

DEFINITIONS

In this Document, unless the context otherwise requires, the following terms and expressions shall have the meanings set out below. Certain other terms are explained in “Glossary of Technical Terms” in this Document.

“**Accountants’ Report**” the accountants’ report of the Company, the text of which is set out in Appendix I to this Document

“**affiliate(s)**” with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person

“**AFRC**” Accounting and Financial Reporting Council

“**Aopu Yinsuo**” Chengdu Aopu Yinsuo Enterprise Management Consulting Partnership (Limited Partnership) (成都奧普尹索企業管理諮詢合夥企業(有限合夥)), a limited liability partnership established in the PRC on January 30, 2019 and a share incentive platform

“**Articles**” or “**Articles of Association**” the articles of association of the Company with effect upon the [REDACTED] (as amended from time to time), a summary of which is set out in Appendix III to this Document

“**associate(s)**” has the meaning ascribed thereto under the Hong Kong Listing Rules

[REDACTED]

“**Audit Committee**” the audit committee of the Board

[REDACTED]

DEFINITIONS

“Board” or “Board of Directors”	the board of Directors of the Company
“Business Day”	a day on which banks in Hong Kong are generally open for normal business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong
[REDACTED]	
“Chengdu Jincheng’an”	Chengdu Jincheng’an Biotechnology Partnership (Limited Partnership) (成都金誠安生物技術合夥企業(有限合夥)), a limited liability partnership established in the PRC on July 23, 2024 and a share incentive platform
“Chengdu Jinshi’an”	Chengdu Jinshi’an Biotechnology Partnership (Limited Partnership) (成都金時安生物技術合夥企業(有限合夥)), a limited liability partnership established in the PRC on July 25, 2024 and a share incentive platform
“China,” “Chinese Mainland” or “the PRC”	the People’s Republic of China, unless the context requires otherwise, excluding, for the purposes of this Document only, the regions of Hong Kong, Macau and Taiwan of the People’s Republic of China
“close associate(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“CNIPA”	China National Intellectual Property Administration (中國國家知識產權局)
“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”	Fosun AdgenVax (Chengdu) Biopharmaceutical Co., Ltd. (復星安特金(成都)生物製藥股份有限公司), a limited liability company established in the PRC on July 6, 2012, which was converted into a joint stock company with limited liability on January 8, 2026, formerly known as Fosun AdgenVax (Chengdu) Biopharmaceutical Company Limited (復星安特金(成都)生物製藥有限公司) and Chengdu AdgenVax Biotechnology Company Limited (成都安特金生物技術有限公司)

DEFINITIONS

“Compliance Advisor”	Somerley Capital Limited
“connected person(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“connected transaction(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Controlling Shareholder(s)”	has the meaning given to it in the Hong Kong Listing Rules and, unless the context requires otherwise, refers to (i) Mr. Guo Guangchang, (ii) FIHL, (iii) FHL, (iv) Fosun International, (v) Fosun High Tech, (vi) Fosun Pharma, and (vii) Fosun Pharma Industrial Development
“core connected person(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Corporate Governance Code”	the Corporate Governance Code set out in Appendix C1 to the Hong Kong Listing Rules
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of the Company
“ESG”	environmental, social and governance

[REDACTED]

“Extreme Conditions”	extreme conditions as announced by the government of Hong Kong in the case where a super typhoon or other natural disaster of a substantial scale seriously affects the working public’s ability to resume work or brings safety concern for a prolonged period
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DEFINITIONS

[REDACTED]

