



## Yunkang Group Limited

云康集团有限公司

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

**(Stock Code: 2325)**

October 14, 2022

*To the Independent Shareholders*

Dear Sir/Madam,

### **REVISION OF ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS**

We refer to the circular dated October 14, 2022 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 adoption of Revised Annual Caps (Second Revision) 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. Ballas 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 11 of the Circular and the letter from the Independent Financial Adviser set out on pages 14 to 26 of the Circular, both of which provide details of the adoption of Revised Annual Caps (Second Revision) for the Reagents, Consumables and Equipment Procurement Framework Agreement.

Having considered, among other matters, the amount of the Revised Annual Caps (Second Revision), 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 adoption of Revised Annual Caps (Second Revision) for the 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 the Group and in the interests of the Company and the Shareholders as a whole.

Accordingly, we recommend the Independent Shareholders to vote in favor of the relevant resolution to be proposed at the Extraordinary General Meeting in relation to the adoption of Revised Annual Caps (Second Revision) for the Reagents, Consumables and Equipment Procurement Framework Agreement.

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

**Mr. Yu Shiyu**

**Mr. Yang Hongwei**

**Mr. Xie Shaohua**

*Independent Non-executive Directors*

Yours faithfully,

Independent Board Committee of  
**Yunkang Group Limited**  
云康集团有限公司

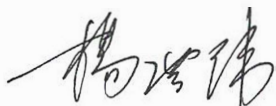
A handwritten signature in black ink, appearing to be 'Yu Shiyu', is written over a horizontal line.

Name: Yu Shiyu (喻世友)

Title: Independent Non-executive Director

Yours faithfully,

Independent Board Committee of  
**Yunkang Group Limited**  
云康集团有限公司

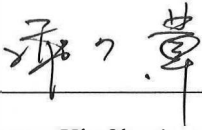
A handwritten signature in black ink, appearing to be '杨洪伟' (Yang Hongwei), written over a horizontal line.

Name: Yang Hongwei (杨洪伟)

Title: Independent Non-executive Director

Yours faithfully,

Independent Board Committee of  
**Yunkang Group Limited**  
云康集团有限公司



---

Name: Xie Shaohua (谢少华)

Title: Independent Non-executive Director