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Endurance RP Limited

壽康集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 575)

AUDITED FINAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2021

The Board of Endurance RP Limited is pleased to present the audited consolidated results of the Group for the year ended 31 December 2021, together with the comparative figures for the previous year.

PERFORMANCE OVERVIEW


A summary of the financial performance and other notable events for the year ended 31 December 2021 include:

- A loss attributable to shareholders of the Company of approximately US\$12.60 million, which was mainly attributable to: (i) an amortisation charge of approximately US\$23.76 million on the intangible assets, being a non-cash item; (ii) the Group's operating and R&D expenses of approximately US\$8.35 million; while being offset somewhat by: (iii) a realised and an unrealised marked-to-market gain in respect of the Company's equity portfolio of FAFVPL of approximately US\$4.85 million and US\$8.74 million, respectively; (iv) a milestone payment of US\$3.20 million; and (v) an unrealised gain in respect of the Company's derivative financial instruments of approximately US\$1.20 million.
- Shareholders' equity was approximately US\$38.77 million, a decrease of approximately 22.93% as compared with that as at 31 December 2020, with the decrease being mainly attributable to the loss attributable to shareholders of the Company.

- The Group received US\$2.88 million (net of 10% PRC withholding tax) from Wanbang Biopharmaceutical in respect of obtaining clinical trial approval from the Centre of Drug Evaluation in China on 5 February 2021. Since year end, Wanbang Biopharmaceutical has commenced the RCT, with an estimated end point of 12 months.
- MME, a leading global marketing consulting firm, confirmed through a survey that a price of US\$90 to US\$150 is sustainable for the proposed US presentation of Fortacin™. In respect of the US Phase II validation study, the clinical research organisation has successfully completed the prespecified data analysis from the 16 sites undertaken to validate the FDA mandated patient reported outcome for premature ejaculation. The validation study was submitted to the FDA in Q4 2021. The Group's strategy remains to continue negotiations with potential commercial strategic partners for the US market, while the Group completes the submission of the study to the FDA, with the aim of securing a partner just ahead of or while the Group conducts the Phase III trial.
- During the year, Orient EuroPharma launched Fortacin™ for sale in Taiwan and Macau, following the launch in Hong Kong in January 2021. The Group will generate a low teens royalty of Orient EuroPharma's net sales of Fortacin™ in these markets.
- On 14 December 2021, the Group entered into an exclusive licence agreement with SK-Pharma in respect of the rights to commercialise Fortacin™ by way of the sale and, among other things, distribution of Fortacin™ in certain regions. Israeli region and the Russian Federation are the two major regions. SK-Pharma has responsibility, at its own expense, for filing applications for, and obtaining and maintaining any and all regulatory approvals, namely marketing authorisations, required under applicable law to commercialise Fortacin™ in these territories. SK-Pharma expects that regulatory approvals will take approximately 18 months to obtain and will launch Fortacin™ in the Israeli region with the Russian Federation to follow. SK-Pharma has undertaken that it shall enter into manufacturer agreements with PSNW with respect to Fortacin™.
- From a business development standpoint, the Group has continued to implement and integrate DLI, acquired in December 2020, with our existing business. DLI is developing explainable and user-friendly AI systems to track the rate of aging at the molecular, cellular, tissue, organ, system, physiological and psychological levels. During the period, a core focus has been on DLI's four main business segments, being: (i) direct to consumer through its Young.AI mobile App providing biological, behavioral, and psychological aging clock tracking and recommendations designed to slow down or reverse biological aging. The

company is also developing and patenting new aging clocks utilising new data types; (ii) the provision of its AgeMetric™ biological age reports to clinics and medical doctors for a fee; (iii) providing age prediction and recommendation services via software as a service (SaaS)® AI and on-premises instalment to the life and health insurance companies; and (iv) developing its MindAge® offering through its upcoming mobile app and website launches in 2022 together with partnering with insurance companies and other strategic commercial partners. It is also developing systems for the emerging field of longevity medicine enabling physicians to make better decisions on the interventions that may slow down or reverse the aging processes. DLI has also developed Longevity as a Service (LaaS)® solution to integrate multiple deep biomarkers of aging dubbed “deep aging clocks” to provide a universal multifactorial measure of human biological age. DLI has also established a key research partnership with one of the world’s leading longevity organisations, HLI. Under this arrangement, HLI will provide a range of aging clocks to a global network of advanced physicians and longevity research specialists. DLI is actively engaged with a number of leading life insurance companies and is exploring pilot engagements in both underwriting, customer acquisition and engagement. On the research front, DLI has published and applied for patents on a number of new aging clocks. Its DeepMAge, deep methylation aging clock is likely to be the most accurate methylation aging clock on record. The company also published and applied for patent for MindAge®, its psychological aging clock, a predictor of human psychological age based on survey data. This clock is now being integrated into the company’s mental health strategy and wellbeing offering. In this respect, we are very excited as DLI has entered into a pilot study on its MindAge® offering (being DLI’s MindAge® psychological model and online survey) with a leading European technology innovation insurtech centre, which if it proves successful may lead to commercialisation of our MindAge® offering with a leading commercial insurer, a significant milestone for DLI in proving its AI technology. The company test-piloted the clock in January and as of 31 December 2021 over 300,000 people have completed the survey (without any significant marketing spending on the company’s part) demonstrating that there is significant demand for this offering. The MindAge® tests are available via the Deep Longevity website (www.deeplongevity.com) and via the Young.AI iPhone App available in the Apple Appstore.

- Actively monitoring its existing investment in DVP, representing approximately 2.67% of the share capital of the company as at 31 December 2021. At long last, the Group’s investment in DVP is showing its true potential with a realised and unrealised gain of approximately US\$4.85 million and US\$8.74 million respectively and a marked-to-market value of approximately US\$10.49 million.

The Company name has been changed to “Endurance RP Limited” from “Regent Pacific Group Limited” with effect from 18 June 2021. The change of the Company name in Chinese for identification purpose to “壽康集團有限公司” from “勵晶太平洋集團有限公司” also become effective, as did the change in stock short name of the Company for trading in the Shares on the Stock Exchange to “ENDURANCE RP” from “REGENT PACIFIC” in English and to “壽康集團” from “勵晶太平洋” in Chinese with effect from 9:00 a.m. on 28 June 2021. The stock code of the Company on the Stock Exchange remains unchanged as “575”. The logo of the Company has been changed to “ ” and the website of the Company has been changed to “www.endurancerp.com” from “www.regentpac.com” with effect from 30 June 2021 to reflect the change of Company name. Further details are set out in the Company’s announcement dated 23 June 2021.

During 2021, the continued outbreak of COVID-19 has had, and continues to have, a material impact on businesses (including the Group’s headquarters in Hong Kong) around the world and the economic environments in which they operate. However, we are positive that the world will return to more normality in 2022 as COVID-19 will in our opinion become endemic allowing businesses to resume normal operations, with a few exceptions, including Hong Kong, that are unfortunately experiencing record positive COVID-19 infections. During 2021, the outbreak caused disruption across our business lines. A number of countries in which we operate have implemented severe restrictions on the movement of populations, with a resultant significant impact on economic activity but we are seeing these restrictions being eased in 2022. These restrictions are being determined by the governments of individual jurisdictions, including through the implementation of emergency powers. The impacts of these restrictions, including the subsequent lifting of restrictions, may vary from jurisdiction to jurisdiction.

As previously announced, Recordati, the Group’s European marketing and distribution partner for its lead product, Fortacin™, is based in Italy, and, as such, the Group has been in dialogue with Recordati to assess the situation resulting from COVID-19 and its impact on the continued roll-out of Fortacin™. In this respect, Recordati has informed the Group that during the first quarter of 2021,

its reference markets continued to be affected by the COVID-19 pandemic due both to the restrictions imposed to limit contagion in all territories, as well as from a cautious management of stocks by wholesalers. However, during the second quarter of 2021, this period was characterised by a gradual easing of the restrictive measures introduced to deal with the COVID-19 pandemic, driving a partial recovery in Recordati's main reference markets and a return to operating conditions closer to normal, although as the situation of the pandemic continues to evolve, a level of uncertainty remains. Given the dynamic circumstances and uncertainties surrounding the pandemic, the Group is unable to predict the possible future impacts it may have on the Group's operations. The Group is hopeful that with the continued global roll out of the vaccine effort, and the fact that Recordati has stated that its business is starting to show signs of returning to normal across many of its markets, not all, but many of our markets in the later part of 2022.

We have invoked certain plans at our offices in Hong Kong and the UK to help ensure the safety and wellbeing of our staff, as well as our ability to support our customers and maintain our business operations. Many of our staff have continued to provide continuity of work while working remotely. It remains unclear how this will evolve into 2022 especially as Hong Kong, which is firmly committed to a zero COVID-19 strategy, is experiencing record numbers of positive COVID-19 infections. However, we will continue to monitor the situation closely while at all times following local government guidelines and policies and seeking to ensure the safety and health of our employees.

We are of course monitoring the evolving human tragedy in Ukraine, where at the moment we are not experiencing any impact to our business. The Group is also continually monitoring the sanction measures applied by the European Union, UK and US to ensure we comply with the sanction orders. However, like COVID-19 this is clearly difficult to predict exactly what will happen as events unfold, the impact of the escalation of conflict in the region on our business and that of our partner. I would say, pharmaceuticals from what we've seen historically, is a more resilient business, than many others, it is typically a sector that is protected from sanctions, obviously from the interest of patients. Recordati, our commercial partner in Europe does not have any manufacturing facilities in the conflict area and is not reliant on those markets for supply into other regions. Of course, the first thought at times like this is towards the safety and well-being of the Ukrainian people.

With a streamlined focus and sensible capital structure, the Company remains excited about the future prospects for the Group and the Shareholders and will: (i) continue to pursue the successful commercialisation of Fortacin™/Senstend™ in the remaining key markets of the US, China, Asia, Latin America and the Middle East; (ii) commercialise MindAge® offering, Young.AI mobile App and the Young.AI website, together with partnering with clinics, laboratories and insurance companies by offering its AgeMetric™ reports and access to its online platform; (iii) continue monitoring its investment in DVP; and (iv) continue with its existing strategy of pursuing strategic and value-led investments in the healthcare and life sciences sectors.

