsibility

▲ 反貪腐 Anti-Corruption

# 社會

## Social



本集團秉承“取之於社會，回饋於社會”的信念，運用本身的專長和資源，積極投身於各種社會公益和慈善活動，努力實現本集團與權益相關者的共用共贏。

Adhering to the belief of "taking from the society and giving back to the society", the Group uses its own expertise and resources to actively participate in various social welfare and charity activities, striving to achieve a win-win situation between the Group and its stakeholders.

社會公益活動總結  
Summary of Community Service Activities

本報告年度，本集團員工參與的主要社會公益的活動摘要如下：

In the reporting period, the major social welfare and charitable activities participated in by our staff are summarized as follows:

\* 世界無煙日舉行以“悅享健康生活”為主題的戒煙宣傳等活動。

Smoking cessation publicity and other activities under the theme of “Enjoy a Healthy Life” were held on the World No Smoking Day.

\* 世界過敏日舉行以“拜拜過敏”為主題的抗疾病宣傳等活動。

Anti-disease propaganda activities with the theme of “Bye-bye Allergy” were held on the World Allergy Day.

\* 世界預防自殺日舉行以“讓我們一起微笑”為主題的抗疾病宣傳、心理健康教育以及“萬全一起走”等活動。

Activities on anti-disease propaganda with the theme of “Let's Smile Together” and on mental health education and activities with the theme of “Go together with Wanquan” were held on the World Suicide Prevention Day.

\* 世界老年癡呆日舉行以“讓愛記憶”為主題的關愛老人的抗疾病教育、知識宣傳等活動。

Activities on caring for the elderly on education and knowledge promotion about anti-disease were held with the theme of “Let Love Be Remembered” on the World Alzheimer's Day.

\* 世界漸凍人日參與“萬全 ALS 基金會冰桶挑戰賽”冰桶挑戰活動及募捐等公益活動。

Activity to participate in the ice bucket challenge even with the theme of “The Wanquan ALS Foundation Ice Bucket Challenge” and other fundraising activities on World Frostbite Day.

世界過敏日：“拜拜過敏”為主題的抗疾病宣傳活動  
World Allergy Day: Anti-disease Awareness Campaign with the Theme "Say Goodbye to Allergies"



照片節選  
Photo Excerpts

世界老年癡呆日：“讓愛記憶”為主題的關愛老人抗疾病教育、知識宣傳活動

World Alzheimer's Day: Caregiver Education and Knowledge Promotion Activities on the Theme of 'Preserving Memories with Love'



世界無煙日：“悅享健康生活”為主題的戒煙宣傳活動  
World No Tobacco Day: Smoking Cessation Campaign with the Theme of 'Enjoying a Healthy Life'



照片節選  
Photo Excerpts

世界渐冻人日：“萬全 ALS 基金會冰桶挑戰賽” 冰桶挑戰及募捐公益活動

World ALS Day: "Wanquan ALS Foundation Ice Bucket Challenge" Public Welfare Campaign for Ice Bucket Challenge and Fundraising



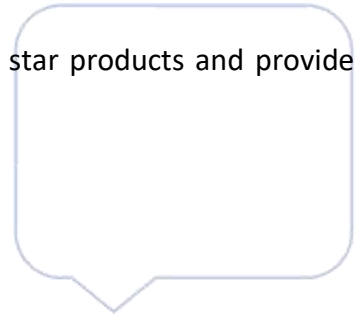
世界預防自殺日：“讓我們一起微笑” 為主題的抗疾病宣傳、心理健康教育及 “萬全一起走” 活動

World Suicide Prevention Day: Disease Awareness Campaign with the Theme 'Let's Smile Together ', Mental Health Education, and the ' Walk Together for Safety' Initiative



亮相醫藥產業展會，宣傳公司明星產品並進行公益支持

Attend the pharmaceutical industry exhibition to promote the company's star products and provide public welfare support







本集團將每一位雇員視為最寶貴的資源和財富，尊重和維護每一位雇員的合法權益，關注雇員的健康和安全，重視人才培養，努力為雇員構建特製的職業生涯規劃和快速發展平臺，致力於實現雇員與企業的共同發展。

The Group regards every employee as the most valuable resource and wealth, respects and protects the legitimate rights and interests of every employee, pays attention to the health and safety of employees, attaches importance to talent training, strives to build a special career planning and rapid development platform for employees, and is committed to realizing the common development of employees and the Group.