“FHL”	Fosun Holdings Limited (復星控股有限公司), a company incorporated in Hong Kong on February 18, 2005 with limited liability, which is wholly owned by FIHL, and one of the Controlling Shareholders
“FIHL”	Fosun International Holdings Ltd., a company incorporated in the British Virgin Islands on September 9, 2004 with limited liability, and one of the Controlling Shareholders
“Fosun Adgenvac Liaoning”	Fosun Adgenvac (Liaoning) Biopharmaceutical Co., Ltd. (復星安特金(遼寧)生物醫藥有限公司), a limited liability company established in the PRC on November 14, 2023, and a wholly-owned subsidiary of the Company
“Fosun Apexvac”	Fosun Apexvac (Dalian) Biopharmaceutical Co., Ltd. (復星雅立峰(大連)生物製藥有限公司), a limited liability company established in the PRC on February 28, 2002, and a wholly-owned subsidiary of the Company, formerly known as Dalian Apexvac Biopharmaceutical Co., Ltd. (大連雅立峰生物製藥有限公司) and Dalian Kunyang Pharmaceutical Co., Ltd. (大連昆陽製藥有限公司)
“Fosun High Tech”	Shanghai Fosun High Technology (Group) Co., Ltd. (上海復星高科技(集團)有限公司), a company incorporated in the PRC on March 8, 2005 and a wholly owned subsidiary of Fosun International, and one of the Controlling Shareholders
“Fosun International”	Fosun International Limited (復星國際有限公司), a company incorporated in Hong Kong on December 24, 2004 with limited liability, the shares of which are listed on the Main Board of the Hong Kong Stock Exchange, the controlling shareholder of Fosun Pharma, and one of the Controlling Shareholders
“Fosun International Group”	Fosun International and its subsidiaries from time to time
“Fosun International Shares”	the ordinary shares in the share capital of Fosun International which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
“Fosun International Shareholder(s)”	holder(s) of ordinary share(s) of Fosun International

DEFINITIONS

“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 established in the PRC on May 31, 1995, the H shares and A shares of which are listed and traded on the Main Board of the Hong Kong Stock Exchange and the Shanghai Stock Exchange, respectively, and one of the Controlling Shareholders
“Fosun Pharma Group”	Fosun Pharma and its subsidiaries from time to time
“Fosun Pharma Industrial Development”	Shanghai Fosun Pharmaceutical Industrial Development Co., Ltd. (上海復星醫藥產業發展有限公司), a company incorporated in the PRC on November 27, 2001 with limited liability, and one of the Controlling Shareholders
“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent market research and consulting company

[REDACTED]

“Group,” “we,” “our” or “us”	the Company and its subsidiaries, or any one of them as the context may require, and where the context requires, the businesses operated by the Company and/or its subsidiaries and their predecessors (if any)
“Guide” or “Guide for New Listing Applicants”	the Guide for New Listing Applicants issued by the Hong Kong Stock Exchange effective from January 1, 2024, as amended, supplemented or otherwise modified from time to time
“H Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB0.20 each (taking into account the Share Subdivision), which are to be subscribed for and traded in Hong Kong dollars and to be [REDACTED] on the Hong Kong Stock Exchange

[REDACTED]

“HKFRS”	Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants
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[REDACTED]

DEFINITIONS

[REDACTED]

“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong dollars” or “HK\$”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong

[REDACTED]

“Hong Kong Stock Exchange” or “Stock Exchange”	The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
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[REDACTED]

DEFINITIONS

“Independent Third Party(ies)” any person(s) or entity(ies) who is not a connected person of the Company within the meaning of the Hong Kong Listing Rules

[REDACTED]

“Joint Sponsors” the joint sponsors as named in the section headed “Directors and Parties Involved in the [REDACTED]”

“Latest Practicable Date” June 20, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this Document prior to its publication

DEFINITIONS

[REDACTED]

“Listing Rules” or “Hong Kong 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
“Macau”	the Macau Special Administrative Region of the PRC
“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange
“MOF”	Ministry of Finance of the PRC (中華人民共和國財政部)
“MIIT”	Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部)
“NIFDC”	The National Institutes for Food and Drug Control (中國食品藥品檢定研究院)
“NMPA”	the National Medical Products Administration of the PRC (中華人民共和國國家藥品監督管理局)
“Nomination Committee”	the nomination committee of the Board

