

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.”

“2021 Restricted Share Incentive Scheme”	the A Share restricted share incentive scheme adopted by our Company on September 21, 2021 details of which are set out in “Statutory and General Information — 4. A Share Incentive Schemes” of Appendix V to this document
“2023 Restricted Share Incentive Scheme”	the A Share restricted share incentive scheme adopted by our Company on December 5, 2023 details of which are set out in “Statutory and General Information — 4. A Share Incentive Schemes” of Appendix V to this document
“A Share Incentive Schemes”	2021 Restricted Share Incentive Scheme and 2023 Restricted Share Incentive Scheme
“A Shares”	ordinary shares issued by the Company, with a nominal value of RMB1.00 each, which are subscribed for or credited as paid in Renminbi and are listed for trading on the Shenzhen Stock Exchange
“A Shareholder(s)”	holder(s) of the A Share(s)
“affiliate(s)”	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 of Hong Kong
“Anew Pharmaceuticals”	Anew Pharmaceuticals Co., Ltd (卡南吉醫藥科技(上海)有限公司), a company incorporated under the laws of the PRC on September 1, 2006 and a wholly-owned subsidiary of our Company as of the Latest Practicable Date
“Articles of Association” or “Articles”	our articles of association, as conditionally adopted on September 26, 2025 and will come into effect upon [REDACTED] (as amended, supplemented or otherwise modified from time to time), a summary of which is set out in Appendix IV to this document
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Audit Committee”	the audit committee of our Board
“Beicheng Investment”	Zhejiang Beicheng Investment Management Partnership (Limited Partnership) (浙江貝成投資管理合夥企業(有限合夥)), a limited partnership incorporated under the laws of the PRC on November 24, 2011, a member of our Single Largest Group of Shareholders and an employee share incentive platform of our Group, details of which are set out in “History, Development and Corporate Structure — Corporate Development” in this document
“BETA”	Beta Pharma Inc., a corporation incorporated under the laws of Delaware, details of which are set out in “History, Development and Corporate Structure — Corporate Development” in this document
“Betta Investment”	Betta Investment (Hong Kong) Limited, a company incorporated under the laws of Hong Kong on October 14, 2014 and a wholly-owned subsidiary of our Company

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“Betta Pharmaceutical S&T”	Zhejiang Betta Pharmaceutical Science & Technology Limited (浙江貝達醫藥科技有限公司), a company incorporated under the laws of the PRC on November 22, 2013 which was a wholly-owned subsidiary of our Company before it was disposed to Zhejiang Beilaite (formerly known as Ningbo Kaiming Innovation Technology Limited (寧波凱銘創新科技有限公司) in 2020, details of which are set out in “History, Development and Corporate Structure” in this document
“Board” or “Board of Directors”	our 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
“CAGR”	compound annual growth rate
[REDACTED]	
“China”, “Chinese Mainland” or “PRC”	the People’s Republic of China excluding, for the purposes of this document, Hong Kong, the Macau 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”	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”	Betta Pharmaceuticals Co., Ltd. (貝達藥業股份有限公司), a joint stock company incorporated in the PRC with limited liability on January 7, 2003
“Company Law” or “PRC Company Law”	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
“Compliance Adviser”	Somerley Capital Limited
“connected person(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
“Corporate Governance Code”	Corporate Governance Code set out in Appendix C1 to the Listing Rules
“CSDC”	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)
“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 our Company or any one of them

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“Dr. DING”	Dr. DING Lieming (丁列明), our founder, executive Director, Chairman of the Board, General Manager, Chief Executive Officer and a member of our Single Largest Group of Shareholders
“EIT”	PRC enterprise income tax
“EIT Law”	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

[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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[REDACTED]

“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent market research and consulting company
“Frost & Sullivan Report”	the industry report commissioned by us and independently prepared by Frost & Sullivan, summary of which is set forth in the section headed “Industry Overview” in this document

[REDACTED]

“Greater China”	for the purpose of this document and for geographical reference only, references in this document to “Greater China” apply to the PRC, Hong Kong, the Macau Special Administrative Region and Taiwan
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“Group,” “our Group,” “our”, “we” or “us”	the Company and all of its subsidiaries, or any one of them as the context may require or, where the context refers to any time prior to its incorporation, the business which its predecessors or the predecessors of its present subsidiaries, or any one of them as the context may require, were or was engaged in and which were subsequently assumed by it
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“Guide for New Listing Applicants”	the Guide for New Listing Applicants issued by the Hong Kong Stock Exchange, as amended, supplemented or otherwise modified from time to time
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“H Share(s)”	[REDACTED] ordinary share(s) in the ordinary share capital of our Company, with a nominal value of RMB1.00 each, which are to be [REDACTED] in Hong Kong dollars and for which an application has been made for the granting of [REDACTED] and permission to [REDACTED] on the Hong Kong Stock Exchange
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[REDACTED]