本集團重視雇員的平等性和多元化，我們主要通過校園招聘和社會招聘（網站招聘和內部推薦）的方式引進不同人才，招聘雇員時主要是根據他們的能力和態度，而非基於性別、種族或年齡。

The Group attaches great importance to the equality and diversity of employees. We mainly introduce different talents through campus recruitment and social recruitment (website recruitment and internal recommendations). Employees are recruited mainly based on their ability and attitude, rather than based on gender, race or age.



發展和培訓平臺  
Development and Training Platform

本集團自從成立至今一直重視人才的培養和職業發展，因為這有助於提高效率、增強雇員對企業的認同感、促進溝通和提高凝聚力，進而促進本集團的創新和發展。

Since its establishment, the Group has always attached great importance to the cultivation of talents and employees' career development, because it helps to improve efficiency, enhance employees' identity with the Group, promote communication and improve cohesion, and thus promote the innovation and growth of the Group.

### \*關心雇員的健康和安全

#### Taking Care for Employees' Health and Safety

雇員的健康和安全對本集團來說至關重要。本集團陸續舉辦一系列的休閒、娛樂和康體活動，促進雇員的健康及工作和生活的平衡。本集團在本年度內為雇員舉辦了各種各樣的活動，包括：雇員生日會、團建燒烤活動、新年聯歡晚會和雇員的體檢等。

The health and safety of the employees are paramount to the Group. The Group has continued to organize a range of leisure, recreational and sporting programs to build and promote a healthy and work-life balance environment to the workforce. Within the reporting year, the Group provided various activities to our employees, including birthday parties, reunion barbecue, New Year's party as well as medical checkup for the employees.



### \*保障合法權益 Protection of Legitimate Rights and Interests of the Employees

本集團嚴格遵守國家勞動法律法規的規定，不斷完善勞工管理制度，建立公平合法的勞工環境，重視保護婦女和殘障人士的合法權益，同工同酬，避免歧視和不公平待遇，堅決反對僱傭童工和強制勞工。二零二五年，本集團並無違反相關國家勞動法律法規及不存在僱傭童工和強制勞工的情況。

The Group has strictly observed the provisions in the national labor laws and regulations, constantly improve the labor management system, establishes a fair and legal employment environment, values protection of legitimate rights and interests of women and the disabled, implements equal pay for equal work, avoids discrimination and unfair treatment, and stands firmly against employment of child and forced labor. In 2025, the Group did not violate any of the relevant national labor laws and regulations and did not employ child and forced labor force.

本集團構建並完善同企業發展和雇員成長相適應的福利體系，建立良好的薪酬管理制度，多種激勵制度（包括股票期權激勵等），並不斷完善薪酬方案。

The Group has established and improved the welfare system compatible with the development of the Group and the growth of employees, established a good compensation management system, a variety of incentive systems (including stock option incentives, etc.), and constantly improved the remuneration scheme.

本集團除了按照國家規定為雇員繳納社會保險和公積金，還為雇員提供電腦補貼、膳食補貼、住宿/住房補貼等各種福利，為優秀人才提供專業商業保險及購車貸款等。真正讓雇員快樂工作，並因工作環境愉快而努力工作以提升生產力。

In addition to paying social insurance and provident fund for employees in accordance with national regulations, the Group also provides employees with various benefits such as computer subsidies, meal subsidies, accommodation/housing subsidies, etc. And to provide professional commercial insurance and car purchase loans for outstanding talents which truly enabling employees to enjoy at work and in turn to improve the overall productivity to the Group.

**\* 僱員培訓 Employee Training**

培訓是提高僱員整體素質及全面發展的重要途徑，本集團建立了多層次的僱員培訓體系，成立了萬全大學，包括藥學院、醫學院、商學院和財經學院等，集團努力為僱員創造內部和外部培訓機會，以提升他們的知識技能、工作能力和表現。本年度主要的培訓包括新僱員入職培訓、專業技能培訓、通用知識培訓、輪崗培訓和合規培訓等等。

Training is an important way to improve the overall quality and provide comprehensive development of the employees. The Group has established a multi-level training system and set up Wanquan University, including pharmaceutical school, medical school, business school and finance and economics school. The Group endeavors to create internal and external training opportunities for our employees, so as to enhance their knowledge, job skills, capabilities and performance. In the reporting year, our training programs mainly included orientation training for new employees, training of professional skills, training of new general knowledge, job rotation and training of compliance.