[REDACTED]

DEFINITIONS

“Overall Coordinators” the Overall Coordinators as named in the section headed “Directors and Parties Involved in the [REDACTED]”

[REDACTED]

“Overseas Listing Trial Measures” The Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (境內企業境外發行證券和上市管理試行辦法) promulgated by the CSRC on February 17, 2023 and became effective on March 31, 2023

“PRC Company Law” the Company Law of the People’s Republic of China (中華人民共和國公司法), as amended, supplemented or otherwise modified from time to time

“PRC GAAP” generally accepted accounting principles of the PRC

“PRC Legal Advisor” Jingtian & Gongcheng, the PRC legal advisor to the Company

“PRC Securities Law” the Securities Law of the PRC (中華人民共和國證券法), as amended, supplemented or otherwise modified from time to time

[REDACTED]

“Pre-[REDACTED] Investment(s)” the Pre-[REDACTED] investment(s) in the Company undertaken by the Pre-[REDACTED] Investor(s), details of which is/are set out in the section headed “History and Development — Pre-[REDACTED] Investments” in this Document

DEFINITIONS

“Pre-[REDACTED] Investor(s)” the existing Shareholder(s) who participated in the Pre-[REDACTED] Investments, details of which is/are set out in the section headed “History and Development — Pre-[REDACTED] Investments” in this Document

[REDACTED]

“QIBs” qualified institutional buyers within the meaning of Rule 144A under the U.S. Securities Act

[REDACTED]

“Regulation S” Regulation S under the U.S. Securities Act

“Remaining Fosun International Group” Fosun International Group (excluding the Fosun Pharma Group) after completion of the [REDACTED] and the [REDACTED]

“Remaining Fosun Pharma Group” Fosun Pharma Group (excluding the Group) after completion of the [REDACTED] and the [REDACTED]

“Remuneration Committee” the remuneration committee of the Board

[REDACTED]

“RMB” or “Renminbi” Renminbi, the lawful currency of the PRC

“Rule 144A” Rule 144A under the U.S. Securities Act

“SAFE” the State Administration of Foreign Exchange of the PRC (中華人民共和國外匯管理局)

DEFINITIONS

“SAMR”	the State Administration for Market Regulation of the PRC (中華人民共和國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
“Share(s)”	ordinary share(s) in the capital of the Company with a nominal value of RMB0.20 each (after taking into account the Share Subdivision), including H Shares and Unlisted Shares
“Share Subdivision”	the subdivision of the Shares by the Company where the Company subdivided its Shares from one Share of RMB1.00 each into five Shares of RMB0.20 each, which will become effective immediately prior to the [REDACTED]
“Shareholder(s)”	holder(s) of the Share(s)
	[REDACTED]
“STA”	the State Taxation Administration of the PRC (中華人民共和國國家稅務總局)
	[REDACTED]
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“subsidiary(ies)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“substantial shareholder(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the financial years ended December 31, 2023, 2024 and 2025
“treasury shares”	has the meaning ascribed thereto under the Hong Kong Listing Rules

[REDACTED]

DEFINITIONS

[REDACTED]

“United States” or “U.S.”	the United States of America, its territories and possessions, any State of the United States, and the District of Columbia
“Unlisted Share(s)”	ordinary share(s) issued by the Company, with a nominal value of RMB0.20 each (after taking into account the Share Subdivision), which is/are not listed on any stock exchange
“U.S. dollar(s),” “US\$” or “USD”	United States dollar, the lawful currency of the United States
“U.S. Securities Act”	the U.S. Securities Act of 1933, as amended, supplemented or otherwise modified from time to time, and the rules and regulations promulgated thereunder
“VAT”	value-added tax

[REDACTED]

“%” per cent

For ease of reference, the names of PRC laws and regulations, governmental authorities, institutions, natural persons or other entities (including the Company’s subsidiaries) have been included in this Document in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail.