

DEFINITIONS

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

“Accountants’ Report”	the accountants’ report from the reporting accountants of our 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”	the Accounting and Financial Reporting Council of Hong Kong
“Articles” or “Articles of Association”	the articles of association, adopted by the Shareholders on [•], 2026 and as amended, supplemented or otherwise modified from time to time, a summary of which is set forth in Appendix III to this document
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Audit Committee”	the audit committee of the Board
“Board” or “Board of Directors”	the board of Directors of the Company
“business day”	any day (other than a Saturday, Sunday or public holiday) on which banks in Hong Kong are generally open to the public for normal banking business

[REDACTED]

“Cayman Companies Act” or “Companies Act”	the Companies Act (Revised) of the Cayman Islands, as amended, supplemented or otherwise modified from time to time
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[REDACTED]

“CEO”	the chief executive officer of our Group
“China” or “the PRC”	the People’s Republic of China, and for the purposes of this document only, except where the context requires otherwise, excluding Hong Kong, the Macao Special Administrative Region of the People’s Republic of China, and Taiwan
“close associate(s)”	has the meaning ascribed to it under the Listing Rules
“Companies Ordinance”	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”	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

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“Company” or “our Company” or “the Company”	Immvisa Bioscience Inc. (亦諾微醫藥*), an exempted company incorporated with limited liability in the Cayman Islands on May 17, 2018
“Compliance Advisor”	Gram Capital Limited
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Core Product”	has the meaning ascribed thereto in Chapter 18A of the Listing Rules and is the product for the purpose of satisfying the eligibility requirements under Chapter 18A of the Listing Rules and Chapter 2.3 of the Guide; for the purpose of this document, our Core Product refers to MVR-T3011
“Corporate Governance Code” or “CG Code”	the Corporate Governance Code set out in Appendix C1 to the Listing Rules
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)” or “our Director(s)”	the director(s) of the Company
“Dr. Zhou”	Dr. Grace Guoying Zhou (周国瑛), chairperson of our Board, executive Director, CEO and one of the Single Largest Group of Shareholders
“EonVeLab”	EonVeLab Co., Limited (亦及之洲生物科技(蘇州)有限公司), a company established in the PRC with limited liability on July 16, 2024 and a wholly-owned subsidiary of our Company
“Extreme Condition(s)”	extreme conditions caused by a super typhoon as announced by the Government of Hong Kong
“FDA” or “U.S. FDA”	the Food and Drug Administration of the United States

[REDACTED]

“Frost & Sullivan” or “Industry Consultant”	Frost & Sullivan International Limited, an independent professional market research and consulting company
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[REDACTED]

“Group,” “our Group,” “the Group,” “we,” “us,” or “our”	our Company and our subsidiaries from time to time, and where the context requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time
“Guide”	Guide for New Listing Applications issued by the Stock Exchange, as amended, supplemented or otherwise modified from time to time

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“HK” or “Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“HK\$” or “Hong Kong dollars” or “HK dollars”	Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

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“Immvisa Hong Kong”	Immvisa Pharma Co., Ltd., a company incorporated in Hong Kong with limited liability on May 29, 2018 and a wholly-owned subsidiary of our Company
“Immvisa Shenzhen”	ImmVira Co., Limited (深圳市亦諾微醫藥科技有限公司), a company established in the PRC with limited liability on May 28, 2015 and a wholly-owned subsidiary of our Company
“Immvisa Suzhou”	ImmVira Biopharmaceuticals Co., Limited (蘇州亦諾微醫藥科技有限公司), a company established in the PRC with limited liability on August 27, 2021 and a wholly-owned subsidiary of our Company
“Independent Third Party(ies)”	entity(ies) or person(s) who is/are not connected person(s) of our Company or our subsidiaries within the meaning of the Listing Rules

[REDACTED]

“[REDACTED]”	the joint sponsors as named in “Directors and Parties Involved in the [REDACTED]” in the document
“Latest Practicable Date”	July 7, 2026, being the latest practicable date for ascertaining certain information in this document before its publication

[REDACTED]

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“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
“Macao”	the Macao 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 Growth Enterprise Market of the Stock Exchange
“Memorandum of Association” or “Memorandum”	the memorandum of association, adopted by the Shareholders on [•], 2026 and, as amended from time to time, a summary of which is set forth in Appendix III to this document
“Model Code”	Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules
“Mr. Carl Yeung” or “Mr. Yeung”	Mr. Yeung Ka Hong Carl (楊家康), our chief financial officer
“NDRC”	National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)
“Nomination Committee”	the nomination committee of the Board

[REDACTED]

“Overseas Listing Trial Measures”	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》), as amended, supplemented or otherwise modified from time to time
“PBOC”	the People’s Bank of China (中國人民銀行)
“PRC Legal Advisor”	Jingtian & Gongcheng, our legal advisor on PRC law