CHAIRMAN'S STATEMENT

Despite the continuing challenges to the global economy presented by the COVID-19 pandemic, 2021 was a challenging, but rewarding year for the Group as we achieved a number of significant milestones during the year, milestones that I will discuss in more detail below.

During 2021, the continued outbreak of COVID-19 has had, and continues to have, a material impact on businesses (including the Group's headquarters in Hong Kong) around the world and the economic environments in which they operate. However, we are positive that the world will return to more normality in 2022 as COVID-19 will, in our opinion, become endemic, allowing businesses to resume normal operations, with a few exceptions, including Hong Kong, that are unfortunately experiencing record positive COVID-19 infections. During 2021, the outbreak caused disruption across our business lines. A number of countries in which we operate have implemented severe restrictions on the movement of populations, with a resultant significant impact on economic activity, but we are seeing these restrictions being eased in 2022. These restrictions are being determined by the governments of individual jurisdictions, including through the implementation of emergency powers. The impacts of these restrictions, including the subsequent lifting of restrictions, may vary from jurisdiction to jurisdiction. But we are ever hopeful that with the continued roll-out of the vaccines that we are now seeing across many countries, the higher vaccination rates will lead to the lifting of more restrictions in 2022 with businesses returning to more normal operations, albeit Hong Kong is expected to experience further economic suffering into 2022 due to the adopted zero COVID-19 strategy.

However, despite the headwinds, I am very proud to report that the Group performed well in 2021, achieving a number of significant milestones, including the integration of Deep Longevity, a new and complementary business line that I am particularly excited about given its cutting-edge approach to longevity medicine, a US\$4.2 trillion (and growing) industry in 2017.

For the year ended 31 December 2021, the Group recorded a loss attributable to shareholders of the Company of approximately US\$12.60 million, which was mainly attributable to: (i) an amortisation charge of approximately US\$23.76 million on the intangible assets, being a non-cash item; (ii) the Group's operating and R&D expenses of approximately US\$8.35 million; while being offset somewhat by: (iii) a realised and an unrealised marked-to-market gain in respect of the Company's equity portfolio of FAFVPL of approximately US\$4.85 million and US\$8.74 million, respectively; (iv) a milestone payment of US\$3.20 million; and (v) an unrealised gain in respect of the Company's derivative financial instruments of approximately US\$1.20 million.

As at 31 December 2021, shareholders' equity was approximately US\$38.77 million, a decrease of approximately 22.93% as compared with that as at 31 December 2020, with the decrease being mainly attributable to the loss attributable to shareholders of the Company.

I will report further on these achievements below. It goes without saying that the Group will continue to pay close attention to the development and evaluate the impact of COVID-19 on the financial position and operating results of the Group, but all things being equal, we remain very optimistic about the direction the business is taking and, in our ability, to generate value for Shareholders going forward.

Healthcare and Life Sciences Focus

The Group's healthcare and life sciences investments remain our core focus and the Group believes that investments in this sector will create substantial returns for our Shareholders in the medium to longer term. As part of this focus, we have worked diligently to further strengthen our relationships with key commercial partners and stakeholders in this sector and, in 2021, I am pleased to report that our team, together with our commercial partners, made significant progress in this respect per the following achievements:

- The Group received US\$2.88 million net of PRC withholding tax from Wanbang Biopharmaceutical, the Company's commercial strategic partner for China in respect of obtaining clinical trial approval from the Centre of Drug Evaluation in China on 5 February 2021. Wanbang Biopharmaceutical is now focusing its efforts on the successful completion of the RCT that commenced in February 2022, with an estimated end point of 12 months from commencement. The Group looks forward to the successful completion of the RCT and the marketing approval of Senstend™ in China as the next critical step towards the successful commercialisation of Senstend™ in China and the receipt of further milestone payments and royalties from Wanbang Biopharmaceutical.
- MME, a leading global marketing consulting firm, was engaged by the Group to assess the US payer's willingness to cover Fortacin™ and the level of price sensitivity for coverage. Following a comprehensive analysis of patients, physicians and healthcare providers across the US, a survey confirmed that a price of US\$90 to US\$150 is sustainable for the proposed US presentation of Fortacin™.
- In respect of the US Phase II validation study, the clinical research organisation has successfully completed the prespecified data analysis from the 16 sites undertaken to validate the FDA mandated patient reported outcome for premature ejaculation. The Group submitted the validation study to the FDA in Q4 2021. The Group's strategy remains to continue negotiations with potential commercial strategic partners for the US market, while the Group completes the submission of the study to the FDA, with the aim of securing a partner just ahead of or while the Group conducts the Phase III trial.
- During the year, Orient EuroPharma launched Fortacin™ for sale in Taiwan and Macau, following the launch in Hong Kong in January 2021. The Group will generate a low teens royalty of Orient EuroPharma's net sales of Fortacin™ in these markets.
- On 14 December 2021, the Group entered into an exclusive licence agreement with SK-Pharma in respect of the rights to commercialise Fortacin™ by way of the sale and, among other things, distribution of Fortacin™ in certain regions. Israeli region and the Russian Federation are the two major regions. SK-Pharma has responsibility, at its own expense, for filing applications for, and obtaining and maintaining any and all regulatory approvals, namely marketing authorisations, required under applicable law to commercialise Fortacin™ in these territories. SK-Pharma expects that regulatory approvals will take approximately 18 months to obtain and will launch Fortacin™ in the Israeli region, with the Russian Federation to follow thereafter.

Business Development

During the financial year 2021, the Group continued to look closely at a number of acquisition and investment opportunities in the healthcare, life sciences and wellness sectors, including how best to integrate and further identify and execute commercialisation opportunities in respect of Deep Longevity's patented technology to help identify individual biological aging markers.

From a business development standpoint, the Group has continued to implement and integrate DLI, acquired in December 2020, with our existing business. DLI is developing explainable and user-friendly AI systems to track the rate of aging at the molecular, cellular, tissue, organ, system, physiological and psychological levels. During the period, a core focus has been on DLI's four main business segments, being: (i) direct to consumer through its Young.AI mobile App providing biological, behavioural, and psychological aging clock tracking and recommendations designed to slow down or reverse biological aging. The company is also constantly developing and patenting new aging clocks utilising new data types; (ii) the provision of its AgeMetric™ biological age reports to clinics and medical doctors for a fee; (iii) providing age prediction and recommendation services via software as a service (SaaS)® AI and on-premises instalment to the life and health insurance companies; and (iv) developing its MindAge® offering through its upcoming mobile app and website launches in 2022 together with partnering with insurance companies and other strategic commercial partners. It is also developing systems for the emerging field of longevity medicine enabling physicians to make better decisions on the interventions that may slow down or reverse the aging processes. DLI has also developed Longevity as a Service (LaaS)® solution to integrate multiple deep biomarkers of aging dubbed "deep aging clocks" to provide a universal multifactorial measure of human biological age. DLI has also established a key research partnership with one of the world's leading longevity organisations, HLI. Under this arrangement, HLI will provide a range of aging clocks to a global network of advanced physicians and longevity research specialists. DLI is actively engaged with a number of leading life insurance companies and is exploring pilot engagements in both underwriting, customer acquisition and engagement. On the research front, DLI has published and applied for patents on a number of new aging clocks. Its DeepMAge, deep methylation aging clock is likely to be the most accurate methylation aging clock on record. The company also published and applied for patent for MindAge®, its psychological aging clock, a predictor of human psychological age based on survey data. This clock is now being integrated into the company's mental health strategy and wellbeing offering. In this respect, we are very excited as DLI has entered into a pilot study on its MindAge® offering (being DLI's MindAge® psychological model and


online survey) with a leading European technology innovation insurtech centre, which if it proves successful may lead to commercialisation of our MindAge® offering with a leading commercial insurer, a significant milestone for DLI in proving its AI technology. The company test-piloted the clock in January and during 2021 over 300,000 people have completed the survey (without any marketing spending on the company's part) demonstrating that there is significant demand for this offering. The MindAge® tests are available via the Deep Longevity website (www.deeplongevity.com) and via the Young.AI iPhone App available in the Apple Appstore.

Other Existing Investments and Achievements

Looking at the Group's existing and legacy investments in natural resources (which are non-core and are the focus of its existing divestment programme), precious and base metals investments have performed very strongly and the Group's not insignificant exposure to base metals (copper and zinc in particular) continues to enjoy favourable market conditions. While commodity markets remain volatile, the shift of investment activity towards exploration and not just producers remains. We remain confident that on a fundamental basis, demand will be underpinned by urbanization of emerging and recovery of developed economies globally.

We have continued to actively monitor our existing investment in DVP, representing approximately 2.67% of the share capital of DVP as at 31 December 2021. At long last, the Group's investment in DVP is showing its true potential with a realised and unrealised gain of approximately US\$4.85 million and US\$8.74 million, respectively and a marked-to-market value of approximately US\$10.49 million as at year end.

We are extremely pleased that the Group was able to discharge the remaining amount outstanding in respect of the settlement of the Australian taxation litigation (as previously disclosed, including in the 2020 Annual Report).

In addition, during the year the Company name has been changed to "Endurance RP Limited" from "Regent Pacific Group Limited" with effect from 18 June 2021. The change of the Company name in Chinese for identification purpose to "壽康集團有限公司" from "勵晶太平洋集團有限公司" also become effective, as did the change in stock short name of the Company for trading in the Shares on the Stock Exchange to "ENDURANCE RP" from "REGENT PACIFIC" in English and to "壽康集團" from "勵晶太平洋" in Chinese with effect from 9:00 a.m. on 28 June 2021. The stock code of the Company on the Stock Exchange remains unchanged as "575". The logo of the Company has been changed to " " and the website of the Company has been changed to "www.endurancerp.com" from "www.regentpac.com" with effect from 30 June 2021 to reflect the change of Company name. Further details are set out in the Company's announcement dated 23 June 2021.