本集團認為以辦公室為主的運作在管理供應鏈上不構成重大的環境及社會風險。

The Group believes that our office-based operations in managing the supply chains did not constitute material environmental and social risks.

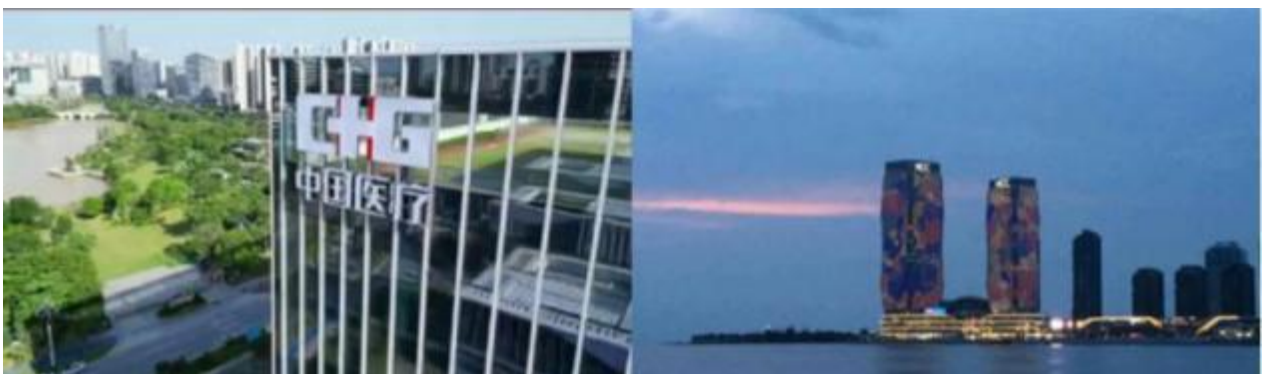
本集團高度重視企業誠信和服務品質，以促進所有股東和權益相關者的長遠利益。在本報告期內本集團不存在違反相關法律法規的情況。本集團將繼續確保遵守所有政府和監管機構的適用法律、法規、條例及準則得到遵守。

The Group attaches great importance to corporate integrity and service quality in order to promote the long-term interests of all shareholders and equity stakeholders. The Group did not violate relevant laws and regulations during the reporting period. The Group will continue to ensure compliance with all applicable laws, regulations, rules and guidelines of government and regulatory agencies.



在報告期內並無任何關於本集團或僱員賄賂、勒索、欺詐及洗黑錢的法律訴訟。

During the reporting period, there was no litigation action relating to bribery, extortion, fraud and money laundering brought against the Group and/or any of its employees.



# 企業管治

## Corporate Governance

### ▲董事會結構與職能

Board Structure And Functions

### ▲董事培訓與表現評估

Directors Training And Performance Evaluation

### ▲風險管理與內部監控

Risk Management And Internal Control

### ▲ESG 風險管理框架

ESG Risk Management Framework



中國醫療集團有限公司致力於建立一個高效、透明且多元化的董事會，以確保公司治理的穩健性和可持續性。董事會在公司戰略制定、風險管理、股東權益保護以及 ESG 事務管理中發揮核心作用。

China Health Group Inc. is committed to establishing an effective, transparent and diversified board of directors to ensure robust and sustainable corporate governance. The board of directors plays a central role in the formulation of corporate strategy, risk management, protection of shareholders' rights and interests, and management of ESG matters.

## 董事會構成 Board composition



本集團設有健全的董事會結構，包括執行董事、非執行董事及獨立非執行董事。本集團董事會成員有七人，其中執行董事 2 人、非執行董事 1 人、獨立非執行董事 4 人，獨立非執行董事人數占董事總數的 1/3 以上，女性董事占董事總數的 28.57%。

The Group has a sound board structure comprising executive directors, non-executive directors and independent non-executive directors. The board of directors of the Group consists of 7 members, including 2 executive directors, 1 non-executive director and 4 independent non-executive directors. The number of independent non-executive directors accounts for more than 1/3 of the total number of directors, and female directors account for 28.57% of the total number of directors.

董事會成員具備多元化的背景和專業經驗，涵蓋醫療、管理、法律、財務等領域，能夠為集團的戰略發展提供全面的視角和專業支持。此外，集團注重董事會成員的性別和年齡多元化，以促進不同觀點的交流與融合，提升決策品質。

The board members have diversified backgrounds and professional experiences covering the fields of healthcare, management, law, finance, etc., and are able to provide comprehensive perspectives and professional support for the Group's strategic development. In addition, the Group focuses on the gender and age diversity of its board members to promote the exchange and integration of different perspectives and enhance the quality of decision-making.



## 董事會職能 Board Functions



董事會在集團治理中承擔以下關鍵職能：

The board of directors assumes the following key functions in corporate governance:

**戰略規劃與監督：**制定公司長期戰略，監督戰略執行情況，確保集團業務與市場環境、股東期望以及可持續發展目標相一致。

**Strategic planning and supervision:** to develop the Group's long-term strategy, monitor the implementation of the strategy and to ensure that the Group's business is aligned with the market environment, shareholder expectations, and sustainable development goals.

**風險管理：**識別、評估和管理集團面臨的重大風險，包括財務風險、運營風險、法律風險以及 ESG 相關風險，確保集團穩健運營。

**Risk management:** to identify, evaluate and manage significant risks facing to the Group, including financial risks, and operational risks, legal risks and ESG related risks, to ensure robust operation of the Group.

**ESG 事務管理：**監督集團 ESG 戰略的制定與實施，確保 ESG 目標與集團整體戰略相一致，並通過定期評估與調整，推動集團在環境保護、社會責任和公司治理方面的持續進步。

**ESG affairs management:** to supervise the generation and implementation of the Group's ESG strategy, ensure that the ESG objectives are consistent with the overall strategy of the Group, and promote the Group's continuous progress in environmental protection, social responsibility and corporate governance through regular assessments and adjustments.

**股東權益保護：**確保集團決策符合股東利益，保障股東的知情權、參與權和投票權，維護股東的合法權益。

**Protection of rights and interests of the shareholders:** to ensure that the Group's decisions are in line with the interests of shareholders, to protect the shareholders' right to know, right to participate and right to vote, and to safeguard the legitimate rights and interests of shareholders.

**高級管理人員任命與監督：**任命、監督和評估集團高級管理人員的表現，確保管理層能夠有效執行董事會的決策。

**Senior management personnel appointment and supervision:** to appoint, monitor and evaluate the performance of senior management, and to ensure that management is able to effectively implement the board's decisions.

**合規與誠信：**監督集團遵守法律法規，維護商業道德，推動集團誠信經營，確保集團行為符合社會期望。

**Compliance and integrity:** to supervise the Group to be compliance with laws and regulations, to maintain business ethics, promote the Group's integrity operation, and ensure that the Group's behaviors in line with social expectations.



## 董事會運作機制 Mechanisms For The Functioning of The Board of Directors

董事會每年至少召開4次會議，討論集團重大事項、戰略規劃、ESG事務以及風險管理等議題。此外，根據需要召開臨時會議，以應對緊急事項。

The board of directors meets at least 4 times a year to discuss corporate issues, strategic planning, ESG issues, and risk management issues. In addition, interim meetings are held as needed to address urgent matters.

董事會下設多個專業委員會，包括審計委員會、薪酬委員會、提名委員會，各委員會在各自職責範圍內為董事會提供專業建議和支持。

The board of directors has a number of professional committees, including audit committee, remuneration committee and nominating committee, with each committee providing professional advice and support to the board within their respective responsibilities.

**審計委員會：**負責監督集團財務報告流程、內部控制和審計工作，確保財務資訊的準確性和透明度。

**Audit Committee:** to be responsible for overseeing the Group's financial reporting process, internal control and auditing, and to ensure the accuracy and transparency of financial information.

**薪酬委員會：**制定和評估集團高級管理人員及董事的薪酬政策，確保薪酬與公司業績和長期目標相一致。

**Remuneration Committee:** to draft and evaluate compensation policies for the Group's executives and directors to ensure that compensation is consistent with the Group's performance and long-term goals.

**提名委員會：**負責董事會成員和高級管理人員的提名與選拔，確保集團治理結構的穩定性和有效性。

**Nomination Committee:** to be responsible for the nomination and selection of board members and senior management to ensure the stability and effectiveness of the corporate governance structure.

**獨立董事角色：**獨立董事在董事會中發揮重要作用，提供獨立的專業意見，監督集團治理和ESG事務，確保集團決策的公正性和透明度。獨立董事參與董事會及各專業委員會的決策過程，為公司治理提供制衡機制。

**Role of Independent Directors:** the independent directors play an important role in the board of directors, providing independent professional opinions, overseeing the Group's governance and ESG matters, and ensuring the fairness and transparency of corporate decision-making. The independent directors participate in the decision-making process of the board of directors and various professional committees to provide a check and balance mechanism for corporate governance.