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“H Shareholder(s)”	holder(s) of the H Share(s)
“Hangzhou Teruixichuang”	Hangzhou Teruixichuang Enterprise Management Partnership (Limited Partnership) (杭州特瑞西創企業管理合夥企業(有限合夥)), formerly known as Wenzhou Teruixichuang Enterprise Management Partnership (Limited Partnership) (溫州特瑞西創企業管理合夥企業(有限合夥)), and before that, Ningbo Meishan Bonded Port Area Teruixichuang Investment Partnership (Limited Partnership) (寧波梅山保稅港區特瑞西創投資合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on March 28, 2013 and a Shareholder of our Company
“HK\$” or “Hong Kong dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“HKFRSs”	Hong Kong Financial Reporting Standards issued by The Hong Kong Institute of Certified Public Accountants

[REDACTED]

“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
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[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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DEFINITIONS

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“IFRS”	International Financial Reporting Standards, which includes standards, amendment and interpretations promulgated by the International Accounting Standards Board
“IIT Law”	the Individual Income Tax Law of the PRC (《中華人民共和國個人所得稅法》)
“Independent Third Party(ies)”	a person or entity who is not a connected person of the Company under the Listing Rules to the knowledge of our Directors after all reasonable enquires

[REDACTED]

“Jihe Venture Capital”	Zhejiang Jihe Venture Capital Company Limited (浙江濟和創業投資有限公司), a company incorporated under the laws of the PRC on July 15, 2011 and a substantial Shareholder of our Company as of the Latest Practicable Date, details of which are set out in “History, Development and Corporate Structure — Corporate Development” in this document
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[REDACTED]

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[REDACTED]

“Kaiming Investment” Ningbo Kaiming Investment Management Partnership (Limited Partnership) (寧波凱銘投資管理合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on April 7, 2013 and a member of our Single Largest Group of Shareholders, details of which are set out in “History, Development and Corporate Structure — Corporate Development” in this document

“Latest Practicable Date” August 23, 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

[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 Growth Enterprise Market of the Hong Kong Stock Exchange

“MOF” Ministry of Finance of the PRC (中華人民共和國財政部)

“MOFCOM” Ministry of Commerce of the PRC (中華人民共和國商務部)

“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)

“NHC” the National Health Commission of the PRC (國家衛生健康委員會)

“NMPA” the National Medical Product Administration of the PRC (國家藥品監督管理局), successor to the China Food and Drug Administration or CFDA (國家食品藥品監督管理總局)

“Nomination Committee” the nomination committee of our Board

“NPC” the National People’s Congress of the PRC (中華人民共和國全國人民代表大會)

[REDACTED]

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[REDACTED]

“Trial Measure for Overseas Listing”	The Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies and the supporting guidelines (《境內企業境外發行證券 和上市管理試行辦法》及其配套指引) promulgated by the CSRC on February 17, 2023 which became effective on March 31, 2023
“PBOC”	People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC GAAP”	PRC Accounting Standards and Accounting Regulations for Business Enterprise (《中國企業會計準則》), as amended, supplemented or otherwise modified from time to time
“PRC Legal Adviser”	Zhejiang T&C Law Firm, our legal adviser as to PRC law

[REDACTED]

“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration and Appraisal Committee”	the remuneration and appraisal committee of our Board
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Rule 144A”	Rule 144A under the U.S. Securities Act
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAIC”	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)
“SAMR”	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)

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“SAT”	State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“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
“SFC” or “Securities and Futures Commission”	Securities and Futures Commission of Hong Kong
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Shanghai-Hong Kong Stock Connect”	a securities trading and clearing links program developed by the Hong Kong Stock Exchange, Shanghai Stock Exchange, HKSCC and CSDC for mutual market access between Hong Kong and Shanghai
“Share(s)”	ordinary share(s) in the capital of our Company with a nominal value of RMB1.00 each, comprising A Shares and H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Shenzhen-Hong Kong Stock Connect”	a securities trading and clearing links program to be developed by the Hong Kong Stock Exchange, Shenzhen Stock Exchange, HKSCC and CSDC for mutual market access between Hong Kong and Shenzhen
“Shenzhen Stock Exchange”	Shenzhen Stock Exchange (深圳證券交易所)
“Single Largest Group of Shareholders”	refers to Dr. DING, Kaiming Investment and Beicheng Investment
“Sole Sponsor”	the sole sponsor named in “Directors and Parties Involved in the [REDACTED]”

[REDACTED]

“State Council”	State Council of the PRC (中華人民共和國國務院)
“Strategy Committee”	the strategy committee of our Board
“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-backs 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 six months ended June 30, 2026
“U.S.” or “United States”	the United States of America, its territories and possessions, any State of the United States, and the District of Columbia
“U.S. dollar” or “US\$”	United States dollar, the lawful currency of the United States

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“U.S. Securities Act” United States Securities Act of 1933 and the rules and regulations promulgated thereunder, as amended, supplemented or otherwise modified from time to time

[REDACTED]

“VAT” value-added tax

[REDACTED]

“Xcovery Holdings” Xcovery Holdings, Inc., a corporation incorporated under the laws of Delaware on December 29, 2017 (formerly known as Xcovery Holding Company LLC), details of which are set out in “History, Development and Corporate Structure” in this document

“%” per cent

In this document, the terms “associate,” “close associate,” “connected person,” “core connected person,” “connected transaction,” “subsidiaries” and “substantial shareholder” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

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.

For ease of reference, the names of the PRC established companies or entities, laws or regulations have been included in this document in both the Chinese and English languages; in the event of any inconsistency, the Chinese versions shall prevail.