

DEFINITIONS

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

“AAALAC”	Association for Assessment and Accreditation of Laboratory Animal Care International
“[REDACTED]”	the adjusted total number of [REDACTED] to be subjected to the [REDACTED] Share Option Scheme immediately after the [REDACTED] and the [REDACTED] (assuming the [REDACTED] Share Options are exercised in full and without taking into account of any [REDACTED] which may be [REDACTED] pursuant to the exercise of the [REDACTED] and the options which have been or may be granted under the [REDACTED] Share Option Scheme)
“[REDACTED]”	[REDACTED] and [REDACTED] and [REDACTED], or where the context so requires, any of them, relating to the [REDACTED]
“Articles” or “Articles of Association”	the second amended and restated articles of association of our Company, adopted by our Company on [REDACTED], a summary of which is set out in Appendix IV of this document, and as amended or supplemented or otherwise modified from time to time
“associate(s)”	has the same meaning ascribed thereto under the Hong Kong [REDACTED] Rules
“Board of Directors” or “Board”	the board of directors of our Company
“BSJ BVI”	Bestzyme Biotech Limited, a company limited by shares incorporated under the laws of the BVI on June 1, 2015, and is wholly owned by BSJ Cayman, and thus an indirect wholly owned subsidiary of our Company
“BSJ Cayman”	Bestzyme Biotech Corporation, an exempted company incorporated under the law of the Cayman Islands with limited liability on May 27, 2015, and is a direct wholly owned subsidiary of our Company

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“BSJ HK”	Bestzyme Biotech HK Limited (香港百斯杰生物科技有限公司), a company incorporated under the laws of Hong Kong with limited liability on June 3, 2015 and wholly owned by BSJ BVI, and thus an indirect wholly owned subsidiary of our Company
“BSJ Hubei”	Hubei Bestzyme Biotechnology Co., Ltd.* (湖北百斯杰生物科技有限公司), a limited liability company established in the PRC on January 29, 2015, which is 100% owned by BSJ Nanjing, and thus an indirect wholly owned subsidiary of our Company
“BSJ Nanjing”	Nanjing Bestzyme Bioengineering Co., Ltd.* (南京百斯杰生物工程有限公司), a limited liability company incorporated on June 6, 2013, under the laws of the PRC, which was a wholly owned subsidiary of GS HK before the 2015 Reorganization and is 100% owned by BSJ HK subsequent to the 2015 Reorganization, and thus an indirect wholly owned subsidiary of our Company
“BSJ US”	Bestzyme Biotech USA Incorporated, a corporation incorporated on June 2, 2015 under the laws of the State of New Jersey of the United States, which is wholly owned by BSJ Cayman, and thus an indirect wholly owned subsidiary of our Company
“Business Day(s)”	any day (excluding a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business
“BVI”	the British Virgin Islands
“CAGR”	compound annual growth rate, a measurement to assess the growth rate of value over time
“[REDACTED]”	the [REDACTED] and issuance of [REDACTED] Shares to be made upon the [REDACTED] of sums standing to the credit of the [REDACTED] premium account of our Company referred to in Appendix V, “Statutory and General Information — Further Information about our Company” of this document
“[REDACTED]”	the [REDACTED] established and operated by [REDACTED]
“[REDACTED] Clearing Participant”	a person admitted to participate in [REDACTED] as a direct clearing participant or a general clearing participant

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“[REDACTED] Participant”	a person admitted to participate in [REDACTED] as a custodian participant
“[REDACTED] Participant”	a person admitted to participate in [REDACTED] as an [REDACTED] participant, who may be an individual, joint individuals or a corporation
“[REDACTED]”	a [REDACTED] Clearing Participant, a [REDACTED] Participant or a [REDACTED] Participant
“China” or the “PRC”	the People’s Republic of China excluding, for the purpose of this document, Hong Kong, the Macau Special Administrative Region of China and Taiwan
“close associate(s)”	has the meaning ascribed thereto under the [REDACTED] Rules
“Companies Law” or “Cayman Companies Law”	the Companies Law (as revised) of the Cayman Islands, as amended, supplemented or otherwise modified from time to time
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), which came into effect on March 3, 2014, 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,” “our,” “we” or “us”	Genscript Biotech Corporation (金斯瑞生物科技股份有限公司), an exempted company, incorporated under the laws of the Cayman Islands with limited liability on May 21, 2015 and wholly owned by GS Cayman as at Latest Practicable Date. Upon completion of the [REDACTED] Reorganization, our Company will be owned by GS Corp, KPCB China Fund, KPCB China Founders Fund and TBIG Healthcare as to approximately 75.71%, 18.08%, 1.35% and 4.86%, respectively
“connected person(s)”	has the meaning ascribed thereto under the Hong Kong [REDACTED] Rules