## 董事會成員培訓與發展 Board Member Training And Development

本集團重視董事會成員的持續培訓與發展，定期組織培訓活動，幫助董事瞭解最新的法律法規、行業動態以及 ESG 最佳實踐。通過持續學習，董事會成員能夠不斷提升自身的專業素養和治理能力，更好地履行職責。

The Group attaches importance to the continuous training and development of board members, and organizes regular training activities to help directors understand the latest laws and regulations, industry trends and ESG best practices. Through continuous learning, board members are able to constantly improve their professional and governance skills and better perform their duties.

## 董事會多元化政策 Board Diversity policy

本集團致力於推動董事會成員的多元化，通過以下措施促進多元化目標的實現：

The Group is committed to promoting the diversification of its Board of Directors, and promotes the achievement of its diversity goals through the following measures:

**性別多元化：**積極鼓勵女性董事的提名與任命，提高女性在董事會中的比例。

**Gender Diversity:** to actively encourage the nomination and appointment of female directors and increase the proportion of women on the Board.

**年齡與經驗多元化：**確保董事會成員具有不同的年齡背景和豐富多樣的行業經驗，促進不同代際之間的交流與合作。

**Age and Experience Diversity:** to ensure that board members have different age backgrounds and rich industry experiences, and to promote communication and cooperation between different generations.

**專業背景多元化：**吸納具有不同專業背景的成員，涵蓋醫療、法律、財務、管理等領域，為公司治理提供全面的專業支持。

**Diversified Professional Backgrounds:** to attract members with different professional backgrounds, covering medical, legal, financial, management and other fields, to provide comprehensive professional support for corporate governance.

通過多元化的董事會結構，集團能夠更好地應對複雜多變的市場環境，推動集團的可持續發展。

By diversification of the board structure, the Group is able to better cope with the complex and volatile market environment and promote the sustainable development of the Group.

**董事培訓與表現評估**  
Director Training and Performance Evaluation

本集團高度重視董事的專業發展，通過以下措施提升董事的履職能力和專業素養：  
The Group attaches great importance to the professional development of its directors and enhances their competence and professionalism through the following measures:

邀請行業專家和學者進行專題講座，幫助董事瞭解行業最新動態和最佳實踐。  
The Group invites industry experts and scholars to give special lectures to help directors understand the latest developments and best practices in the industry.

**定期培訓計畫：  
Regular Training Plans:**

集團為董事提供持續的培訓和發展機會，內容涵蓋法律法規、公司治理、ESG 管理、風險管理等方面。

The Group provides continuous training and development opportunities for directors, covering laws and regulations, corporate governance, ESG management, risk management, etc.



**董事培訓**  
Training for Directors

**外部專家授課：  
Lectures by External Experts:**

組織董事參與內部研討會，分享經驗，促進跨領域知識交流。

Organise directors' participation in internal seminars to share experiences and promote cross-disciplinary knowledge exchange.



**內部研討與交流：  
Internal Seminars and Exchanges:**



董事 ESG 能力建設與  
培訓機制  
ESG Capacity  
Building and Training  
Mechanism for  
Directors



### 培訓目標 Training Objectives

確保董事會成員具備 ESG 戰略決策能力，掌握醫療行業可持續發展趨勢（如綠色醫療技術、患者數據倫理等）及香港聯交所合規要求。

Ensure that board members have ESG strategic decision-making skills, and are aware of sustainable development trends in the healthcare industry (e.g. green healthcare technology, patient data ethics, etc.) and the compliance requirements of the Hong Kong Stock Exchange.

### 培訓內容與形式 Training Content and Format

#### ● 年度必修課程 Annual Compulsory Courses

- 氣候變化對醫療供應鏈的影響；  
Impact of climate change on the healthcare supply chain;
- 醫療行業 ESG 實質性議題分析；  
Analysis of substantive ESG topics in the healthcare industry;
- 香港《公司治理守則》及反賄賂法規更新解讀。  
An update on interpretation of Hong Kong's Corporate Governance Code and anti-bribery legislation.