Outlook

The economic recovery has continued, with global GDP already around 3.75% above its pre-COVID level, marking the fastest economic rebound in modern history, with the world's two leading economies in many ways already late cycle. As seen pre-COVID, China is grappling with the tension between supporting growth and its desire to deleverage, while US unemployment has fallen to 4.2%. We expect global GDP to expand by a still strong 3.5% over 2022, with the US leading the way. That should push equity prices yet higher over the first half of the year. However, with the Federal Fund Rate now behind the curve (zero rates are no longer appropriate), markets should prepare for 3 or more rate hikes from the middle of 2022. Given the robust consumer balance sheet, and ongoing strong business investment, we suspect US growth will be resilient to the initial rate hikes, supported by still very low long yields. However, rapid monetary normalisation could begin to weigh on elevated asset prices as the Federal Reserve Board (the “**Fed**”) plays catch up into 2023. The US\$ is likely to remain supported over 2022, as monetary policy among the major central banks once again diverges (while the Fed is likely to increase interest rates next year, the European Central Bank and Bank of Japan are unlikely to).

Russia's invasion of Ukraine however, will reshape the world economy and further drive up inflation by prompting companies to pull back from their global supply chains as elevated commodity prices negatively impact their bottom lines.

During 2021, the continued outbreak of COVID-19 has had, and continues to have, a material impact on businesses (including the Group's headquarters in Hong Kong) around the world and the economic environments in which they operate. However, we are positive that the world will return to more normality in 2022 as COVID-19 will, in our opinion, become endemic allowing businesses to resume normal operations, with a few exceptions, including Hong Kong, that are unfortunately experiencing record positive COVID-19 infections.

We have invoked certain plans at our offices in Hong Kong and the UK to help ensure the safety and wellbeing of our staff, as well as our ability to support our customers and maintain our business operations. Many of our staff have continued to provide continuity of work while working remotely. It remains unclear how this will evolve into 2022 especially as Hong Kong, which is firmly committed to a zero COVID-19 strategy, is experiencing record numbers of positive COVID-19 infections. However, we will continue to monitor the situation closely while at all times following local government guidelines and policies and seeking to ensure the safety and health of our employees.

With a streamlined focus and sensible capital structure, the Company remains excited about the future prospects for the Group and the Shareholders and will: (i) continue to pursue the successful commercialisation of Fortacin™/Senstend™ in the remaining key markets of the US, China, Asia, Latin America and the Middle East; (ii) commercialise DLI's MindAge® offering, Young.AI mobile App and the Young.AI website, together with partnering with clinics, laboratories and insurance companies by offering its AgeMetric™ reports and access to its online platform; (iii) continue monitoring its investment in DVP; and (iv) continue with its existing strategy of pursuing strategic and value-led investments in the healthcare and life sciences sectors.

Appreciation

On behalf of the Board, I want to thank our Shareholders for their continued support and our employees for their hard work in another challenging but rewarding year.

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2021**

| | | 2021 | 2020 |
|---|-------|-----------------|-----------------|
| | Notes | US\$'000 | US\$'000 |
| Revenue: | 4 | | |
| Milestone and royalty income | | 3,254 | 1,212 |
| Corporate investment income | | (288) | 108 |
| Other income | | 476 | 371 |
| | | <u>3,442</u> | <u>1,691</u> |
| Fair value gains on financial instruments | 5(a) | <u>14,793</u> | <u>458</u> |
| Total revenue and fair value gains on financial instruments | | 18,235 | 2,149 |
| Expenses: | | | |
| Employee benefit expenses | 6 | (4,165) | (3,258) |
| Rental and office expenses | | (588) | (663) |
| Information and technology expenses | | (162) | (159) |
| Marketing costs and commissions | | (82) | (61) |
| Professional and consulting fees | | (683) | (674) |
| Research and development expenses | | (2,404) | (2,458) |
| Amortisation of intangible assets | | (23,762) | (19,407) |
| Other operating expenses | | <u>(262)</u> | <u>(349)</u> |
| Operating loss | 5(a) | (13,873) | (24,880) |
| Impairment loss on goodwill | 5(c) | — | (5,700) |
| Reversal of impairment loss on intangible asset (Fortacin™) | 5(b) | — | 6,126 |
| Finance costs | 7 | <u>(1,218)</u> | <u>(1,706)</u> |
| Loss before taxation | | (15,091) | (26,160) |
| Tax credit | 8 | <u>2,493</u> | <u>1,764</u> |
| Loss for the year | | <u>(12,598)</u> | <u>(24,396)</u> |

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021**

| | Notes | 2021 US\$'000 | 2020 US\$'000 |
|---|-------|------------------|------------------|
| Other comprehensive income | | | |
| Item that will not be reclassified subsequently to profit or loss: | | | |
| Change in fair value of financial assets at fair value through other comprehensive income | | 166 | — |
| Item that may be reclassified subsequently to profit or loss: | | | |
| Exchange gain/(loss) on translation of financial statements of foreign operations | | 368 | (482) |
| Other comprehensive income for the year, before and net of tax | | <u>534</u> | <u>(482)</u> |
| Total comprehensive income for the year | | <u>(12,064)</u> | <u>(24,878)</u> |
| Loss for the year attributable to: | | | |
| Shareholders of the Company | | (12,598) | (24,395) |
| Non-controlling interests | | — | (1) |
| | | <u>(12,598)</u> | <u>(24,396)</u> |
| Total comprehensive income attributable to: | | | |
| Shareholders of the Company | | (12,064) | (24,877) |
| Non-controlling interests | | — | (1) |
| | | <u>(12,064)</u> | <u>(24,878)</u> |
| Loss per share attributable to shareholders of the Company during the year | | | |
| | 10 | US cent | US cents |
| — Basic | | <u>(0.53)</u> | <u>(1.31)</u> |
| — Diluted | | <u>(0.53)</u> | <u>(1.31)</u> |
| | | HK cents | HK cents |
| — Basic | | <u>(4.12)</u> | <u>(10.18)</u> |
| — Diluted | | <u>(4.12)</u> | <u>(10.18)</u> |

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 31 December 2021

| | Notes | 2021 US\$'000 | 2020 US\$'000 |
|--|-------|------------------|------------------|
| ASSETS AND LIABILITIES | | | |
| Non-current assets | | | |
| Goodwill | | — | — |
| Property, plant and equipment | | 784 | 1,208 |
| Intangible assets | | 48,654 | 72,418 |
| Interest in an associate | | 1 | 1 |
| Financial assets at fair value through other comprehensive income | | — | — |
| | | <u>49,439</u> | <u>73,627</u> |
| Current assets | | | |
| Financial assets at fair value through profit or loss | | 10,514 | 2,509 |
| Trade receivables | 11 | — | 434 |
| Prepayments, deposits and other receivables | | 461 | 1,041 |
| Derivative financial instruments | | 1,202 | — |
| Cash and bank balances | | 613 | 2,699 |
| | | <u>12,790</u> | <u>6,683</u> |
| Current liabilities | | | |
| Trade payables, deposits received, accruals and other payables | 12 | (4,496) | (4,848) |
| Bank borrowings | | (9) | (5) |
| Lease liabilities | | (483) | (448) |
| Convertible notes | | (2,338) | — |
| Shareholder's loans | | (3,597) | — |
| Tax payable | | — | (3,804) |
| | | <u>(10,923)</u> | <u>(9,105)</u> |
| Net current assets/(liabilities) | | <u>1,867</u> | <u>(2,422)</u> |
| Total assets less current liabilities | | <u>51,306</u> | <u>71,205</u> |

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)**As at 31 December 2021**

| | Notes | 2021 US\$'000 | 2020 US\$'000 |
|---|-------|------------------|------------------|
| Non-current liabilities | | | |
| Bank borrowings | | (29) | (39) |
| Lease liabilities | | (301) | (762) |
| Convertible notes | | — | (1,947) |
| Shareholder's loans | | (7,253) | (10,807) |
| Deferred tax liabilities | | (4,954) | (7,345) |
| | | <u>(12,537)</u> | <u>(20,900)</u> |
| NET ASSETS | | <u>38,769</u> | <u>50,305</u> |
| EQUITY | | | |
| Capital and reserves attributable to shareholders of the Company | | | |
| Share capital | | 23,994 | 23,994 |
| Reserves | | 14,775 | 26,311 |
| | | <u>38,769</u> | <u>50,305</u> |
| Equity attributable to shareholders of the Company | | 38,769 | 50,305 |
| Non-controlling interests | | <u>—</u> | <u>—</u> |
| TOTAL EQUITY | | <u>38,769</u> | <u>50,305</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2021

1. General information

The Company was incorporated in the Cayman Islands with limited liability. Its registered office is at P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands. The Company's shares are listed on the Stock Exchange and are also traded on the Open Market (Freiverkehr) of the Frankfurt Stock Exchange.

Pursuant to a special resolution duly passed at the annual general meeting of the Company held on 28 May 2021, the name of the Company was changed to "Endurance RP Limited" from "Regent Pacific Group Limited" with effect from 18 June 2021. The change of the name of the Company in Chinese for identification purpose to "壽康集團有限公司" from "勵晶太平洋集團有限公司" also became effective on 18 June 2021.

The consolidated financial statements are presented in US\$, which is also the functional currency of the Company. All values are rounded to the nearest thousand ("US\$'000") except when otherwise indicated.

The consolidated financial statements have been prepared in accordance with all applicable HKFRS(s) (which include individual HKFRSs, HKAS(s) and interpretations) issued by the HKICPA and the disclosure requirements of the Companies Ordinance. In addition, the consolidated financial statements include applicable disclosures required by the Listing Rules.

The Company is engaged in investment holding, and the principal activities of the Group consist of investments in biopharma companies and other corporate investments. The principal place of business of the Group is 8th Floor, Henley Building, 5 Queen's Road Central, Hong Kong.

The consolidated financial statements for the year ended 31 December 2021 were approved and authorised for issue by the Board of Directors on 29 March 2022.

2. Adoption of new or revised HKFRSs

2.1 Adoption of new or revised HKFRSs - effective on 1 January 2021

In the current year, the Group has applied for the first time the following new amendments to HKFRSs issued by the HKICPA, which are relevant to and effective for the Group's financial statements for the annual period beginning on 1 January 2021:

Amendments to HKFRS 9, HKAS 39,
HKFRS 7, HKFRS 4 and HKFRS 16

Interest Rate Benchmark Reform -
Phase 2

Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16, Interest Rate Benchmark Reform - Phase 2

The amendments address issues that might affect financial reporting with a company replacing the old interest rate benchmark with an alternative benchmark rate as a result of the interest rate benchmark reform (the “**Reform**”). The amendments complement those issued in November 2019 and relate to (a) changes to contractual cash flows in which an entity will not have to derecognise or adjust the carrying amount of financial instrument for changes required by the Reform, but will instead update the effective interest rate to reflect the change to the alternative benchmark rate; (b) hedge accounting in which an entity will not have to discontinue its hedge accounting solely because it makes changes required by the Reform, if the hedge meets other hedge accounting criteria; and (c) disclosures in which an entity will be required to disclose information about new risks arising from the Reform and how it manages the transition to alternative benchmark rates.