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“Preferred Shares”	convertible preferred share(s) in the share capital of our Company, as of the Latest Practicable Date, including (i) Series A-1 Preferred Shares, (ii) Series A-2 Preferred Shares, (iii) Series A+ Preferred Shares, (iv) Series B Preferred Shares, (v) Series B+ Preferred Shares, (vi) Series C Preferred Shares, and (vii) Series C+ Preferred Shares
“[REDACTED] Investment(s)”	the investments in the Company undertaken by the [REDACTED] Investors pursuant to the definitive agreements, as applicable, prior to this [REDACTED], the details of which are set out in “History, Reorganization and Corporate Structure” in the document
“[REDACTED] Investor(s)”	the investors as set out in “History, Reorganization and Corporate Structure — [REDACTED] Investments — Information about the [REDACTED] Investors” in the document
[REDACTED]	
“[REDACTED]”	Harneys Fiduciary (Cayman) Limited
[REDACTED]	
“QIB”	a qualified institutional buyer within the meaning of Rule 144A
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration Committee”	the remuneration committee of the Board
“Renminbi” or “RMB”	the lawful currency of the PRC
“Reorganization”	the corporate reorganization of the Group in preparation for the [REDACTED], particulars of which are set out in “History, Reorganization and Corporate Structure” in this document
“RSU(s)”	a restricted share unit award granted to a participant under the Share Incentive Plan
“Rule 144A”	Rule 144A under the U.S. Securities Act
“Series A Financing”	the investment in our Company by the Series A-1 Investors and Series A-2 Investors, the details of which are set out in “History, Reorganization and Corporate Structure”
“Series A Investor(s)”	the investor(s) of the Series A-1 Financing and Series A-2 Financing
“Series A-1 Financing”	the investment in our Company by the Series A-1 Investors, the details of which are set out in “History, Reorganization and Corporate Structure”
“Series A-1 Investor(s)”	the investor(s) of the Series A-1 Financing
“Series A-1 Preferred Share(s)”	series A-1 convertible preferred share(s) in the share capital of our Company with a nominal value of US\$0.0001 each

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“Series A-2 Financing”	the investment in our Company by the Series A-2 Investors, the details of which are set out in “History, Reorganization and Corporate Structure”
“Series A-2 Investor(s)”	the investor(s) of the Series A-2 Financing
“Series A-2 Preferred Share(s)”	series A-2 convertible preferred share(s) in the share capital of our Company with a nominal value of US\$0.0001 each
“Series A+ Financing”	the investment in our Company by the Series A+ Investors, the details of which are set out in “History, Reorganization and Corporate Structure”
“Series A+ Investor(s)”	the investor(s) of the Series A+ Financing
“Series A+ Preferred Share(s)”	series A+ convertible preferred share(s) in the share capital of our Company with a nominal value of US\$0.0001 each
“Series B Financing”	the investment in our Company by the Series B Investors, the details of which are set out in “History, Reorganization and Corporate Structure”
“Series B Investor(s)”	the investor(s) of the Series B Financing
“Series B Preferred Share(s)”	series B convertible preferred share(s) in the share capital of our Company with a nominal value of US\$0.0001 each
“Series B+ Financing”	the investment in our Company by the Series B+ Investors, the details of which are set out in “History, Reorganization and Corporate Structure”
“Series B+ Investor(s)”	the investor(s) of the Series B+ Financing
“Series B+ Preferred Share(s)”	series B+ convertible preferred share(s) in the share capital of our Company with a nominal value of US\$0.0001 each
“Series C Financing”	the investment in our Company by the Series C Investors, the details of which are set out in “History, Reorganization and Corporate Structure”
“Series C Investor(s)”	the investor(s) of the Series C Financing
“Series C Preferred Share(s)”	series C convertible preferred share(s) in the share capital of our Company with a nominal value of US\$0.0001 each
“Series C+ Financing”	the investment in our Company by the Series C+ Investors, the details of which are set out in “History, Reorganization and Corporate Structure”
“Series C+ Investor(s)”	the investor(s) of the Series C+ Financing
“Series C+ Preferred Share(s)”	series C+ convertible preferred share(s) in the share capital of our Company with a nominal value of US\$0.0001 each
“SFC”	Securities and Futures Commission of Hong Kong
“SFO” or “Securities and Futures Ordinance”	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)” or “Ordinary Share(s)”	the ordinary share(s) in the share capital of the Company with a par value of US\$0.0001 each

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“Shareholder(s)”	holder(s) of the Share(s)
“Share Incentive Plan”	the share incentive plan approved and adopted by the Company, and has been effective since April 15, 2021, the principal terms of which are set out in “Statutory and General Information — D. Share Incentive Plan” in Appendix IV in the document
“Sophisticated Investor(s)”	has the meaning ascribed to it under Chapter 2.3 of the Guide
“Single Largest Group of Shareholders”	Dr. Zhou, Bernard Roizman Trust, Thomas Eugene Shenk, Ralph Robert Weichselbaum, Richard James Whitley and Dongyao Ni
“SPH”	Shanghai Pharmaceuticals Holding Co., Ltd. (上海醫藥集團股份有限公司)

[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 Codes on Takeovers and Mergers and Share Buy-back issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the three years ended December 31, 2025 and the five months ended May 31, 2026
“treasury share(s)”	has the meaning ascribed to it under the Listing Rules
“U.S.” or “United States”	United States of America, its territories, its possessions, and all areas subject to its jurisdiction
“U.S. Persons”	U.S. persons as defined in Regulation S
“U.S. Securities Act”	United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“US\$” or “U.S. dollars”	United States dollars, the lawful currency of the United States

[REDACTED]

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[REDACTED]

“%” per cent

* *For identification purpose only*

For ease of reference, the names of Chinese laws and regulations, governmental authorities, institutions, natural persons or other entities (including certain of our 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.

Certain amounts and percentage figures included in this document have been subject to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them. Any discrepancies in any table or chart between the total shown and the sum of the amounts listed are due to rounding.