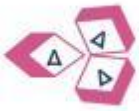
#### ● 定制化培訓 Customised Training

- 邀請第三方機構開展“ESG 風險與董事會監督責任”研討；  
To invite a third-party organization to conduct a seminar on “ESG Risks and Supervisory Responsibilities of the Board”;
- 實地考察公司辦公環境及臨床試驗倫理審查流程等。  
To pay site visits to the Group's office environment and to review the process of the ethical clinical trials, etc.

### 培訓頻次 Frequency of Training

- 每名董事年度 ESG 培訓時長不低於 15 小時。  
The annual ESG training time for each director is not be less than 15 hours.





本集團建立了科學的董事表現評估機制，確保董事能夠有效履行職責：  
The Group has established a scientific evaluation mechanism for director performance, to ensure that the directors can effectively perform their duties:

明確職責與目標：制定清晰的董事職責和目標，涵蓋戰略規劃、風險管理、監督和指導管理層等方面。

Clear responsibilities and objectives: to develop clear director responsibilities and objectives, covering strategic planning, risk management, supervision and management guidance.

評估內容：評估內容包括對公司目標的掌握、職責認知、對公司運營的參與程度、內部溝通能力以及專業持續進修等方面。

Assessment content: to include mastery of the Group's goals, responsibility awareness, participation in the Group's operations, internal communication skills, and professional continuing learning, etc.



定期評估機制：通過董事自評、360度回饋和管理層評估等方式，對董事的個人表現進行全面評估。

Regular assessment mechanism: to conduct a comprehensive evaluation of the personal performance of directors by means of self-evaluation, 360-degree feedback and management evaluation.

激勵與改進：根據評估結果，為董事制定個性化的發展計畫，並設立激勵機制，對表現突出的董事給予獎勵。

Incentives and Improvements: according to the assessment results, to formulate a personalised development plan for each of directors and to set up an incentive mechanism to reward directors with outstanding performance.

## 董事 ESG 績效評估

### Directors' ESG Performance Assessment

#### ● 評估標準 Assessment Criteria

- 戰略貢獻：是否推動 ESG 目標與業務融合；  
Strategic contribution: whether to promote integration of ESG objectives with the business;
- 監督效能：對 ESG 風險的回應速度與決策品質；  
Supervisory effectiveness: responsiveness to ESG risks and quality of decision-making;
- 利益相關方溝通：在投資者會議中傳達 ESG 進展的透明度與一致性。  
Stakeholder communication: to communicate transparency and consistency of ESG progress in investor meetings.