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“Controlling Shareholders”	has the meaning ascribed thereto under the [REDACTED] Rules and, unless the context requires otherwise, refers to the controlling shareholders of our Company immediately after the [REDACTED], being, Dr. Zhang and GS Corp, or any of them. Please see the section headed “Relationship with Controlling Shareholders” in this document for further details
“Corporate Governance Code”	Corporate Governance Code and Corporate Governance Report as set out in Appendix 14 of the Hong Kong [REDACTED] Rules
“CRO”	contract research organization
“Deed of Indemnity”	the deed of indemnity dated [REDACTED] executed by our Controlling Shareholders in favor of our Group in respect of taxation and other indemnities referred to in the section headed “Statutory and General Information — D. Tax and other indemnities — (v) Deed of indemnity” in Appendix V of this document
“Deed of Non-competition”	the deed of non-competition dated [REDACTED] executed by our Company and the Controlling Shareholders in favor of our Group containing certain non-competition undertakings to our Group referred to in the section headed “Relationship with Controlling Shareholders — Deed of Non-competition” in this document
“Director(s)”	the director(s) of our Company
“Dr. Wang”	Dr. Luquan Wang (王魯泉), our co-founder, non-executive Director and one of our Substantial Shareholders
“Dr. Zhang”	Dr. Fangliang Zhang (章方良), our co-founder, chairman, executive Director, chief executive officer and Controlling Shareholder
“EIT Law”	the PRC Enterprise Income Tax Law (中華人民共和國企業所得稅法) passed by the National People’s Congress of the PRC on March 16, 2007, and taking effect on January 1, 2008, as amended, supplemented and otherwise modified from time to time
“Enterprise Income Tax” or “EIT”	enterprise income tax of the PRC

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“ESOP”	employee share option plan, reference to either the 2009 Global Share Plan and 2012 Global Share Plan of GS Cayman or the [REDACTED] Option Scheme
“E.U.” or “EU”	the European Union
“GDP”	gross domestic product
“[REDACTED]”	the [REDACTED] and the [REDACTED]
“[REDACTED]”	the [REDACTED] to be completed by the [REDACTED] Service Provider, [REDACTED]
“Group”	our Company and its subsidiaries (or our Company or any one or more of its subsidiaries, as the context may require) or, where the context so requires, in respect of the period before our Company became the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time
“GS BVI”	Genscript Biotech Limited, a company limited by shares incorporated under the laws of the BVI on May 27, 2015, which is a direct wholly owned subsidiary of our Company
“GS Cayman”	Genscript Holdings (Cayman) Limited, an exempted company incorporated under the law of the Cayman Islands with limited liability on June 15, 2007, which was owned by GS Corp as to approximately 75.71% of its issued share capital as of the Latest Practicable Date. The name was changed from “KPCB Holdings Ltd” to “0101 Holding Ltd” on November 8, 2007, and then to “Genscript Holdings (Cayman) Limited” on January 20, 2009. Upon completion of the [REDACTED] Reorganization, GS Cayman will be wholly owned by Mr. Tsui Po (徐波), an Independent Third Party, and will cease to be our Controlling Shareholder
“GS China”	Nanjing Jinsirui Biotechnology Co., Ltd.* (南京金斯瑞生物科技有限公司), a limited liability company incorporated on March 12, 2009, which is a wholly owned subsidiary of GS HK, and thus an indirect wholly owned subsidiary of our Company

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“GS Corp”	Genscript Corporation, a company incorporated on July 3, 2002, under the laws of the State of Delaware of the United States, which is one of our Controlling Shareholders and owned approximately 75.71% of the issued share capital of GS Cayman which in turn owned the entire issued share capital of our Company as of the Latest Practicable Date. Upon completion of the [REDACTED] Reorganization, GS Corp will own 75.71% of the issued shares capital of our Company
“GS HK”	GenScript (Hong Kong) Limited, a company incorporated under the laws of Hong Kong with limited liability on January 8, 2009, which is wholly owned by GS BVI, and thus an indirect wholly owned subsidiary of our Company. The name was changed from Sunny Profit (Hong Kong) Limited on February 6, 2009.
“GS International”	Genscript International Limited, a company incorporated under the laws of Hong Kong with limited liability on June 6, 2012, which is wholly owned by GS China, and thus an indirect wholly owned subsidiary of our Company
“GS Japan”	GenScript Japan Inc., a company incorporated under the laws of Japan with limited liability on July 7, 2011, which is wholly owned by GS HK, and thus an indirect wholly owned subsidiary of our Company
“GS USA”	GenScript USA Incorporated, a company incorporated under the laws of the State of Delaware of the United States on March 26, 2009, which is a direct wholly owned subsidiary of our Company
“HKD” or “HK dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“HKFRS”	Hong Kong Financial Reporting Standards issued by Hong Kong Institute of Certified Public Accountants
“[REDACTED]”	Hong Kong Securities Clearing Company Limited, a wholly owned subsidiary of Hong Kong Exchanges and Clearing Limited
“[REDACTED] Nominees”	[REDACTED] Nominees Limited, a wholly owned subsidiary of [REDACTED]
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong [REDACTED] Rules” or “[REDACTED] Rules”	the Rules Governing the [REDACTED] of Securities on the Hong Kong Stock Exchange (as amended from time to time)