The adoption of the amendments did not have any significant impact on the financial performance and financial position of the Group.

2.2 New or revised HKFRSs that have been issued but are not yet effective

| | |
|---|--|
| Amendments to HKAS 1 and HK Interpretation 5 (2020) | Classification of Liabilities as Current or Non-current and Presentation of Financial Statements - Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause ⁴ |
| Amendments to HKAS 1 and HKFRS Practice Statement 2 | Disclosure of Accounting Policies ⁴ |
| Amendments to HKAS 8 | Definition of Accounting Estimates ⁴ |
| Amendments to HKAS 12 | Deferred Tax related to Assets and Liabilities arising from a Single Transaction ⁴ |
| Amendments to HKAS 37 | Onerous Contracts - Cost of Fulfilling a Contract ² |
| Amendments to HKFRS 3 Amendment to HKFRS 16 | Reference to the Conceptual Framework ³ COVID-19-Related Rent Concessions beyond 30 June 2021 ¹ |
| Amendments to HKFRS 10 and HKAS 28 | Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ⁵ |
| Annual Improvements to HKFRSs 2018 - 2020 ² | |

- 1 Effective for annual periods beginning on or after 1 April 2021.
- 2 Effective for annual periods beginning on or after 1 January 2022.
- 3 Effective for business combinations for which the date of acquisition is on or after the beginning on or after 1 January 2022.
- 4 Effective for annual periods beginning on or after 1 January 2023.
- 5 The amendments shall be applied prospectively to the sale or contribution of assets occurring in annual periods beginning on or after a date to be determined.

Amendments to HKAS 1, Classification of Liabilities as Current or Non-current and HK Interpretation 5 (2020), Presentation of Financial Statements - Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause

The amendments clarify that the classification of liabilities as current or non-current is based on rights that are in existence at the end of the reporting period, specify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability and explain that rights are in existence if covenants are complied with at the end of the reporting period. The amendments also introduce a definition of “settlement” to make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services.

HK Interpretation 5 (2020) was revised as a consequence of the Amendments to HKAS 1 issued in August 2020. The revision to HK Interpretation 5 (2020) updates the wordings in the interpretation to align with the Amendments to HKAS 1 with no change in conclusion and do not change the existing requirements.

Amendments to HKAS 1 and HKFRS Practice Statement 2, Disclosure of Accounting Policies

The amendments to Disclosure of Accounting Policies were issued following feedback that more guidance was needed to help companies decide what accounting policy information should be disclosed. The amendments to HKAS 1 require companies to disclose their material accounting policy information rather than their significant accounting policies. The amendments to HKFRS Practice Statement 2 provide guidance on how to apply the concept of materiality to accounting policy disclosures.

Amendments to HKAS 8, Definition of Accounting Estimates

The amendments introduce a new definition for accounting estimates: clarifying that they are monetary amounts in the financial statements that are subject to measurement uncertainty.

Amendments to HKAS 12, Deferred Tax related to Assets and Liabilities arising from a Single Transaction

The amendments narrow the scope of the initial recognition exemptions so that it does not apply to transactions that give rise to equal and offsetting temporary differences.

Amendments to HKAS 37, Onerous Contracts - Cost of Fulfilling a Contract

The amendments specify that the “cost of fulfilling” a contract comprises the “costs that relate directly to the contract”. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (e.g. direct labour and materials) or an allocation of other costs that relate directly to fulfilling contracts (e.g. the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

Amendments to HKFRS 3, Reference to the Conceptual Framework

The amendments update HKFRS 3 so that it refers to the revised Conceptual Framework for Financial Reporting 2018 instead of the version issued in 2010. The amendments add to HKFRS 3 a requirement that, for obligations within the scope of HKAS 37, an acquirer applies HKAS 37 to determine whether at the acquisition date a present obligation exists as a result of past events. For a levy that would be within the scope of HK(IFRIC)-Int 21 Levies, the acquirer applies HK(IFRIC)-Int 21 to determine whether the obligating event that gives rise to a liability to pay the levy has occurred by the acquisition date. The amendments also add an explicit statement that an acquirer does not recognise contingent assets acquired in a business combination.

Amendment to HKFRS 16, COVID-19-Related Rent Concessions beyond 30 June 2021

The 2021 Amendment to HKFRS 16 extends the availability of the practical expedient in paragraph 46A of HKFRS 16 so that it applies to rent concessions for which any deduction in lease payments affects only payment originally due on or before 30 June 2022, provided that the other conditions for applying the practical expedient are met.

Amendments to HKFRS 10 and HKAS 28 - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The amendments clarify with situations where there is a sale or contribution of assets between an investor and its associate or joint venture. When the transaction with an associate or joint venture that is accounted for using the equity method, any gains or losses resulting from the loss of control of a subsidiary that does not contain a business are recognised in profit or loss only to the extent of the unrelated investors' interests in that associate or joint venture. Similarly, any gains or losses resulting from the remeasurement of retained interest in any former subsidiary (that has become an associate or a joint venture) to FV are recognised in profit or loss only to the extent of the unrelated investors' interests in the new associate or joint venture.

Annual Improvements to HKFRSs 2018-2020

The annual improvements amend a number of standards, including:

- HKFRS 1, First-time Adoption of Hong Kong Financial Reporting Standards, which permits a subsidiary that applies paragraph D16(a) of HKFRS 1 to measure cumulative translation differences using the amounts reported by its parent, based on the parent's date of transition to HKFRSs.
- HKFRS 9, Financial Instruments, which clarifies the fees included in the "10 per cent" test in paragraph B3.3.6 of HKFRS 9 in assessing whether to derecognise a financial liability, explaining that only fees paid or received between the entity and the lender, including fees paid or received by either the entity or the lender on other's behalf are included.
- HKFRS 16, Leases, which amends Illustrative Example 13 to remove the illustration of reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives are illustrated in that example.

The Directors do not anticipate that the application of the above new or amendments in the future will have a material impact on the Group's financial statements.

3. Basis of preparation

The financial statements have been prepared on the historical cost basis except for derivative financial instruments, financial assets at fair value through other comprehensive income and at fair value through profit or loss, which are stated at FV. The measurement bases are fully described in the accounting policies.

3.1 Going concern assumption

The Group has incurred a loss of approximately US\$12,598,000 for the year ended 31 December 2021 and had net cash outflows from operating activities of approximately US\$1,703,000 for the year ended 31 December 2021. In addition, as at 31 December 2021, the carrying amount of the Group's liability component of convertible notes amounted to approximately US\$2,338,000 and the shareholder's loans due to Galloway amounted to US\$10,850,000 out of which US\$3,597,000 is repayable within the next 12 months from the reporting date despite that its cash and bank balances only amounted to approximately US\$613,000. These conditions cast significant doubt on the Group's ability to continue as a going concern.

In assessing the Group's ability to continue as a going concern, the Directors have prepared a cash flow projection covering a period of 15 months from the end of the reporting period, after taking the following key elements into consideration:

- Galloway has undertaken to hold repayments of the loans within the projection for an aggregate amount of approximately US\$6.48 million until such time that the Group's financial position becomes better and has enough available cash;
- Milestone income from a potential commercial strategic partner in the US by the end of 2022 of approximately US\$17 million (after deduction of the US withholding tax of 15%); and
- Partial or full disposal of the Group's interest in DVP.

Having regard to the cash flow projection referred to above, the Directors are of the opinion that the Group will have sufficient working capital to finance its operations and to meet its financial obligations for at least the next twelve months from the date of the reporting period notwithstanding that the above events or conditions indicate that a material uncertainty exists that may cast significant doubt about the Group's ability to continue as a going concern and therefore, it may be unable to realise its assets and discharge its liabilities in the normal course of business. Accordingly, the consolidated financial statements have been prepared on a going concern basis.

Should the Group be unable to continue in business as a going concern, adjustments would have to be made to reclassify all non-current assets and non-current liabilities as current assets and current liabilities respectively, to reduce the carrying amounts of assets to their estimated net realisable amounts, and to provide for any further liabilities which may arise. The effect of these potential adjustments has not been reflected in the consolidated financial statements.

It should be noted that accounting estimates and assumptions are used in preparation of the financial statements. Although these estimates are based on management's best knowledge and judgment of current events and actions, actual results may ultimately differ from those estimates.

4. Revenue and segment information

Revenue of the Group consists of milestone and royalty income, corporate investment income and other income. An analysis of the Group's revenue for the year is as follows:

| | 2021 US\$'000 | 2020 US\$'000 |
|---|------------------|------------------|
| Milestone and royalty income | 3,254 | 1,212 |
| Corporate investment income | | |
| Foreign exchange (losses)/gains, net | (288) | 108 |
| Other income | | |
| Over-provision of interest on tax payable (note 13) | 379 | — |
| Over-provision of long-service payment | 80 | — |
| Government grants (note (a)) | 8 | 86 |
| Reimbursement income (note (b)) | — | 218 |
| Sundry income | 9 | 67 |
| | 476 | 371 |
| | 3,442 | 1,691 |

Notes:

- (a) During the year ended 31 December 2021, a UK government grant of GBP 6,000 (or approximately US\$8,000) (2020: GBP 12,000 (or approximately US\$16,000)) was received by the Group as financial support to its wholly-owned UK based subsidiary during COVID-19.

During the year ended 31 December 2020, a Hong Kong government grant of approximately US\$57,000 was received by the Group under the “Employment Support Scheme” launched from second round of the “Anti-epidemic Fund”. In the UK, its wholly-owned UK based subsidiary received a small business grant of GBP 10,000 (or approximately US\$13,000).

There were no unfulfilled conditions relating to the grants.

