In this document, unless the context otherwise requires, the following terms shall have the meanings set out below. Certain other terms are explained in "Glossary of Technical Terms" in this document.

DEFINITIONS

"Abundant Luck"	ABUNDANT LUCK HOLDINGS LIMITED (祿豐控股有限公司), a company incorporated in the BVI with limited liability on July 29, 2019, which is wholly owned by Mr. Wei Shiqi (魏世奇), a former Director;
"Accountants' Report"	the accountants' report for the two years ended December 31, 2024 and 2025 prepared by Ernst & Young, the text of which is set out in Appendix I to this document;
"Articles of Association" or "Articles"	the amended and restated articles of association of our Company, conditionally adopted on [●], 2026 and will come into effect upon [**REDACTED**], a summary of which is set out in "Appendix III—Summary of the Constitution of the Company and Cayman Islands Company Law" to this document, as amended, supplemented or otherwise modified from time to time;
"associate(s)"	has the meaning ascribed to it under the Listing Rules;
"Audit Committee"	the audit committee of our Board;
"Beijing Union"	Beijing Union Pharmaceutical Factory Co. Ltd.* (北京協和藥廠有限公司), a company established in the PRC on April 4, 1981 with limited liability on January 25, 2022, which is a wholly-owned subsidiary of the Institute of Materia Medica of Chinese Academy of Medical Sciences and an Independent Third Party;
"Board" or "Board of Directors"	the board of Directors;
"Bonanza Global"	BONANZA GLOBAL HOLDINGS LIMITED (成功環球控股有限公司), a company incorporated in the BVI with limited liability on July 3, 2019, which is wholly owned by Mr. Wang Lin (王琳), an executive Director and head of our Board office;
"Brilliant Torch"	BRILLIANT TORCH INTERNATIONAL LIMITED (煌炬國際有限公司), a company incorporated in the BVI with limited liability on July 29, 2019, which is wholly owned by Mr. Du Jianping (杜劍平), the nephew of Dr. Du;
"business day"	any day (other than a Saturday, Sunday or public holiday) on which banks in Hong Kong are generally open for business;

[**REDACTED**]

"Cayman Islands Companies Act" or "Cayman Companies Act"	the Companies Act (As Revised) of the Cayman Islands;

"Celestial Path"	CELESTIAL PATH HOLDINGS LIMITED (天程控股有限公司), a company incorporated in the BVI with limited liability on July 9, 2019, which is wholly owned by Mr. Liu Yong (劉勇), a former executive Director;
"China," the "PRC" or "Chinese Mainland"	the People's Republic of China, but for the purpose of this document and for geographical reference only and except where the context requires, references in this document to "China" and the "PRC" do not apply to Taiwan, Macau and Hong Kong;
"close associate(s)"	has the meaning ascribed to it under the Listing Rules;
"Companies Ordinance"	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time;
"Companies (Winding Up and Miscellaneous Provisions) Ordinance"	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time;
"Company" or "our Company"	Genuine Biotech Limited 真實生物科技有限公司, an exempted company incorporated in the Cayman Islands with limited liability on September 26, 2019;
"connected person(s)"	has the meaning ascribed to it under the Listing Rules;
"Controlling Shareholder(s)"	has the meaning ascribed to it under the Listing Rules and, unless the context requires otherwise, refers to Mr. Wang, Tri-Link Ventures and Creative Summit, and a Controlling Shareholder shall mean each or any of them;
"core connected person(s)"	has the meaning ascribed to it under the Listing Rules;
"Core Product(s)"	has the meaning ascribed to it under Chapter 18A of the Listing Rules, which, for the purposes of this document, refers to each of azvudine, CL-197 and dosimertinib;
"COVID-19"	a viral respiratory disease caused by the severe acute respiratory syndrome coronavirus 2;
"Creative Summit"	CREATIVE SUMMIT DEVELOPMENTS LIMITED, a company incorporated in the BVI with limited liability on July 2, 2021, which is the holding company for the administration of the RSU Scheme Trust, and one of our Controlling Shareholders;
"Director(s)"	the director(s) of our Company;
"Dr. Du"	Dr. Du Jinfa (杜錦發), the chairman of our Board, executive Director, chief executive officer, chief scientific officer and a substantial shareholder of our Company;
"Efung Capital"	Shenzhen Efung Investment Management Enterprise (Limited Partnership) (深圳市倚鋒投資管理企業(有限合夥)), a limited partnership established in the PRC on March 7, 2012. For its background information, see "History, Reorganization and Corporate Structure—[**REDACTED**] Investments" for details;
"EIT Law"	the Enterprise Income Tax Law of the PRC (中華人民共和國企業所得稅法), as amended, supplemented or otherwise modified from time to time;