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“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED] Services Limited
“Hong Kong Stock Exchange” or “Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Hong Kong Underwriter”	the underwriter of the Hong Kong Public Offering as listed in the section headed “Underwriting — Hong Kong Underwriter” in this document
“Hong Kong Underwriting Agreement”	the [REDACTED] agreement dated [REDACTED] relating to the [REDACTED] entered into by, among others, our Company and the Hong Kong Underwriter, as further described in the section headed “Underwriting” in this document
“Independent Non-executive Director(s)”	the independent non-executive Director(s) of our Company
“Independent Third Party(ies)”	a person(s) or company(ies) who/which is or are independent of and not connected with our Company and our connected persons (as defined in the [REDACTED] Rules)
“[REDACTED]”	[REDACTED]

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“[REDACTED]”

[REDACTED]

“International Sanctions Legal Advisors”	Dorsey & Whitney, Dorsey & Whitney LLP, and Dorsey & Whitney (Europe) LLP, legal advisors for sanction-related laws and regulations in the United States, the European Union, the UNSC and Hong Kong, excluding Australia
“International Underwriter”	the underwriter of the [REDACTED]
“International Underwriting Agreement”	the international underwriting agreement expected to be dated on or about the [REDACTED] Date relating to the [REDACTED] expected to be entered into by, among others, the International Underwriter and our Company, as further described in the section headed “Underwriting” in this document
“IRO”	the Inland Revenue Ordinance (Chapter 112 of the Laws of Hong Kong)
“ITSR”	the Iranian Transactions and Sanctions Regulations codified at 31 C.F.R. Part 560 et seq.
“JPY”	Japanese yen, official currency of Japan
“KPCB”	Kleiner Perkins Caufield & Byers, LLC, a limited liability company, formed under the laws of the State of Delaware of the United States
“KPCB China Founders Fund”	KPCB China Founders Fund, L.P., an exempted limited partnership incorporated under the laws of the Cayman Islands and one of our shareholders
“KPCB China Fund”	KPCB China Fund, L.P., an exempted limited partnership incorporated under the laws of the Cayman Islands and one of our shareholders

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“Latest Practicable Date”	August 18, 2015, being the latest practicable date for ascertaining certain information in this document before its publication
“Legend BVI”	Legend Biotech Limited, a company limited by shares incorporated under the laws of the BVI on June 2, 2015, which is wholly owned by Legend Cayman and an indirect wholly owned subsidiary of our Company
“Legend Cayman”	Legend Biotech Corporation, an exempted company incorporated under the laws of the Cayman Islands with limited liability on May 27, 2015, which is a direct wholly owned subsidiary of our Company
“Legend HK”	Legend Biotech HK Limited (香港傳奇生物科技有限公司), a company incorporated under the laws of Hong Kong with limited liability on June 3, 2015, which is a wholly owned subsidiary of Legend BVI, and thus an indirect wholly owned subsidiary of our Company
“Legend Nanjing”	Nanjing Legend Biotechnology Co., Ltd. (南京傳奇生物科技有限公司), a limited liability company incorporated on November 17, 2014, under the laws of the PRC, which is wholly owned by GS HK prior to the 2015 Reorganization and becomes a wholly owned subsidiary of Legend HK after the 2015 Reorganization, and thus an indirect wholly owned subsidiary of our Company
“[REDACTED]”	the [REDACTED] of the Shares on the main board of the Hong Kong Stock Exchange
“[REDACTED] Committee”	the [REDACTED] sub-committee of the board of directors of the Hong Kong Stock Exchange
“[REDACTED] Date”	the date, expected to be on or about [REDACTED], on which the Shares are [REDACTED] on the Hong Kong Stock Exchange and from which [REDACTED] the Shares is permitted to take place on the first commences on the Main Board
“Main Board”	the stock market (excluding the option market) operated by the Hong Kong Stock Exchange, which is independent from and operated in parallel to the Growth Enterprise Market of the Hong Kong Stock Exchange