- (b) Reimbursement income was the reimbursement of certain costs from the Group’s commercial strategic partner in accordance with the underlying license agreement.

For management purpose, the Group’s two product and service lines are identified as operating segments as follows:

Biopharma: Research, development, manufacturing, marketing and sale of pharmaceutical products and development of AI system for the field of biological aging clocks

Corporate Investment: Investment in corporate entities, both listed and unlisted

These operating segments are monitored and strategic decisions are made on the basis of segment operating results. There were no sales between the reportable segments.

The measurement policies the Group uses for reporting segment results under HKFRS 8 are the same as those used in its financial statements prepared under HKFRSs, except that:

- impairment loss on goodwill;
- reversal of impairment loss on intangible asset - patent (Fortacin™); and
- tax credit

are not included in arriving at the operating results of the operating segment.

Segment assets include all assets except for interest in an associate.

Segment liabilities exclude tax payable and deferred tax liabilities.

Information regarding the Group's reportable segments is set out below:

For the year ended 31 December 2021

| | Biopharma US\$'000 | Corporate Investment US\$'000 | Total US\$'000 |
|--|-----------------------|-------------------------------------|-------------------|
| Revenue from external customers | 3,254 | — | 3,254 |
| Segment results and consolidated loss before tax credit | (23,646) | 8,555 | (15,091) |

For the year ended 31 December 2021

| | Biopharma US\$'000 | Corporate Investment US\$'000 | Total US\$'000 |
|--|-----------------------|-------------------------------------|-------------------|
| Items included in arriving at segment results or assets: | | | |
| Depreciation | (4) | (486) | (490) |
| Amortisation | (23,762) | — | (23,762) |
| Finance costs | — | (1,218) | (1,218) |
| Net gain on FAFVPL | — | 13,591 | 13,591 |
| Unrealised gain on derivative financial instruments | — | 1,202 | 1,202 |
| Capital expenditure | (21) | (22) | (43) |

As at 31 December 2021

| | Biopharma US\$'000 | Corporate Investment US\$'000 | Total US\$'000 |
|--------------------------|-----------------------|-------------------------------------|-------------------|
| Segment assets | 49,013 | 13,215 | 62,228 |
| Interest in an associate | | | 1 |
| Total assets | | | 62,229 |
| Segment liabilities | 482 | 18,024 | 18,506 |
| Deferred tax liabilities | | | 4,954 |
| Total liabilities | | | 23,460 |

For the year ended 31 December 2020

| | Biopharma US\$'000 | Corporate Investment US\$'000 | Total US\$'000 |
|---|-----------------------|-------------------------------------|-------------------|
| Revenue from external customers | <u>1,212</u> | <u>—</u> | <u>1,212</u> |
| Segment results | (20,986) | (5,600) | (26,586) |
| Impairment loss on goodwill (note 5(c)) | (5,700) | — | (5,700) |
| Reversal of impairment loss on intangible asset (Fortacin™) (note 5(b)) | <u>6,126</u> | <u>—</u> | <u>6,126</u> |
| Consolidated loss before tax credit | <u>(20,560)</u> | <u>(5,600)</u> | <u>(26,160)</u> |

For the year ended 31 December 2020

| | Biopharma US\$'000 | Corporate Investment US\$'000 | Total US\$'000 |
|--|-----------------------|-------------------------------------|-------------------|
| Items included in arriving at segment results or assets: | | | |
| Depreciation | (2) | (567) | (569) |
| Amortisation | (19,407) | — | (19,407) |
| Finance costs | — | (1,706) | (1,706) |
| Net gain on FAFVPL | — | 458 | 458 |
| Capital expenditure | <u>—</u> | <u>(7)</u> | <u>(7)</u> |

As at 31 December 2020

| | Biopharma US\$'000 | Corporate Investment US\$'000 | Total US\$'000 |
|--------------------------|-----------------------|-------------------------------------|-------------------|
| Segment assets | 76,104 | 4,205 | 80,309 |
| Interest in an associate | | | <u>1</u> |
| Total assets | | | <u>80,310</u> |
| Segment liabilities | 710 | 18,146 | 18,856 |
| Tax payable | | | 3,804 |
| Deferred tax liabilities | | | <u>7,345</u> |
| Total liabilities | | | <u>30,005</u> |

The Group's revenues from external customers and its non-current assets (other than financial instruments) are divided into the following geographical areas:

| | Revenue from external | | | |
|----------------------|-----------------------|--------------|--------------------|---------------|
| | customers | | Non-current assets | |
| | 2021 | 2020 | 2021 | 2020 |
| | US\$'000 | US\$'000 | US\$'000 | US\$'000 |
| China | 3,200 | 800 | 1 | 1 |
| Europe | 54 | 112 | 46,377 | 69,758 |
| Hong Kong (domicile) | — | — | 3,061 | 3,868 |
| Taiwan | — | 300 | — | — |
| | <u>3,254</u> | <u>1,212</u> | <u>49,439</u> | <u>73,627</u> |

The geographical location of revenue from external customers is based on the location of customers of the Group's Biopharma segment. The geographical location of the non-current assets is based on the physical location of the assets.

Disaggregation of revenue

Disaggregation of revenue from the Group's Biopharma segment and timing of revenue recognition are as follows:

| | 2021 | 2020 |
|--------------------------------------|--------------|--------------|
| | US\$'000 | US\$'000 |
| Timing of revenue recognition | | |
| At a point in time | | |
| Milestone income | 3,200 | 1,100 |
| Royalty income | 54 | 112 |
| | <u>3,254</u> | <u>1,212</u> |

Information about major customers

Revenue from customers of the Group's Biopharma segment contributing 10% or more of the Group's revenue is as follows:

| | 2021 | 2020 |
|------------|----------|----------|
| | US\$'000 | US\$'000 |
| Customer A | 3,200 | 800 |
| Customer B | — | 300 |

5. Operating Loss, Reversal of Impairment Loss on Intangible Asset (Fortacin™) and Impairment Loss on Goodwill

(a) Operating loss

| | 2021 US\$'000 | 2020 US\$'000 |
|--|------------------|------------------|
| Operating loss is arrived at after charging: | | |
| Auditors' remuneration | | |
| - audit services | 262 | 220 |
| - review services | 50 | 46 |
| - other services | 7 | 2 |
| Depreciation of: | | |
| - property, plant and equipment | 19 | 28 |
| - right-of-use assets | 471 | 541 |
| Amortisation of intangible assets | 23,762 | 19,407 |
| Short-term lease expenses | 14 | 26 |
| Low-value assets lease expenses | 3 | 3 |
| Loss on disposal of property, plant and equipment | 2 | — |
| Equity-settled share-based payment to consultants | 9 | — |
| Foreign exchange losses, net* | 288 | — |
| | <hr/> | <hr/> |
| and crediting: | | |
| Unrealised gains on FAFVPL@ | 8,739 | 458 |
| Realised gain on FAFVPL@ | 4,852 | — |
| Unrealised gain on derivative financial instruments@ | 1,202 | — |
| Foreign exchange gains, net* | — | 108 |
| | <hr/> | <hr/> |

@ These amounts constitute the marked-to-market FV gain on FAFVPL and derivative financial instruments of approximately US\$14,793,000 (2020: approximately US\$458,000) in the consolidated statement of comprehensive income.

* These amounts are included in revenue.

(b) Reversal of impairment loss on intangible asset (Fortacin™)

During the year ended 31 December 2021, the Group determined that there was no impairment loss on the intangible asset, Fortacin™, in respect of the CGU, Plethora, as the value in use figure determined as at 31 December 2021 was higher than the carrying value of the CGU. The recoverable amount of this CGU has been determined based on a value in use calculation with reference to a professional valuation performed by Grant Sherman, an independent expert valuation firm. The calculation was essentially the same basis/model as used to determine the FV of the identifiable assets and liabilities of the CGU on its initial recognition at 9 March 2016 and covered a period either up to year 2023 representing the remaining estimated useful life of the patent Fortacin™ or the licensing period estimated by management. The pre-tax rates used to discount the cash flows forecast were in the range of 27% to 45%.

For the valuations as at 31 December 2021, the key assumptions for the value in use calculations were those regarding the discount rates, exchange rates, growth rates, royalty rates and launch dates in respect of seven major regions identified in management's business model and the premature ejaculation prevalence rates from 20% to 30%.

During the year ended 31 December 2020, the Group determined that there was a reversal of impairment loss of approximately US\$6,126,000 on the intangible asset, Fortacin™, in respect of the CGU, Plethora, as the value in use figure determined as at 31 December 2020 was higher than the net carrying amount of the CGU. The recoverable amount of this CGU was determined based on a value in use calculation with reference to a professional valuation performed by Grant Sherman. The calculation was essentially the same basis/model as used to determine the FV of the identifiable assets and liabilities of the CGU on its initial recognition at 9 March 2016 and covered a period either up to 2023 representing the remaining estimated useful life of the patent Fortacin™ or the licensing period estimated by management. The pre-tax rates used to discount the cash flows forecast were in the range of 22% to 26%.

For the valuations as at 31 December 2020, the key assumptions for the value in use calculations were those regarding the discount rates, exchange rates, growth rates, royalty rates and launch dates in respect of the six major regions identified in management's business model and the premature ejaculation prevalence rates from 20% to 30%.

The reversal of impairment loss in 2020 was primarily due to the expected early launch date and the expected increase in selling price in the PRC market.

(c) Impairment loss on goodwill

On 14 December 2020, the Company acquired the entire issued ordinary share capital of DLI for a consideration of approximately US\$9,806,000. The purchase consideration was determined based on 422,687,680 new shares in the Company at the market price of the Company's shares at that date of HK\$0.18 per share. The acquisition of DLI gave rise to a goodwill of approximately US\$5,700,000. Further details of the acquisition are set out in note 14.

Under HKFRS, the Company is required to assess goodwill for impairment at each reporting date. For the purposes of goodwill impairment, DLI was considered to be the CGU for assessment purposes. The recoverable amount of the CGU was determined with reference to a value in use calculation using the Income Approach. Management of DLI prepared a five-year cash flow forecast for this purpose. Key assumptions underlying the valuation was a pre-tax discount rate of 62% and a growth rate for cash flows beyond the fifth year of 3%. The Company engaged an independent professional valuer to assist in this valuation exercise.

Based on these cash flow projections, the Company determined the recoverable amount of the CGU/DLI to be approximately US\$4.30 million as at 31 December 2020. Accordingly, the Company considered all of the goodwill on acquisition of DLI to be fully impaired.

6. Employee Benefit Expenses (Including Directors' and Chief Executive's Emoluments)

| | 2021 US\$'000 | 2020 US\$'000 |
|--|------------------|------------------|
| Salaries and benefits in kind | 3,609 | 3,129 |
| Pension costs - defined contribution plans | 37 | 34 |
| Share-based payment expenses | 519 | 95 |
| | <u>4,165</u> | <u>3,258</u> |

7. Finance costs

| | 2021 US\$'000 | 2020 US\$'000 |
|--|------------------|------------------|
| Imputed interest expense on interest-free shareholder's loan | 43 | 40 |
| Interest expense on bank borrowings (note) | — | — |
| Interest expense on shareholder's loans | 508 | 348 |
| Interest expense on lease liabilities | 72 | 46 |
| Interest expense on tax payable (note 13) | 98 | 274 |
| Implicit interest expense on Convertible Notes | 497 | 998 |
| | <u>1,218</u> | <u>1,706</u> |

Note: The interest expense on bank borrowings for the year ended 31 December 2021 is less than US\$1,000 (2020: nil).

8. Tax credit

The amount of tax credit in the consolidated statement of comprehensive income represents:

| | 2021 US\$'000 | 2020 US\$'000 |
|-----------------------|------------------|------------------|
| Outside Hong Kong | | |
| — Current year credit | 102 | 436 |
| Deferred tax credit | <u>2,391</u> | <u>1,328</u> |
| Tax credit | <u>2,493</u> | <u>1,764</u> |

No provision for Hong Kong profits tax has been made in these consolidated financial statements as all the Group's companies which are subject to such tax have sustained losses for taxation purposes for the years ended 31 December 2021 and 2020. Overseas taxes are calculated at the rates applicable in the respective jurisdictions.

A tax credit of approximately US\$2,391,000 for the year ended 31 December 2021 represents the deferred tax credit arising on the amortisation charge for the year relating to the intangible assets of the patent Fortacin™ and IP (Deep Longevity).

A tax credit of approximately US\$1,328,000 for the year ended 31 December 2020 represented the deferred tax credit of approximately US\$1,941,000 arising on the amortisation charge of approximately US\$19,405,000 for the year relating to the intangible asset of the patent Fortacin™, which was partially offset by the deferred tax charge of approximately US\$613,000 on the reversal of impairment loss of approximately US\$6,126,000 on the intangible asset made for the year ended 31 December 2020.

9. Dividends

No dividend was paid or proposed for the year ended 31 December 2021 nor since the end of the reporting period (2020: nil).

10. Loss per share

The following calculation of basic loss per share is based on the loss attributable to the shareholders for the year and on the weighted average number of ordinary shares in issue during the year.

| | 2021 US\$'000 | 2020 US\$'000 |
|---|----------------------|----------------------|
| Loss attributable to shareholders of the Company | <u>(12,598)</u> | <u>(24,395)</u> |
| Weighted average number of ordinary shares in issue | <u>2,399,421,215</u> | <u>1,859,563,498</u> |
| Basic loss per share (US cents) | <u><u>(0.53)</u></u> | <u><u>(1.31)</u></u> |

The computation of diluted loss per share for the year ended 31 December 2021 does not assume the conversion of the outstanding share options and the outstanding Convertible Notes as their exercise would result in a decrease in loss per share for the year. Accordingly, diluted loss per share is the same as the basic loss per share for the year ended 31 December 2021.

The computation of diluted loss per share for the year ended 31 December 2020 did not assume the conversion of the Company's outstanding Convertible Notes and the outstanding share options as they were anti-dilutive. Accordingly, diluted loss per share was the same as the basic loss per share for the year ended 31 December 2020.

11. Trade receivables

At 31 December 2021 and 31 December 2020, the ageing analysis of trade receivables, based on invoice dates, was as follows:

| | 2021 US\$'000 | 2020 US\$'000 |
|----------------|------------------|------------------|
| Within 1 month | <u>—</u> | <u>434</u> |

The Group applies credit policies appropriate to the particular business circumstances concerned but generally requires outstanding amounts to be paid within 20 to 30 days (2020: 20 to 30 days) of invoice.

12. Trade payables, deposits received, accruals and other payables

At 31 December 2021 and 31 December 2020, the ageing analysis of trade payables, based on invoice dates, was as follows:

| | 2021 US\$'000 | 2020 US\$'000 |
|------------------------------------|------------------|------------------|
| Within 1 month or on demand | 209 | 322 |
| After 1 month but within 3 months | — | 100 |
| After 3 months but within 6 months | <u>7</u> | <u>5</u> |
| | <u>216</u> | <u>427</u> |

The FV of trade payables, deposits received, accruals and other payables approximates their respective carrying amounts at the reporting date.

13. Charge on assets

As announced on 18 March 2019, the Company entered into a settlement agreement with the ATO in respect of a dispute arising from the capital gains tax payable on the disposal in 2013 of an investment in BC Iron Limited by the Group for an amount of A\$9.50 million (or approximately US\$6.67 million), payable within 90 days of the date of the settlement.

On 3 May 2021, the ATO confirmed acceptance of A\$5 million (or approximately US\$3.75 million) as full and final payment of the outstanding tax debts. Therefore, the Company reversed an over-provided interest expenses of approximately of A\$491,000 (or approximately US\$379,000) (note 4), which was booked as other income, for the year ended 31 December 2021 (2020: nil).

On 16 August 2021, the Group paid the ATO A\$5 million (or approximately US\$3.75 million) as full and final settlement of the outstanding tax debts.

Up to 31 December 2021, the Company has paid approximately A\$9.71 million (or approximately US\$7.46 million) to the ATO. Interest expenses on overdue tax of approximately A\$127,000 (or approximately US\$98,000) has been provided for during the year ended 31 December 2021 (2020: provided A\$396,000 (or approximately US\$274,000)) (note 7).

None of the Group's assets was pledged as at 31 December 2021 (2020: nil).

14. Business combination

On 14 December 2020, the Company acquired the entire issued share capital of DLI by way of the issuance of 422,687,680 new shares in the Company. DLI is developing explainable and user-friendly AI systems to track the rate of aging at the molecular, cellular, tissue, organ, system, physiological and psychological levels. It is also developing systems for the emerging field of longevity medicine enabling physicians to make better decisions on the interventions that may slow down or reverse the aging processes. DLI has also developed Longevity as a Service (LaaS)[®] solution to integrate multiple deep biomarkers of aging dubbed “deep aging clocks” to provide a universal multifactorial measure of human biological age. The acquisition was made to expand the Group's business into the global wellness market. The Group obtained control over DLI on the date of completion of the acquisition.

Further details of the acquisition of DLI can be found in the Company's announcements dated 2 September 2020 and 14 December 2020 and shareholders' circular dated 18 November 2020.

The FV of identifiable assets and liabilities of DLI as at the date of acquisition were as follows:

| | US\$'000 | US\$'000 |
|---|--------------|---------------------|
| Net assets acquired: | | |
| Intangible asset | 2,660 | |
| Cash and bank balances | 1,834 | |
| Accounts payable, accruals and other payables | (19) | |
| Deferred tax liability | <u>(369)</u> | 4,106 |
| Satisfied by: | | |
| Fair value of consideration shares issued | | <u>9,806</u> |
| Goodwill arising on acquisition | | <u><u>5,700</u></u> |
| Net cash inflow arising on acquisition: | | |
| Cash and bank balances acquired | | <u><u>1,834</u></u> |

The Group has measured the FV of DLI's intangible asset (IP) at US\$2,660,000 as at the acquisition date, with reference to a professional valuation report prepared by Armanino LLP, an independent expert valuation firm. In DLI Group's book, this IP had a carrying value of approximately US\$438,000. The difference between the FV and book value of IP gave rise to deferred tax liability on acquisition of DLI of approximately US\$369,000. The FV was determined by applying the income approach, specifically the multi-period excess earnings method with a discount rate of 40%. Other key assumptions underlying the valuation were revenue growth rate and contributory asset charge rate.

The FV of the consideration shares issued of approximately US\$9,806,000 was determined by reference to the Company's share price of HK\$0.18 per share at 14 December 2020 multiplied by 422,687,680 new shares, rendering DLI a wholly-owned subsidiary of the Group.

Goodwill of approximately US\$5,700,000 arose on this acquisition was not deductible for tax purposes.

The acquisition-related costs of approximately US\$75,000, which comprised primarily professional and consulting fees, were charged to profit or loss for the year ended 31 December 2020.

The acquired business did not contribute any revenue for 2020 and generated a loss after tax of approximately US\$117,000 to the Group for the period from 14 December 2020 to 31 December 2020. The Directors considered that based on the impairment testing, an impairment loss of approximately US\$5,700,000 was recognised in profit or loss for the goodwill attributable to the CGU. Further details are set out in note 5(c).

Had the acquisition occurred on 1 January 2020, the Group's revenue and loss after tax would have been approximately US\$1.69 million and approximately US\$25.95 million respectively for the year ended 31 December 2020. The proforma information is for illustrative purposes and is not necessarily an indication of revenue and the results of operations of the Group that actually would have been achieved had the acquisition been completed on 1 January 2020, nor is it intended to be a projection of future results.

15. Impact of COVID-19 pandemic

During 2021, the continued outbreak of COVID-19 has had, and continues to have, a material impact on businesses (including the Group's headquarters in Hong Kong) around the world and the economic environments in which they operate. However, the Group is positive that the world will return to more normality in 2022 as COVID-19 will, in the opinion of the Directors, become endemic allowing businesses to resume normal operations, with a few exceptions being Hong Kong that is unfortunately experiencing record positive COVID-19 infections. During 2021, the outbreak has caused disruption across the Group's business lines. A number of countries in which the Group operates have implemented severe restrictions on the movement of populations, with a resultant significant impact on economic activity but the Group is seeing these restrictions being eased in 2022. These restrictions are being determined by the governments of individual jurisdictions, including through the implementation of emergency powers. The impacts of these restrictions, including the subsequent lifting of restrictions, may vary from jurisdiction to jurisdiction.

