

DEFINITIONS

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

“2022 Restricted Share Incentive Scheme”	the pre-[REDACTED] restricted share incentive scheme adopted on January 9, 2023, the principal terms of which are set out in “Statutory and General Information — Restricted Share Incentive Schemes” in Appendix IV to this Document
“2026 Restricted Share Incentive Scheme”	the pre-[REDACTED] restricted share incentive scheme adopted on June 18, 2026, the principal terms of which are set out in “Statutory and General Information — Restricted Share Incentive Schemes” in Appendix IV to this Document
“A Share(s)”	ordinary share(s) issued by our Company, with a nominal value of RMB1.00 each, which is/are subscribed for or credited as paid in Renminbi and is/are listed for trading on the Shanghai Stock Exchange
“A Shareholder(s)”	holder(s) of the A Share(s)
“Aargletschers”	Aargletschers Holdings Limited, a limited company incorporated under the laws of British Virgin Islands on November 25, 2016, which is wholly owned by Dr. Wang, our executive Director, and is a member of our Single Largest Group of Shareholders
“Accountants’ Report”	the accountants’ report prepared by BDO Limited, details of which are set out in Appendix I
“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
“AIC”	Administration of Industry & Commerce (工商行政管理機關) of the PRC (now known as the Administration for Market Regulation (市場監督管理局)) or, where the context so requires, the State Administration for Industry & Commerce of the PRC (中華人民共和國工商行政管理總局) or its delegated authority at the provincial, municipal or other local level
“Articles of Association” or “Articles”	the articles of association of our Company, as amended, which shall become effective on the [REDACTED], a summary of which is set out in Appendix III
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Audit Committee”	the audit committee of the Board

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“Betta”	Betta Pharmaceuticals Co., Ltd. (貝達藥業股份有限公司), a company incorporated in the PRC with limited liability in January 2003, whose shares are listed on the Shenzhen Stock Exchange since November 2016 (stock code: 300558.SZ)
“Board” or “our Board”	the board of Directors
“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]

“CDE”	Center for Drug Evaluation (藥品審評中心) under the NMPA
“China”, “Chinese Mainland” or “PRC”	the People’s Republic of China which, for the purpose of this Document and for geographical reference only, excluding Hong Kong Special Administrative Region of the People’s Republic of China, Macau Special Administrative Region of the People’s Republic of China, and Taiwan Region
“close associate(s)”	has the meaning ascribed thereto 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”, “our Company”, or “the Company”	InventisBio Co., Limited (益方生物科技(上海)股份有限公司), a joint stock company established in the PRC with limited liability on December 9, 2020, or, where the context requires (as the case may be), its predecessor, InventisBio Co., Ltd. (益方生物科技(上海)有限公司) (formerly known as Shanghai Shalettech Co., Ltd. (上海頁岩科技有限公司)), a company established in the PRC with limited liability on January 11, 2013
“Compliance Adviser”	Guoyuan Capital (Hong Kong) Limited (國元融資(香港)有限公司)
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules

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“connected transaction(s)”	has the meaning ascribed thereto under the Listing Rules
“Core Product(s)”	has the meaning ascribed thereto under Chapter 18A of the Listing Rules; for the purpose of this Document, our Core Products refer to D-2570 and D-0502
“Corporate Governance Code”	the Corporate Governance Code set out in Appendix C1 to the Listing Rules
“CSRC”	the China Securities Regulatory Commission (中國證券 監督管理委員會)
“CTTQ”	Chia Tai-Tianqing Pharmaceutical Group Co., Ltd. (正大天晴藥業集團股份有限公司), a limited liability company incorporated in the PRC in April 1997, and a non-wholly-owned subsidiary of Sino Biopharmaceutical Limited, a company listed on the Stock Exchange (stock code: 1177)
“Director(s)” or “our Director(s)”	the director(s) of our Company
“Dr. Dai”	Dr. Xing Dai (代星), an executive Director and deputy general manager of our Company, and a member of our Single Largest Group of Shareholders
“Dr. Jiang”	Dr. Yueheng Jiang (江岳恒), an executive Director, secretary of the Board and deputy general manager of our Company, and a member of our Single Largest Group of Shareholders
“Dr. Wang”	Dr. Yaolin Wang (王耀林), the chairman of the Board, an executive Director and general manager of our Company, and a member of our Single Largest Group of Shareholders
“EIT”	the PRC enterprise income tax
“EIT Law”	the Enterprise Income Tax Law of the People’s Republic of China (《中華人民共和國企業所得稅法》), as amended, supplemented or otherwise modified from time to time
“EMA”	the European Medicines Agency
“Employee Shareholding Platforms”	Shanghai Yixi, Shanghai Yimu and YAOLIN WANG LLC, each being a pre-[REDACTED] shareholding platform of our employees established prior to the listing of our A Shares