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“Memorandum” or “Memorandum of Association”	the amended and restated memorandum of association of our Company adopted on May 21, 2015, a summary of which is set out in Appendix IV to this document and as amended from time to time
“MNC”	multinational corporation
“MOFCOM”	the Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Meng”	Mr. Meng Jiange (孟建革), our executive Director
“Mr. Mu”	Mr. Mu Yingjun (牟英軍), one of our minority Shareholders; save as Mr. Mu being our minority Shareholder, Mr. Mu is an Independent Third Party
“Ms. Wang”	Ms. Ye Wang (王燁), our co-founder, executive Director, chief operating officer and one of our minority Shareholders
“Ms. Wu”	Ms. Wu Yongmei (吳詠梅), one of our Substantial Shareholders and the ex-wife of Dr. Wang
“Nanjing Jinsida”	Nanjing Jinsida Biotechnology Co., Ltd. (南京金思達生物科技有限公司), a limited liability company established under the laws of the PRC on December 12, 2013, which was owned as to 85% by Nanjing Jinsikang directly and as to 85% by our Company indirectly, and as to 15% by two Independent Third Parties, Nanjing Jinsida was deregistered on June 8, 2015
“Nanjing Jinsite”	Jinsite Biotechnology (Nanjing) Limited Liability Company* (金思特科技(南京)有限責任公司), a limited liability company established under the laws of the PRC on November 19, 2004, which was owned as to 100% by GS Cayman. Nanjing Jinsite was deregistered on January 8, 2015
“Nanjing Jinsikang”	Jinsikang Technology (Nanjing) Co., Ltd.* (金斯康科技(南京)有限公司), a limited liability company established in the PRC on April 30, 2009, which is wholly owned by GS China, and thus an indirectly wholly owned by our Company
“OEM”	acronym for original equipment manufacturer, a business that manufactures goods or equipment for branding and release by others

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“OFAC”	the United States Department of Treasury’s Office of Foreign Assets Control
“[REDACTED]”	[REDACTED]
“[REDACTED]”	the [REDACTED] and the [REDACTED]
“OLAW”	Office of Laboratory Animal Welfare
“[REDACTED]”	the option to be granted by our Company to the International Underwriter, exercisable by the Sole Global Coordinator on behalf of the International Underwriter, pursuant to which our Company is required to allot and issue up to an aggregate of [REDACTED] (representing in aggregate [REDACTED]% of the [REDACTED] initially being [REDACTED] under the [REDACTED]) at the [REDACTED] to cover [REDACTED] in the [REDACTED], details of which are described in the section headed “Structure of the [REDACTED]” in this document
“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“[REDACTED] Share Option Scheme”	the share option scheme conditionally adopted by our Company pursuant to a resolution passed by our Shareholders on [REDACTED], as described in the section headed “Statutory and General Information — 9. [REDACTED] Share Option Scheme” in Appendix V to this document
“PRC government”	the government of the PRC, including all governmental subdivisions (including provincial, municipal and other regional or local government entities) and instrumentalities thereof, or, where the context requires, any of them
“PRC subsidiaries”	GS China, BSJ Nanjing, BSJ Hubei, Legend Nanjing, Nanjing Jinsikang and/or Shanghai Jingrui

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“[REDACTED]”	the [REDACTED] in our Group as set out in the section headed “History and Reorganization — [REDACTED]” in this document
“[REDACTED] Reorganization”	the reorganization of entities comprising our Group subsequent to the application for [REDACTED] of the Company and prior to the [REDACTED]. Details of which are set out in the section headed “History and Reorganization — [REDACTED] Reorganization”
“[REDACTED] Reorganization Agreement”	the [REDACTED] reorganization agreement entered into by, among others, our Company, GS Corp, GS Cayman and the Series A Investors on August 28, 2015, which sets out the terms of the [REDACTED] Reorganization
“[REDACTED] Share Option”	the [REDACTED] share option granted under the [REDACTED] Share Option Scheme
“[REDACTED] Share Option Scheme”	the [REDACTED] option scheme adopted by our Company pursuant to a resolution of the Board on July 15, 2015 as described in the section headed “Statutory and General Information — 8. [REDACTED] Share Option Scheme” in Appendix V of this document
“Predecessor Companies Ordinance”	the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) in force from time to time before March 3, 2014
“[REDACTED] Date”	the date, expected to be on or about [REDACTED], on which the [REDACTED] is determined for the purposes of the [REDACTED], and in any event no later than [REDACTED], or such other date as agreed between the relevant parties
“[REDACTED]”	this document being issued in connection with the [REDACTED]
“province”	a province or, where the context requires, a provincial level autonomous region or municipality under the direct administration of the central government of the PRC
“[REDACTED]” or “QIBs”	[REDACTED] within the meaning of Rule 144A
“Regulation S”	Regulation S under the U.S. Securities Act
“RMB” or “Renminbi”	Renminbi, the lawful currency of China
“Rule 144A”	Rule 144A under the U.S. Securities Act