As previously announced, Recordati, the Group's European marketing and distribution partner for its lead product, Fortacin™, is based in Italy, and, as such, the Group has been in dialogue with Recordati to assess the situation resulting from COVID-19 and its impact on the continued roll-out of Fortacin™. In this respect, Recordati has informed the Group that the first quarter of 2021, its reference markets continued to be affected by the COVID-19 pandemic due both to the restrictions imposed to limit contagion in all territories, as well as from a cautious management of stocks by wholesalers. However, during the second quarter of 2021, this period was characterised by a gradual easing of the restrictive measures introduced to deal with the COVID-19 pandemic, driving a partial recovery in Recordati's main reference markets and a return to operating conditions closer to normal, although as the situation of the pandemic continues to evolve, a level of uncertainty remains. Given the dynamic circumstances and uncertainties surrounding the pandemic, the Group is unable to predict the possible future impacts it may have on the Group's operations. The Group is hopeful that with the continued global roll out of the vaccine effort, and the fact that Recordati has stated that its business is starting to show signs of returning to normal across many of its markets, not all, but many of the Group's markets in the later part of 2022.

The Group has invoked certain plans at its offices in Hong Kong and the UK to help ensure the safety and wellbeing of its staff, as well as its ability to support the customers and maintain the business operations. Many of the Group's staff have continued to provide continuity of work while working remotely. It remains unclear how this will evolve into 2022 as Hong Kong which is firmly committed to a zero COVID-19 strategy and experiencing record numbers of positive COVID-19 infections. However, the Group will continue to monitor the situation closely while at all times following local government guidelines and policies and seeking to ensure the safety and health of the Group's employees.

The Group will continue to pay close attention to the development and evaluate the impact of COVID-19 pandemic on the financial position and operating results of the Group.

16. Events after reporting date

As announced on 28 January 2022, the Company holds 3,639,302 DVP shares and 494,691 DVP options. Depending on the then prevailing market conditions, the Company may from time to time, in the future, dispose of such DVP shares, including those issuable upon exercise of the DVP options.

On 3 March 2022, the Company announced that through a series of transactions from 5 August 2021 up to and including 2 March 2022, the Company disposed of an aggregate of 995,016 DVP shares on the open market on ASX. Immediately after this disposal and ignoring any DVP options held by the Company, the Company's interest in DVP has been reduced to 3,319,302 DVP shares, representing approximately 2.18% of DVP's existing total issued share capital (ignoring any DVP shares issued or to be issued under the DVP placement and entitlements offer).

On 14 March 2022, an ordinary resolution in relation to the disposal mandate in respect of the potential disposal of DVP shares and DVP options was passed by the Shareholders at the extraordinary general meeting of the Company.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF THE GROUP'S PERFORMANCE

REVENUE AND PROFIT

The Group recorded a loss attributable to the shareholders of the Company of approximately US\$12.60 million for the year ended 31 December 2021 (2020: approximately US\$24.40 million).

The main elements of the loss are analysed as follows:

| | | For the year ended 31 December | | Increase/ (decrease) in absolute value |
|---|-------|-----------------------------------|----------------------|---|
| | Notes | 2021 US\$ million | 2020 US\$ million | % |
| Milestone and royalty income | i | 3.25 | 1.21 | 168.60 |
| Corporate and other income | | 0.19 | 0.48 | (60.42) |
| Fair value gains on financial instruments | ii | 14.79 | 0.46 | 3,115.22 |
| Amortisation of intangible assets | iii | (23.76) | (19.41) | 22.41 |
| R&D expenditure | | (2.40) | (2.46) | (2.44) |
| G&A expenditure | iv | (5.94) | (5.16) | 15.12 |
| Reversal of impairment loss on intangible asset (Fortacin™) | | — | 6.13 | (100.00) |
| Impairment loss on goodwill | | — | (5.70) | (100.00) |
| Finance costs | v | (1.22) | (1.71) | (28.65) |
| Tax credit | vi | 2.49 | 1.76 | 41.48 |
| Total loss attributable to shareholders of the Company | | (12.60) | (24.40) | (48.36) |

- (i) The Group recorded a milestone payment of US\$3.20 million (before withholding tax) for the year ended 31 December 2021, which was received from Wanbang Biopharmaceutical in respect of obtaining clinical trial approval from the Centre of Drug Evaluation in China on 5 February 2021 (2020: US\$1.10 million).
- (ii) The Group mainly recorded a realised and an unrealised marked-to-market gain on FAFVPL of approximately US\$4.85 million and US\$8.74 million respectively for the year ended 31 December 2021 (2020: nil and approximately US\$0.46 million respectively), which was from the significant increase in the share price of DVP during the year.

- (iii) The amortisation of intangible assets increased by 22.41% to approximately US\$23.76 million for the year ended 31 December 2021 from approximately US\$19.41 million for the year ended 31 December 2020. This is mainly because the base amount for calculating the amortisation on the intangible asset, Fortacin™ for the year ended 31 December 2021 increased by approximately US\$6.13 million as a result of reversal of impairment on intangible asset in the year ended 31 December 2020.
- (iv) The G&A expenditure increased by 15.12% to approximately US\$5.94 million for the year ended 31 December 2021 from approximately US\$5.16 million for the year ended 31 December 2020. The increase is due to the part reversal of the 30% salary and fees reduction that had been implemented during the COVID-19 pandemic and the inclusion of the G&A expenditure incurred by Deep Longevity which was acquired on 14 December 2020.
- (v) The finance costs decreased by 28.65% to approximately US\$1.22 million for the year ended 31 December 2021 from approximately US\$1.71 million for the year ended 31 December 2020. This is mainly because the principal amount of the convertible notes decreased to US\$2.65 million from US\$6.45 million on 28 December 2020, due to part conversion. Thus, the interest expenses on convertible notes for the year ended 31 December 2021 are less when compared with the year ended 31 December 2020.
- (vi) The tax credit increased by 41.48% to approximately US\$2.49 million for the year ended 31 December 2021 from approximately US\$1.76 million for the year ended 31 December 2020. This is mainly because there was no impairment loss on the intangible asset, Fortacin™ for the year ended 31 December 2021. However, there was a net reversal of impairment loss of approximately US\$6.13 million for the year ended 31 December 2020, which in turn, produced a corresponding deferred tax charge of approximately US\$0.61 million.

Financial Position

Shareholders' equity decreased by 22.93% to approximately US\$38.77 million as at 31 December 2021 from approximately US\$50.31 million as at 31 December 2020. The decrease was mainly due to the loss attributable to shareholders of the Company of approximately US\$12.60 million for the year ended 31 December 2021.

The Group's assets comprised: (i) intangible assets of approximately US\$48.65 million, being Fortacin™ and the IP of Deep Longevity; (ii) listed and unlisted investments of approximately US\$10.51 million; (iii) cash and bank balances of approximately US\$0.61 million; (iv) derivative financial instruments of approximately US\$1.20 million; and (v) property, plant and equipment and other receivables of approximately US\$1.25 million.

The Group's liabilities comprised: (i) deferred tax liabilities of approximately US\$4.95 million; (ii) payables and accruals of approximately US\$4.50 million; (iii) convertible notes (liability portion) of approximately US\$2.34 million; (iv) long-term and short-term shareholder's loans of approximately US\$10.85 million; (v) long-term and short-term lease liabilities of approximately US\$0.78 million; and (vi) long-term and short-term bank borrowings of approximately US\$38,000.

Strategic Plan

The Board and the Company's senior management play an active role in the Company's strategy development and planning process. The CEO regularly interacts with the Board in respect of the strategic plan and direction of the Company, during which an agreed approach for the Company to generate and preserve its long-term value was determined, while agreeing shorter term priorities and objectives. In addition, the risks associated with the current operations and strategy of the Company are currently being tested by way of an internal audit process conducted through an independent service provider, with the aim of identifying ways in which the Company can better identify and manage its risks.

In order to generate or preserve value over the longer term, the Group is committed to:

- the divestment of non-core assets and investments to enable the Company to pursue growth and opportunistic investments in the life sciences sector;
- utilising international and local expertise to tackle difficult markets, deliver results and achieve global recognition; and
- employing the Company's Hong Kong listing through strong liquidity and access to international capital markets, together with maintaining our corporate governance and social responsibility standards in line with the policies set down by the Stock Exchange and best practice

The Company is committed to creating shareholder value and returns through accretive acquisitions and returning surplus capital to Shareholders by way of an effective dividend policy and share repurchase programme.

Funding

As at 31 December 2021, the Group had approximately US\$0.61 million in cash that represented approximately 1.58% of its total shareholders' equity, which does not take into account the Group's holding of securities of FAFVPL that amounted to approximately US\$10.51 million.

Gearing Ratio

As at 31 December 2021, the gearing ratio (being long-term debts over total equity and long-term debts) was approximately 16.36% (2020: 21.23%).

Contingent Liabilities

The Group had no material contingent liabilities as at 31 December 2021 (2020: nil).

Changes since 31 December 2021

Saved as disclosed in this announcement, there were no significant changes in the Group's financial position and from the information disclosed under Management's Discussion and Analysis of the Group's Performance in the annual financial report for the year ended 31 December 2021.

Charge on Assets

None of the Group's assets was pledged as at 31 December 2021 (2020: nil).

Management of Risk

In 2021, the most significant risk affecting the profitability and viability in respect of the Group is in respect of the Group's interest in Plethora and the continued success and revenue derived from its listed equity portfolio. Key risks relating to the Group's interests include:

Equity Markets

Global financial markets are continuing to experience significant levels of volatility, driven largely by the COVID-19 pandemic, the Russian-Ukrainian war, the rapid increase in the price of commodities and other macro-economic imbalances stemming from the sovereign debt problems in Europe and the credit tightening in developing countries. As such, the future returns from the Group's equity portfolio are linked to the health of the macro environment for which the Group cannot control.

Foreign Exchange Risk

The Group operates using US dollars. As such, the Group is exposed to foreign currency fluctuations arising from operations of its subsidiaries and associate. This exposure relates mainly to the translation between US dollars and non-US dollar currencies. Currency fluctuations may affect the revenues which the Group realises from its subsidiaries and associate and, in particular, its interest in Plethora. This exposes the Group to increased volatility in earnings as reported in US dollars due

to fluctuations in foreign exchange rates. While foreign currencies are generally convertible into US dollars, there is no guarantee that they will continue to be so convertible or that fluctuations in the value of such currencies will not have an adverse effect on the Group.