"Extreme Conditions"	the occurrence of "extreme conditions" as announced by any government authority of Hong Kong due to serious disruption of public transport services, extensive flooding, major landslides, large-scale power outage or any other adverse conditions before Typhoon Signal No. 8 or above is replaced with Typhoon Signal No. 3 or below;

[**REDACTED**]

"Fosun Pharma"	Shanghai Fosun Pharmaceutical (Group) Co., Ltd.* (上海復星醫藥(集團)股份有限公司), a joint stock company incorporated in the PRC, the H Shares and A Shares of which are listed on the Stock Exchange (stock code: 2196) and the Shanghai Stock Exchange (stock code: 600196), respectively, and an Independent Third Party;
"Fosun Pharmaceutical Industrial"	Shanghai Fosun Pharmaceutical Industrial Development Co., Ltd.* (上海復星醫藥產業發展有限公司), a company established in the PRC with limited liability on November 27, 2001 and a subsidiary of Fosun Pharma, and an Independent Third Party;
"Frost & Sullivan"	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., a global market research and consulting company, which is an Independent Third Party;

[**REDACTED**]

"Genuine BVI"	Genuine Biotech (BVI) Limited, a company incorporated in the BVI with limited liability on October 9, 2019 and a direct wholly-owned subsidiary of our Company;
"Genuine HK"	Genuine Biotech HK Limited, a company incorporated in Hong Kong with limited liability on October 31, 2019 and an indirect wholly-owned subsidiary of our Company;

[**REDACTED**]

"Group" or "we"	our Company and our subsidiaries or, where the context so requires, in respect of the period before our Company became the holding company of our present subsidiaries, the business operated by such subsidiaries or their predecessors (as the case may be);
"Guide"	The Guide for New Listing Applicants, as published by the Stock Exchange on November 29, 2023 and effective on January 1, 2024, as amended or supplemented or otherwise modified from time to time;
"Henan Baoyuan"	Henan Baoyuan Pharmaceutical Co., Ltd.* (河南寶源醫藥有限公司), a company established in the PRC with limited liability on June 9, 2023 and an indirect wholly-owned subsidiary of our Company;

"Henan Genuine"	Henan Genuine Biotech Co., Ltd.* (河南真實生物科技有限公司), a company established in the PRC with limited liability on September 12, 2012 and an indirect wholly-owned subsidiary of our Company;

[**REDACTED**]

"Hong Kong" or "HK"	the Hong Kong Special Administrative Region of the PRC;
"Hong Kong dollars" or "HK$"	Hong Kong dollars, the lawful currency of Hong Kong;

[**REDACTED**]

[**REDACTED**]

"Independent Third Party(ies)"	party or parties, who or which, to the best of our Directors' knowledge, information and belief, having made all reasonable enquiries, is/are not connected with our Company or our connected persons;

[**REDACTED**]

"Ju Xian Global"	JU XIAN GLOBAL LIMITED (聚賢環球有限公司), a company incorporated in the BVI with limited liability on July 29, 2019, which is wholly owned by Mr. Zhang Shi (張詩), an Independent Third Party;
"Latest Practicable Date"	May 21, 2026, being the latest practicable date for the purpose of ascertaining certain information in this document prior to its publication;

[**REDACTED**]

"Listing Committee"	the listing sub-committee of the board of directors of the Stock Exchange;

[**REDACTED**]

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

"Long Profit"	LONG PROFIT GLOBAL LIMITED (長潤環球有限公司), a company incorporated in the BVI with limited liability on July 23, 2019, which is wholly owned by Mr. Li Guochi (李國池), an Independent Third Party;
"Macau"	the Macau Special Administration Region of the PRC;
"Main Board"	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Stock Exchange;
"Meitaibao"	Henan Meitaibao Biological Pharmaceutical Co., Ltd.* (河南美泰寶生物製藥有限公司), a company established in the PRC with limited liability on July 29, 2015, which is controlled by Dr. Du;
"Meitaibao Patents"	all rights in 11 patents transferred from Meitaibao to Henan Genuine according to the Meitaibao Technology Transfer Agreement, details of which are set out in "Business—Our Technology Transfer Arrangements and Collaborations—Meitaibao Technology Transfer Agreement";
"Memorandum of Association" or "Memorandum"	the amended and restated memorandum of association of our Company, conditionally adopted on [●], 2026 and will come into effect upon [**REDACTED**], a summary of which is set out in "Appendix III—Summary of the Constitution of the Company and Cayman Islands Company Law" to this document, as amended, supplemented or otherwise modified from time to time;
"Modern Target"	MODERN TARGET INVESTMENTS LIMITED, a company incorporated in the BVI with limited liability on July 18, 2019, which is wholly owned by Dr. Du;
"Mr. Wang"	Mr. Wang Zhaoyang (王朝陽), the founder of our Group and one of our Controlling Shareholders;
"Nomination Committee"	the nomination committee of our Board;