[REDACTED]

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“Extreme Conditions” extreme conditions caused by a super typhoon as announced by the government of Hong Kong

“FDA” the Food and Drug Administration of the United States

[REDACTED]

“Frost & Sullivan” Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent professional market research and consulting company

[REDACTED]

“Group”, “our Group”,
“our”, “we” or “us” our Company and our subsidiaries, or any one of them as the context may require, and where the context requires, the businesses operated by our Company and/or its subsidiaries and their predecessors (if any)

“Guide for New
Listing Applicants” the Guide for New Listing Applicants issued by the Hong Kong Stock Exchange effective from January 1, 2024

“H Share(s)” [REDACTED] ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, which is/are to be subscribed for and [REDACTED] in HK dollars and to be [REDACTED] on the Hong Kong Stock Exchange

[REDACTED]

“HK\$” or “Hong Kong
Dollars” or “HK
dollars” and “HK
cents” Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

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“Hong Kong” or “HK” the Hong Kong Special Administrative Region of the PRC

[REDACTED]

“Hong Kong Stock Exchange” or “Stock Exchange” The Stock Exchange of Hong Kong Limited, a wholly owned subsidiary of Hong Kong Exchange and Clearing Limited

“Hong Kong Takeovers Code” or “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

[REDACTED]

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

[REDACTED]

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[REDACTED]

“InventisBio Beijing”	InventisBio Beijing Limited (益發生物科技(北京)有限公司), a limited company incorporated under the laws of the PRC on August 28, 2020, which is directly wholly owned by the Company
“InventisBio Cayman”	InventisBio Inc., a limited company incorporated under the laws of Cayman Islands on December 17, 2016, which is indirectly wholly owned by Dr. Wang, and a member of our Single Largest Group of Shareholders
“InventisBio HK”	InventisBio Hong Kong Limited, a limited company incorporated under the laws of Hong Kong on January 3, 2017, which is indirectly wholly owned by Dr. Wang, and a member of our Single Largest Group of Shareholders
“Latest Practicable Date”	August 14, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this Document prior to its publication

[REDACTED]

“Listing Committee”	the listing committee of the Hong Kong Stock Exchange
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[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
“Main Board”	the stock exchange (excluding the option market) operated by the Hong Kong Stock Exchange which is independent from and operated in parallel with the GEM of the Hong Kong Stock Exchange
“MOFCOM” or “Ministry of Commerce”	the Ministry of Commerce of the PRC (中華人民共和國商務部) (formerly known as the Ministry of Foreign Trade and Economic Cooperation of the PRC (中華人民共和國對外經濟貿易部))
“NMPA”	the National Medical Products Administration of China (國家藥品監督管理局) or, where the context so requires, its predecessor, the China Food and Drug Administration (國家食品藥品監督管理總局), or CFDA
“NPC”	the National People’s Congress of the PRC (中華人民共和國全國人民代表大會)

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“Nomination Committee” the nomination committee of the Board

[REDACTED]

“Overseas Listing Trial Measures” The Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies and five supporting guidelines (《境內企業境外發行證券和上市管理試行辦法》及五項配套指引) promulgated by the CSRC on February 17, 2023 and became effective on March 31, 2023

“PBOC” the People’s Bank of China (中國人民銀行), the central bank of the PRC

“PRC Company Law” Company Law of the PRC (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 in the PRC