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“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 for Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局)
“Sanctioned Countries”	countries that are the targets of economic sanctions as administered by the OFAC, the laws of other countries and under international law, such as Belarus, Egypt, Iran, Iraq, Lebanon, Libya, Russia, Serbia and Ukraine
“Sanctioned Person(s)”	certain person(s) and entity(ies) listed on OFAC’s Specially Designated Nationals and Blocked Persons List or other restricted parties lists maintained by the European Union, the United Nations or Australia
“SAT”	the State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“Securities and Futures Commission” or “SFC”	the Securities and Futures Commission of Hong Kong
“Series A Investors”	KPCB China Fund, KPCB China Founders Fund and TBIG Healthcare
“Series A Preference Shares”	shall mean, collectively, GS Cayman’s Series A-1 Preference Shares and Series A-2 Preference Shares
“Series A-1 Preference Shares”	shall mean GS Cayman’s Series A-1 Preference Shares, par value US\$0.0001 per share, 150,000,000 of which were subscribed by Series A Investors upon the terms and conditions set forth in Series A Preference Shares and warrant purchase agreement, dated as of April 3, 2009
“Series A-2 Preference Shares”	shall mean GS Cayman’s Series A-2 Preference Shares, par value US\$0.0001 per share
“Series A-2 Warrant Shares”	shall mean GS Cayman’s Series A-2 Preference Shares issuable upon exercise of the series A-2 warrants to purchase up to an aggregate of 25,641,029 Series A-2 Preference Shares
“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

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“Shanghai Jingrui”	Shanghai Jingrui Biotechnology Co., Ltd.* (上海璟睿生物技術有限公司), a limited liability company incorporated under the laws of the PRC on March 6, 2015, which is wholly owned by GS China, and thus an indirect wholly owned subsidiary of our Company
“Share(s)”	ordinary shares of par value US\$0.001 each in the share capital of our Company
“Share Option Schemes”	the [REDACTED] Share Option Scheme and the [REDACTED] Share Option Scheme
“Shareholder(s)”	holder(s) of our Share(s)
[REDACTED]	[REDACTED]
“Sole Sponsor”	Haitong International Capital Limited
“sq.m.”	square meter
“[REDACTED] Manager”	[REDACTED]
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“[REDACTED]”	the [REDACTED] agreement, which may be entered into between GS Corp as the lender and [REDACTED] as the borrower
“subsidiary(ies)”	has the meaning ascribed thereto under the [REDACTED] Rules
“Substantial Shareholder(s)”	has the meaning ascribed thereto under the [REDACTED] Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs issued by SFC, as amended, supplemental or otherwise modified from time to time
“TBIG Healthcare”	TBIG Healthcare Investments Limited, a company limited by shares incorporated in the BVI and one of our Shareholders
“Track Record Period”	the years ended December 31, 2012, 2013, and 2014, and the six months ended June 30, 2015
“Underwriters”	the Hong Kong Underwriter and the International Underwriter
“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Underwriting Agreement
“UNSC” or “UN” or “U.N.”	the United Nations Security Council

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“United States,” “USA,” “U.S.” or “US”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“U.S. Securities Act”	the United States Securities Act of 1933, as amended, supplemented or otherwise modified from time to time
“USD” or “US\$”	U.S. dollars, the lawful currency of the United States of America
“VAT”	value-added tax
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“2009 Reorganization”	the reorganization of entities comprising our Group in 2009, details of which are set out in the section headed “History and Reorganization — 2009 Reorganization” in this document
“2015 Reorganization”	the reorganization of entities comprising our Group prior to the application for [REDACTED] of the Company. Details of which are set out in the section headed “History and Reorganization — 2015 Reorganization” in this document

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

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

In this document, if there is any inconsistency between the Chinese names of the entities or enterprises established in China and their English translations, the Chinese names shall prevail. English translation of company names in Chinese or another language that are marked with “” are for identification purposes only.*

* For identification purposes only