[**REDACTED**]

[**REDACTED**]

"Pingdingshan Xingyu"	Pingdingshan Xingyu Zhongke Membrane Technology Development Co., Ltd. (平頂山興宇中科膜技術開發有限公司), a company established in the PRC with limited liability on May 19, 2011, which is ultimately controlled by Mr. Wang;
"[**REDACTED**] Share Scheme"	the share scheme conditionally approved and adopted by our Company on [●], 2026, the principal terms of which are summarized in "Appendix IV—Statutory and General Information—D. Share Incentive Schemes—3. [**REDACTED**] Share Scheme" in this document;
"Preferred Shares"	Series A Preferred Shares and Series B Preferred Shares;
"PRC Company Law"	the Company Law of the PRC (中華人民共和國公司法), as amended, supplemented and otherwise modified from time to time;
"PRC government"	the central government of the PRC and all governmental subdivisions (including provincial, municipal and other regional or local government entities) and organizations of such government or, as the context requires, any of them;
"PRC IP Advisors"	Beijing Zhonglun Law Firm, legal advisors to our Company as to PRC intellectual property law;
"PRC Legal Advisors"	Jingtian & Gongcheng, legal advisors to our Company on PRC laws in connection with the [**REDACTED**];
"[**REDACTED**] Investment(s)"	the [**REDACTED**] investment(s) in our Company, details of which are set out in "History, Reorganization and Corporate Structure—[**REDACTED**] Investments" in this document;
"[**REDACTED**] Investor(s)"	the investor(s) of the [**REDACTED**] Investment(s);
"Precious Auspice"	PRECIOUS AUSPICE LIMITED (珍兆有限公司), a company incorporated in the BVI with limited liability on July 15, 2019, which is wholly owned by Dr. Guo Chang Yue (郭昌月), our senior vice president;

[**REDACTED**]

"Remuneration Committee"	the remuneration committee of our Board;
"Renminbi" or "RMB"	the lawful currency of the PRC;
"Reorganization"	the reorganization of our Group in preparation of the [**REDACTED**], details of which are set out in "History, Reorganization and Corporate Structure—Reorganization" in this document;
"Rising Kong"	Rising Kong Limited, a company incorporated in the BVI with limited liability on September 10, 2021, which is wholly owned by Dr. Dang Qun (黨群), an executive Director and our president and chief business officer;
"RSU(s)"	restricted share unit(s) awarded to selected participants under the RSU Scheme;
"RSU Scheme"	the restricted share unit scheme approved and adopted by our Company on July 29, 2021, a summary of the principal terms of which is set forth in "Appendix IV—Statutory and General Information—D. Share Incentive Schemes—2. RSU Scheme" in this document;
"RSU Scheme Trust"	The Genuine Biotech Limited Restricted Share Unit Scheme Trust, a trust established under the laws of Hong Kong on August 18, 2021, with its settlor being our Company, its trustee being Mr. Wang and its beneficiaries being eligible persons entitled to receive RSUs under the RSU Scheme;

[**REDACTED**]

"Series A Investment"	the investment in our Company by the Series A Investors;
"Series A Investors"	holders of the Series A Preferred Shares;
"Series A Preferred Shares"	the series A preferred shares with a par value of US$0.0001 per share in the share capital of our Company;
"Series B Investment"	the investment in our Company by the Series B Investors;
"Series B Investors"	holders of the Series B Preferred Shares;
"Series B Preferred Shares"	the series B preferred shares with a par value of US$0.0001 per share in the share capital of our Company;
"Shanghai Yiweikang"	Shanghai Yiweikang Pharmaceutical Co., Ltd.* (上海翊維康醫藥有限責任公司), a company established in the PRC with limited liability on November 18, 2022 and an indirect wholly-owned subsidiary of our Company;

"Share Incentive Schemes"	the Employee Share Incentive Scheme, the RSU Scheme and the [**REDACTED**] Share Scheme;
"Share(s)" or "Ordinary Share(s)"	ordinary share(s) with a par value of US$0.0001 each in the share capital of our Company, which are to be [**REDACTED**] Hong Kong dollars and [**REDACTED**] on the Main Board;
"Shareholder(s)"	holder(s) of our Share(s);
"Shenzhen Genuine"	Shenzhen Genuine Biomedical Technology Co., Ltd.* (深圳真實生物醫藥科技有限公司), a company established in the PRC with limited liability on January 2, 2020 and an indirect wholly-owned subsidiary of our Company;
"Silver Waves"	SILVER WAVES DEVELOPMENTS LIMITED (銀濤發展有限公司), a company incorporated in the BVI with limited liability on July 23, 2019, which is wholly owned by Mr. Guo Juntao (郭軍濤), an Independent Third Party;
"Sole Sponsor" and "[**REDACTED**]"	China International Capital Corporation Hong Kong Securities Limited;
"Sophisticated Investor(s)"	has the meaning ascribed to it under Chapter 2.3 of the Guide;