“PRC Government” or “State” the central government of the PRC, including all governmental subdivisions (including provincial, municipal and other regional or local government entities) and instrumentalities

“PRC Legal Adviser” JunHe LLP, our legal adviser on PRC laws in connection with the [REDACTED]

[REDACTED]

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[REDACTED]

“Document”	this document being issued in connection with the [REDACTED]
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration and Appraisal Committee”	the remuneration and appraisal committee of the Board
“Renminbi” or “RMB”	the lawful currency of the PRC
“Restricted Share Incentive Schemes”	the 2022 Restricted Share Incentive Scheme and the 2026 Restricted Share Incentive Scheme
“RSUs”	all restricted shares units to acquire Shares under the Restricted Share Incentive Schemes
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAIC”	the State Administration of Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局), the function of which has now been merged into the SAMR
“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)
“SAT”	the State Taxation Administration of the PRC (中華人民共和國國家稅務總局)
“SFC”	the 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
“Shanghai Stock Exchange”	the Shanghai Stock Exchange (上海證券交易所)
“Shanghai Stock Exchange STAR Market”	the Sci-tech Innovation Board of the Shanghai Stock Exchange

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“Shanghai Stock Exchange STAR Market Listing Rules”	the Rules Governing the Listing of Stock on the Science and Technology Innovation Board of Shanghai Stock Exchange (《上海證券交易所科創板股票上市規則》), as amended from time to time
“Shanghai Yimu”	Shanghai Yimu Enterprise Management Center (Limited Partnership)* (上海益穆企業管理中心(有限合夥)), a limited partnership established in the PRC on July 16, 2020, an Employee Shareholding Platform of our Group
“Shanghai Yixi”	Shanghai Yixi Enterprise Management Center (Limited Partnership)* (上海益喜企業管理中心(有限合夥)), a limited partnership established in the PRC on July 16, 2020, an Employee Shareholding Platform of our Group
“Share(s)”	ordinary share(s) in the capital of our Company with a nominal value of RMB1.00 each
“Shareholder(s)”	holder(s) of our Share(s)
“Single Largest Group of Shareholders”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to (i) Dr. Wang, InventisBio HK, InventisBio Cayman, Aargletschers, (ii) Dr. Jiang and YUEHENG JIANG LLC and (iii) Dr. Dai and XING DAI LLC
“Sole Sponsor”	the sole sponsor of the [REDACTED] as named in “Directors and Parties Involved in the [REDACTED]”
“Overall Coordinators”	the Overall Coordinators as named in the section headed “Directors and Parties involved in the [REDACTED]”
“Sophisticated Investor(s)”	has the meaning ascribed to it under Chapter 2.3 of the Guide for New Listing Applicants
[REDACTED]	
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“Strategy and Development Committee”	the strategy and development committee of the Board
“subsidiary(ies)”	has the meaning ascribed to it in section 15 of the Companies Ordinance
“substantial shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Track Record Period”	the period comprising the two financial years ended December 31, 2024 and 2025 and the six months ended June 30, 2026
“U.S. Government”	the federal government of the United States, including its executive, legislative and judicial branches

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“U.S. persons”	U.S. persons as defined in Regulation S
“U.S. Securities Act”	United States Securities Act of 1933, as amended, supplemented or otherwise modified from time to time

[REDACTED]

“United States”, “USA” or “U.S.”	the United States of America, its territories and possessions, any State of the United States, and the District of Columbia
“US\$” or “U.S. dollars”	United States dollars, the lawful currency of the U.S.
“VAT”	value-added tax

[REDACTED]

“YAOLIN WANG LLC”	a limited liability company established in the United States on May 26, 2020, an Employee Shareholding Platform of our Group
“%”	per cent

Certain amounts and percentage figures included in the Document have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them.

For ease of reference, the names of Chinese laws and regulations, governmental authorities, institutions, natural persons or other entities (including our subsidiary) 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. English translations of company names and other terms from the Chinese language are provided for identification purposes only.

* *For identification purpose only*