Interest Rate Risk

Other than the bank borrowings, shareholder's loans and convertible notes with fixed interest rates, the Group does not have any other operating lines of credit or bank facilities. Therefore, the Group was not exposed to interest rate risk in the financial year under review.

Risks Inherent to Plethora (the Company's most significant investment)

1. The timing and quantum of receipt of upfront, milestone and royalty income from strategic commercial marketing partners, which in itself is dependent on the successful partnering and the commercial launch of Fortacin™;
2. The management of Plethora's cost base and maintaining adequate working capital and ensuring sufficient funds are made available to complete the ongoing clinical work and regulatory approval processes in the US and bringing Fortacin™ to market;
3. The retention of key employees to complete the commercialisation process;
4. Delays and other unforeseen disruptions to the manufacturing and regulatory approval projects which could have an adverse impact on the commercial launch of Fortacin™ and future revenues; and
5. The exposure to competition from new generic entrants into the market.

Financial Instruments

The Group will operate both equity market and currency hedges from time to time. Investment is carefully controlled, in accordance with parameters set by the Board, in short-term situations where physical assets may be inappropriate. There is strict segregation between the investment management and settlement functions.

In term of the total operations of the Group, activities of this nature are of limited materiality.

Foreign Currency

The Group had not taken out any currency hedge as the management is not aware of any material foreign currency risk against its investments in financial assets. Currently, the Group has no material financial liabilities denominated in foreign currencies other than US dollars.

Material Acquisitions and Disposals

There were no material acquisitions or disposals for the year ended 31 December 2021.

Segmental Information

For details of the segment information, please refer to note 4 to this announcement.

Employees

The Group, including subsidiaries but excluding associate, employed 18 employees and 13 consultants at 31 December 2021 (2020: 18 employees and 16 consultants). The remuneration policy is to reward key employees by a combination of salaries, profit related discretionary bonuses and share options, where appropriate. For employees below Board level, remuneration will be determined by the Director(s) responsible for the division whilst, for Directors, remuneration is determined by the Remuneration Committee. In all cases, profit related discretionary bonuses and grants of share options will be agreed by the Remuneration Committee.

Impact of COVID-19

Please refer to note 15 to this announcement.

FINAL DIVIDEND

The Directors do not recommend the payment of a final dividend for the year ended 31 December 2021 (2020: nil). Details of the policy on the payment of dividends of the Company will be set out in the 2021 Annual Report.

THE CORPORATE GOVERNANCE CODE

The Company is committed to achieving and maintaining high standards of corporate governance. During the year ended 31 December 2021, the Company has applied all of the principles of the CG Code and complied with the applicable Code Provisions of the CG Code. From 1 January 2022, former Code Provision A.4.1 ceased to have effect. However, for completeness and despite that provision ceasing to have effect, the Company discloses that for the financial year ended 31 December 2021 all NEDs including the INEDs were not appointed for a specific term, but are subject to re-election by the Shareholders at annual general meetings and at least every three years on a rotational basis in accordance with the Articles of Association of the Company and the CG Code, and there are sufficient measures to ensure the Company complies with the same level as that required under this provision.

REVIEW BY THE AUDIT COMMITTEE AND AUDITOR

The final results and the audited financial statements of the Group for the year ended 31 December 2021 have been reviewed by the Audit Committee in conjunction with the Company's independent auditor, BDO Limited.

SCOPE OF WORK OF AUDITOR

The figures in respect of the Group's consolidated statement of comprehensive income, consolidated statement of financial position and the related notes thereto for the year ended 31 December 2021 as set out in this announcement have been agreed by the Company's independent auditor, BDO Limited. The work performed by BDO Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the HKICPA and consequently no assurance has been expressed by BDO Limited on this announcement.

PURCHASE, SALE AND REDEMPTION OF LISTED SECURITIES

For the year ended 31 December 2021, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

EXTRACT OF INDEPENDENT AUDITOR’S REPORT

The following is an extract of the independent auditor’s report on the Group’s consolidated financial statements for the year ended 31 December 2021:

“Opinion

We have audited the consolidated financial statements of Endurance RP Limited (formerly known as Regent Pacific Group Limited) (the “**Company**”) and its subsidiaries (collectively referred to as the “**Group**”), which comprise the consolidated statement of financial position as at 31 December 2021, and the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2021, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

Material Uncertainty Related to Going Concern

We draw attention to note 3.1 to the consolidated financial statements, which indicates that the Group incurred a loss of approximately US\$12,598,000, and had net cash outflows from operating activities of approximately US\$1,703,000 for the year ended 31 December 2021. Together with other matters set forth in note 3.1 to the consolidated financial statements, these events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Group’s ability to continue as a going concern. Our opinion is not modified in respect of this matter.”

PUBLICATION ON WEBSITES

This announcement is published on the websites of the Company (www.endurancerp.com) and the Stock Exchange (www.hkexnews.hk).

DESPATCH OF ANNUAL REPORT

The 2021 Annual Report containing full details of the Company's audited consolidated results for the year ended 31 December 2021 will be available on the websites of the Stock Exchange and the Company and be despatched to the Shareholders by the end of April 2022.

By Order of the Board
Endurance RP Limited
James Mellon
Chairman

Hong Kong, 29 March 2022

As at the date of this announcement, the Board comprises six Directors:

Executive Director:

Jamie Gibson (*Chief Executive Officer*)

Non-Executive Directors:

James Mellon (*Chairman*)

Jayne Sutcliffe

Independent Non-Executive Directors:

David Comba

Julie Oates

Mark Searle

* For identification purposes only

DEFINITIONS

In this final results announcement, the following expressions shall have the following meanings unless the context indicates otherwise:

| | |
|-----------------------------|--|
| 2020 Annual Report | the Company's annual report for the year ended 31 December 2020 |
| 2021 Annual Report | the Company's annual report for the year ended 31 December 2021 |
| AI | artificial intelligence |
| ASX | Australian Securities Exchange |
| ATO | Australian Taxation Office |
| Audit Committee | Audit Committee of the Company |
| Board or Board of Directors | Board of Directors of the Company |
| CEO | Chief Executive Officer |
| CG Code | Corporate Governance Code as set out in Appendix 14 of the Listing Rules |
| CGU | cash generating unit |
| Companies Ordinance | Companies Ordinance (Chapter 622 of the Laws of Hong Kong) |
| Company | Endurance RP Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Stock Exchange and are also traded on the Open Market (Freiverkehr) of the Frankfurt Stock Exchange |
| Convertible Note(s) | the 4% coupon unlisted convertible notes due 2022 issued by the Company on 23 August 2019 which are convertible into new Shares. Details are set out in the announcement of the Company dated 23 August 2019 |
| COVID-19 | novel coronavirus disease of 2019 |
| Director(s) | director(s) of the Company |

| | |
|-----------------------|---|
| DLI or Deep Longevity | Deep Longevity, Inc, a wholly-owned subsidiary of the Company |
| DVP | DEVELOP Global Limited, a public listed company incorporated in Australia, whose shares are listed on ASX (ASX: DVP), formerly known as Venturix Resources Limited |
| FAFVOCI | financial assets at fair value through other comprehensive income |
| FAFVPL | financial assets at fair value through profit or loss |
| FDA | The Food and Drug Administration of the US |
| FV | fair value |
| G&A | general and administrative |
| Galloway | Galloway Limited, a private limited liability company which is indirectly wholly-owned by James Mellon, a substantial shareholder who is also a NED and Chairman of the Company |
| Grant Sherman | Grant Sherman Appraisal Limited |
| Group | the Company and its subsidiaries |
| HKAS(s) | Hong Kong Accounting Standards |
| HKFRS(s) | new or revised Hong Kong Financial Reporting Standards |
| HKICPA | the Hong Kong Institute of Certified Public Accountants |
| HLI | Human Longevity, Inc |
| Hong Kong | The Hong Kong Special Administrative Region of the PRC |
| INED(s) | Independent Non-Executive Director(s) of the Company |
| IP | intellectual property |

| | |
|------------------------|--|
| Listing Rules | Rules Governing the Listing of Securities on the Stock Exchange |
| Macau | Macau Special Administrative Region of the PRC |
| MME | Medical Marketing Economics |
| NED(s) | Non-Executive Director(s) of the Company |
| Orient EuroPharma | Orient EuroPharma Co., Ltd., the Group's commercial strategic partner for Taiwan, Hong Kong, Macau and other selected countries in Asia |
| PDUFA | Prescription Drug User Fee Act |
| Plethora | Plethora Solutions Holdings plc, a wholly-owned subsidiary of the Company |
| PRC or China | The People's Republic of China |
| PSNW | Pharmaserve (North West) Limited |
| RCT | randomized clinical trial |
| R&D | research and development |
| Recordati | Recordati S.p.A |
| Remuneration Committee | Remuneration Committee of the Company |
| Share(s) | ordinary share(s), with voting rights, of US\$0.01 each in the capital of the Company, which are listed on the Stock Exchange and are also traded on the Open market (Freiverkehr) of the Frankfurt Stock Exchange |
| Shareholder(s) | holder(s) of the Share(s) |
| SK-Pharma | K.S. KIM International (SK-Pharma) Ltd, a company formed under the laws of the State of Israel, an independent third party (as defined under the Listing Rules) and their respective beneficial owner(s) and associate(s) is/are third parties independent from the Company and is/are not connected persons(s) of the Group |

| | |
|---------------------------|--|
| Stock Exchange | The Stock Exchange of Hong Kong Limited |
| UK | the United Kingdom |
| US | the United States |
| Wanbang Biopharmaceutical | Wanbang Biopharmaceutical Co., Ltd., a wholly controlled company of Shanghai Fosun Pharmaceutical (Group) Co. Ltd. |
| A\$ | Australian dollars, the lawful currency in Australia |
| GBP | Great British pounds, the lawful currency in the UK |
| HK\$ | Hong Kong dollars, the lawful currency in Hong Kong |
| US\$ | US dollars, the lawful currency in the US |