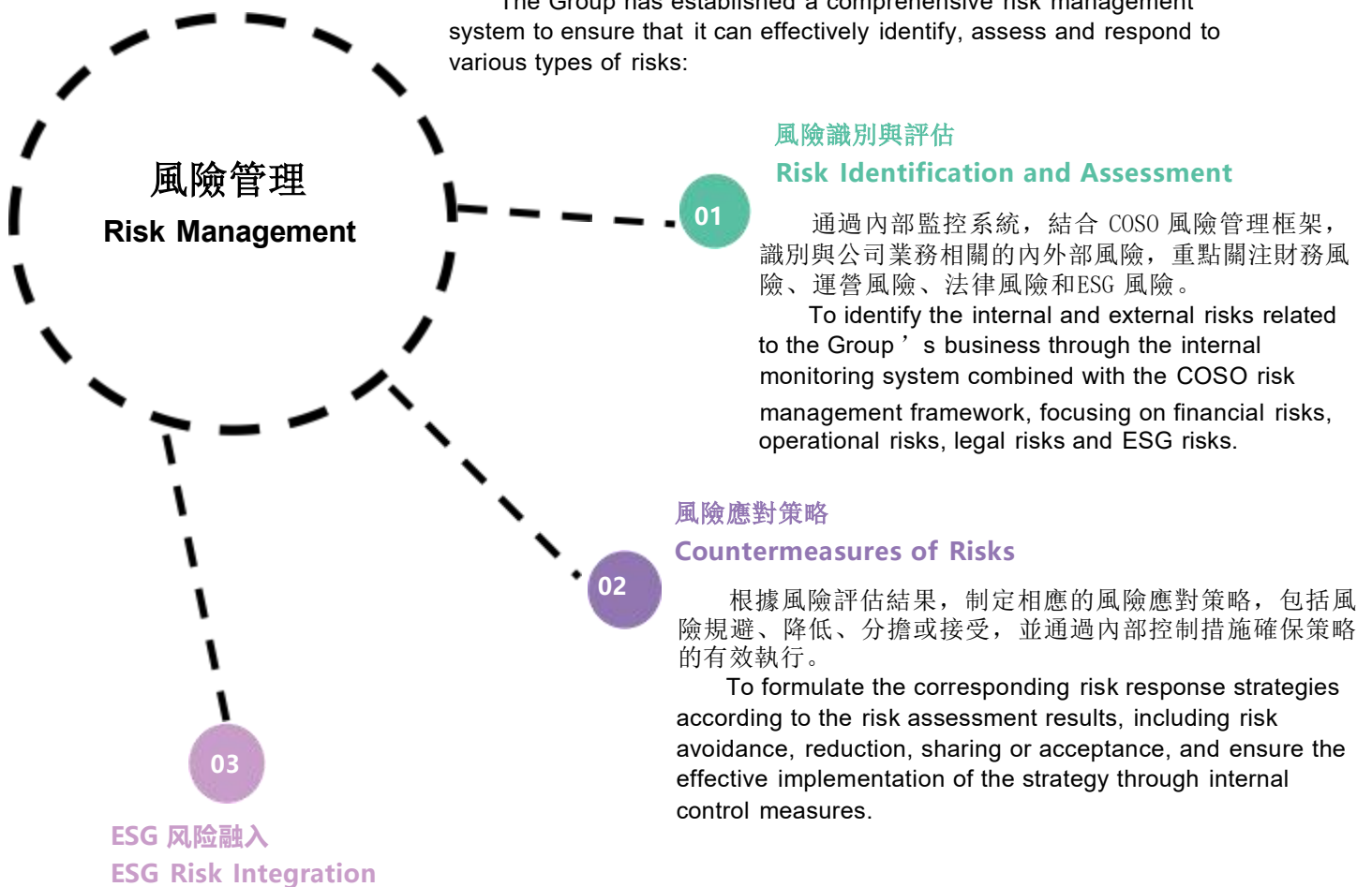
#### ● 評估流程 Assessment Process

- 每年由 ESG 工作小組聯合獨立第三方機構進行匿名評估。  
Annual anonymous assessment by the ESG Committee in conjunction with an independent third-party organisation.

**風險管理與內部監控**  
Risk Management and Internal Control

本集團建立了全面的風險管理體系，確保能夠有效識別、評估和應對各類風險：

The Group has established a comprehensive risk management system to ensure that it can effectively identify, assess and respond to various types of risks:



通過內部監控系統，結合 COSO 風險管理框架，識別與公司業務相關的內外部風險，重點關注財務風險、運營風險、法律風險和ESG 風險。

To identify the internal and external risks related to the Group's business through the internal monitoring system combined with the COSO risk management framework, focusing on financial risks, operational risks, legal risks and ESG risks.

根據風險評估結果，制定相應的風險應對策略，包括風險規避、降低、分擔或接受，並通過內部控制措施確保策略的有效執行。

To formulate the corresponding risk response strategies according to the risk assessment results, including risk avoidance, reduction, sharing or acceptance, and ensure the effective implementation of the strategy through internal control measures.

將 ESG 風險納入整體風險管理體系，定期評估 ESG 因素對公司業務的影響。

To integrate ESG risks into the overall risk management system and regularly assess the impact of ESG factors on the Group's business.



本集團建立了完善的內部監控體系，確保集團運營的合規性和效率：

The Group has established a comprehensive internal control system to ensure compliance and efficiency of the Group's operations:

### 監控體系特點 Characteristics of Monitoring System

內部監控體系涵蓋財務監控、運營監控和合規監控，確保公司內部控制制度的健全性和有效性。

The internal control system covers financial control, operational control and compliance control to ensure the integrity and effectiveness of the Group's internal control system.

### 定期檢討與改進 Regular Review and Improvement

每年對內部監控體系的有效性進行檢討，根據內部環境、風險評估、控制活動、資訊與溝通及內部監督等要素進行評估，並根據結果進行持續改進。

To review annually the effectiveness of the Group's internal monitoring system, evaluate on the basis of the elements of internal environment, risk assessment, control activities, information and communication and internal oversight, and to make continuous improvement according to the result.



### 三道防線機制 Three Lines of Defence Mechanism



由各業務單元和子公司負責日常運營風險的識別與管理。

The business units and subsidiaries are responsible for the identification and management of day-to-day operational risks.

由管理層、風險與運營管理部、法律合規部等職能部門負責監督和指導風險管理工作。

The management department, risk and operation management Department, Law and Compliance Department and other functional departments are responsible for supervising and guiding the risk management work.