[**REDACTED**]

"State Council"	State Council of the PRC (中華人民共和國國務院);

[**REDACTED**]

"Stock Exchange"	the Stock Exchange of Hong Kong Limited;
"subsidiary(ies)"	has the meaning ascribed to it under the Listing Rules;
"substantial shareholder(s)"	has the meaning ascribed to it under the Listing Rules;
"Takeovers Code"	the Hong Kong Code on Takeovers and Mergers issued by the SFC, as amended, supplemented or otherwise modified from time to time;
"Top Access"	TOP ACCESS GROUP LIMITED, a company incorporated in the BVI with limited liability on August 29, 2019, which is wholly owned by Dr. Wang Xiang (王祥), an Independent Third Party;
"Track Record Period"	the period comprising the two years ended December 31, 2024 and 2025;
"Tri-Link Ventures"	TRI-LINK VENTURES LIMITED (三聯創投有限公司), a company incorporated in the BVI with limited liability on July 9, 2019, which is wholly owned by Mr. Wang, and one of our Controlling Shareholders;

[**REDACTED**]

[**REDACTED**]

"United States" or "U.S."	the United States of America, its territories, its possessions and all areas subject to its jurisdiction;
"US$," "USD" or "$"	U.S. dollars, the lawful currency of the United States;
"U.S. persons"	U.S. persons as defined in [**REDACTED**];

[**REDACTED**]

[**REDACTED**]

"Xingyu Zhongke"	Beijing Xingyu Zhongke Investment Co., Ltd.* (北京興宇中科投資有限公司), a company established in the PRC with limited liability on December 16, 2008, which is owned as to 95% by Mr. Wang and 5% by Mr. Zhao Zhiwen (趙志文), the cousin of Mr. Wang, as nominee for and on behalf of Mr. Wang;
"Yingke PE"	Yingke Innovation Asset Management Co., Ltd.* (盈科創新資產管理有限公司), a company established in the PRC with limited liability on September 19, 2010. For its background information, see "History, Reorganization and Corporate Structure—[**REDACTED**] Investments" for details;

ACRONYMS

"AFRC"	Accounting and Financial Reporting Council;
"BVI"	the British Virgin Islands;
"CAGR"	compound annual growth rate;

[**REDACTED**]

"CSRC"	the China Securities Regulatory Commission (中國證券監督管理委員會);
"CDE"	Center for Drug Evaluation (國家藥品監督管理局藥品審評中心), a division of the NMPA responsible for acceptance and technical review of applications for drug clinical trials and drug marketing authorization;
"CNIPA"	China National Intellectual Property Administration (國家知識產權局);
"CSO"	contract sales organization;

"EIT"	the PRC enterprise income tax;
"FDA"	U.S. Food and Drug Administration;
	[**REDACTED**]
"HMPA"	Henan Medical Products Administration (河南省藥品監督管理局);
"IFRS"	International Financial Reporting Standards;
"MOF"	the Ministry of Finance of the PRC (中華人民共和國財政部);
"MOFCOM"	the Ministry of Commerce of the PRC (中華人民共和國商務部);
"NASDAQ"	The Nasdaq Global Select Market;
"NHSA"	the National Healthcare Security Administration (國家醫療保障局);
"NMPA"	the National Medical Products Administration (國家藥品監督管理局) and its predecessor, China Food and Drug Administration ("CFDA") (國家食品藥品監督管理總局), formerly known as State Food and Drug Administration ("SFDA") (國家食品藥品監督管理局) or China's Drug Administration ("CDA") (國家藥品監督管理局); references to NMPA include CFDA, SFDA and CDA;
"PBOC"	the People's Bank of China (中國人民銀行), the central bank of the PRC;
"SAFE"	the State Administration of Foreign Exchange (國家外匯管理局);
"SAMR"	the State Administration for Market Regulation (國家市場監督管理總局);
"Securities and Futures Commission" or "SFC"	the Securities and Futures Commission of Hong Kong;
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time;
"STA"	the State Taxation Administration (國家稅務總局);
"VAT"	the PRC value-added tax;
"WFOE"	wholly foreign-owned enterprise;
"WHO"	the World Health Organization.

Unless the content otherwise requires, reference to "2024" or "2025" in this document refers to our financial year ended December 31 of such year.

Certain amounts and percentage figures included in this document were subjected to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be arithmetic aggregation of the figures preceding them.

The English translation of the Chinese names of the PRC entities, enterprises, nationals, facilities and regulations in this document is for identification purposes only. To the extent that there is any inconsistency between the Chinese names of PRC entities, enterprises, nationals, facilities and regulations and their English translations, the Chinese names shall prevail.

* *For identification purposes only*