由內部審計部門和紀委負責獨立監督，確保風險管理體系的有效性。

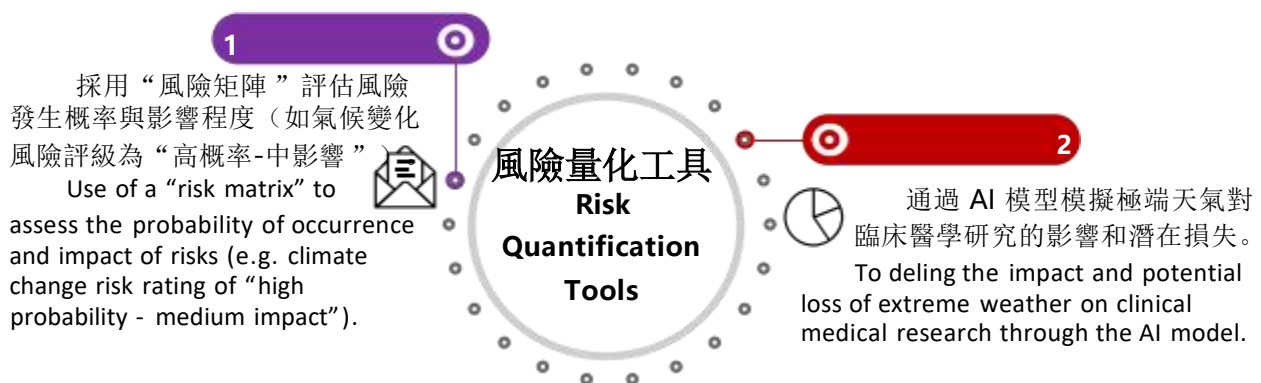
The internal audit department and the Disciplinary Committee are responsible for independent monitoring to ensure the effectiveness of the risk management system.

**ESG 風險管理框架**  
ESG Risk Management Framework

○ 風險識別與分級 Risk Identification and Classification

— 行業核心風險 Industry Core Risks

風險類別 Risk Category	醫療行業典型風險 Typical Risks in the Healthcare Industry	應對措施 Countermeasures
環境風險 Environmental Risks	醫療廢棄物處理不合規引發處罰 Penalties given due to non-compliance on medical waste disposal	建立 ISO 14001 認證的廢棄物全流程管理系統 Establish an ISO 14001-certified waste management system for the whole process
社會風險 Social Risks	臨床試驗患者隱私數據洩露 Patient privacy data exposure	實施區塊鏈加密技術，年度滲透測試覆蓋率 100% Implementation of blockchain encryption technology, the annual penetration test coverage of 100%
治理風險 Governance Risks	供應商賄賂導致供應鏈中斷 Supplier bribery leading to supply chain disruptions	簽訂《反腐敗承諾書》，高風險供應商審計覆蓋率 100% Signing “Anti-Corruption Commitment Letter” and 100% audit coverage of high-risk vendors





## -内部監控機制 Internal control Mechanisms

### -跨部門監控體系 Interdepartmental Monitoring system

社會監控：合規部門每季度抽查 10% 臨床試驗專案，確保倫理審查符合《赫爾辛基宣言》。

Social monitoring: the Compliance Department conducts quarterly spot checks on 10 % of clinical trial projects to ensure that ethical reviews are in line with the Declaration of Helsinki.

治理監控：內部審計部門對採購合同、科研合作協議書等合同進行 100% 電子化留痕，關鍵流程設置雙重審批。

Governance monitoring: the internal audit department conducts 100% electronic traceability of contracts such as procurement contracts and research cooperation agreements, and sets up double approvals for key processes.

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### Digital Monitoring platform

部署 ESG 一體化管理系統，即時預警：

To deploy the ESG integrated management system for immediate early warning:

- 能源消耗超預設閾值（如單月用電量同比上升 10%）；

To give early warning if energy consumption exceeds preset thresholds (e.g., electricity consumption rises by 10% year-on-year in a single month);

- 員工培訓未達標部門（如數據安全培訓完成率低於 90%）；

To give early warning by the department where its staff training is not up to standard (if data security training completion rate is less than 90%);

- 供應商 ESG 評分降級（如從“綠”級跌至“黃”級）。

To give early warning if a supplier's ESG score downgrades (if its grade drops from "green" to "yellow" ).





中國醫療集團有限公司  
China Healthcare Group Inc