In this prospectus, 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 prospectus.

## **DEFINITIONS**

"2021 Pre-IPO Investment"	the investment in our Company by the 2021 Pre-IPO Investors, the details of which are set out in the section headed "History, Reorganization and Corporate Structure—2021 Pre-IPO Investment" in this prospectus
"2021 Pre-IPO Investor(s)"	the investor(s) of the 2021 Pre-IPO Investment, namely CICC Healthcare, Nectar Neuro, BVF III, Biolink Healthcare, Star Wave and Always Enterprises
"Accountants' Report"	the accountants' report for the Track Record Period prepared by KPMG, the text of which is set out in Appendix I to this prospectus
"affiliate"	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
"Always Enterprises"	Always Enterprises Limited, an investment holding company with limited liability incorporated in the BVI. For its background information, please refer to "History, Reorganization and Corporate Structure" in this prospectus
"Application Form(s)"	<b>GREEN</b> Application Form(s), or where the context so requires, any of them which is used in relation to the Hong Kong Public Offering and <b>BLUE</b> Application Form(s) in relation to the Preferential Offering
"Articles of Association" or "Articles" or "Memorandum of Association" or "Memorandum"	requires, any of them which is used in relation to the Hong Kong Public Offering and <b>BLUE</b> Application Form(s) in
"Articles of Association" or "Articles" or "Memorandum of Association" or	requires, any of them which is used in relation to the Hong Kong Public Offering and <b>BLUE</b> Application Form(s) in relation to the Preferential Offering articles of association of our Company adopted on June 22, 2022 which shall become effective on the Listing Date, as amended from time to time, a summary of which is set out in "Appendix III—Summary of the Constitution of our Company and Cayman Islands Company Law" to this
"Articles of Association" or "Articles" or "Memorandum of Association" or "Memorandum"	requires, any of them which is used in relation to the Hong Kong Public Offering and <b>BLUE</b> Application Form(s) in relation to the Preferential Offering articles of association of our Company adopted on June 22, 2022 which shall become effective on the Listing Date, as amended from time to time, a summary of which is set out in "Appendix III—Summary of the Constitution of our Company and Cayman Islands Company Law" to this prospectus  Asahi Intecc Co., Ltd., a medical devices company incorporated under the laws of Japan with limited liability on

respective shareholdings in MicroPort on the Record Date

"Available Reserved Share(s)" has the meaning ascribed to it in the section headed

"Structure of the Global Offering—The Preferential Offering—Basis of Allocation for Applications for Reserved

Shares" in this prospectus

"Beijing Shenrui" Beijing Shenrui Enterprise Management Consulting Co.,

Ltd. (北京神睿企業管理諮詢有限公司), a company established in the PRC with limited liability on December 21, 2020 and an indirect wholly owned subsidiary

of our Company

"Beneficial MicroPort Shareholder(s)" any beneficial owner(s) of share of MicroPort whose shares

of MicroPort are registered, as shown in the register of members of MicroPort, in the name of a registered

shareholder of MicroPort on the Record Date

"Biolink Healthcare" Biolink Healthcare Investment Limited, an investment

holding company with limited liability incorporated in the BVI on January 28, 2021. For its background information, please refer to "History, Reorganization and Corporate

Structure" in this prospectus

"Biolink Limited" Biolink Limited, an investment holding company with

limited liability incorporated in the BVI on June 12, 2019. For its background information, please refer to "History, Reorganization and Corporate Structure" in this prospectus

"Biolink NT" Biolink NT Investment Limited, an exempted company with

limited liability incorporated in the Cayman Islands on October 28, 2020. For its background information, please refer to "History, Reorganization and Corporate Structure" in

this prospectus

"BLUE Application Form(s)" the application form(s) to be sent to Qualifying MicroPort

Shareholders for the subscription of the Reserved Shares

pursuant to the Preferential Offering

"Board" the board of directors of our Company

"Business Day" a day on which banks in Hong Kong are generally open for

normal banking business to the public and which is not a

Saturday, Sunday or public holiday in Hong Kong

"BVF III" BVF III (BVI) Holding L.P., a partnership established in the

BVI. For its background information, please refer to "History, Reorganization and Corporate Structure" in this

prospectus

"Cayman Companies Act" or the Companies Act, Cap. 22 (Act 3 of 1961, as consolidated "Companies Act" and revised) of the Cayman Islands, as amended or supplemented or otherwise modified from time to time "CCASS" the Central Clearing and Settlement System established and operated by HKSCC "CCASS Clearing Participant" a person admitted to participate in CCASS as a direct clearing participant or general clearing participant "CCASS Custodian Participant" a person admitted to participate in CCASS as a custodian participant "CCASS EIPO" the application for the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS to be credited to your or a designated CCASS Participant's stock account through causing HKSCC Nominees to apply on your behalf, including by (i) instructing your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give electronic application instructions via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf, or (ii) if you are an existing CCASS Investor Participant, giving electronic application instructions through the CCASS Internet System (https://ip.ccass.com) or through the CCASS Phone System by calling +852 2979 7888 (using the procedures in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC can also input electronic application instructions for CCASS Investor Participants through HKSCC's Customer Service Center by completing an input request "CCASS Investor Participant" a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation "CCASS Participant" a CCASS Clearing Participant, a CCASS Custodian Participant or a CCASS Investor Participant "China" or "PRC" People's Republic of China, but for the purpose of this prospectus and for geographical reference only and except where the context requires otherwise, references in this prospectus to "China" and the "PRC" do not apply to Hong Kong Special Administrative Region, Macau Special Administrative Region and Taiwan "CIC" China Insights Industry Consultancy Limited, our industry

-23-

an independent market research report commissioned by us and prepared by CIC for the purpose of this prospectus

consultant

"CIC Report"

"CICC Healthcare" CICC Healthcare Investment Opportunities V Limited, an exempted company with limited liability incorporated in the Cayman Islands For its background information please

Cayman Islands. For its background information, please refer to "History, Reorganization and Corporate Structure" in

this prospectus

"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" MicroPort NeuroTech Limited (微創腦科學有限公司), an

exempted company incorporated in the Cayman Islands with

limited liability on September 30, 2020

"Company Law" or "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

"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

"Controlling Shareholder(s)" has the meaning ascribed to it under the Listing Rules, and

unless the context otherwise requires, refers to MicroPort

and MicroPort Scientific

"COVID-19" an infectious disease caused by the severe acute respiratory

syndrome coronavirus 2, first reported in December 2019

"Director(s)" the directors of our Company, including all executive,

non-executive and independent non-executive directors

"Extreme Conditions" any extreme conditions or events, the occurrence of which

will cause interruption to the ordinary course of business operations in Hong Kong and/or that may affect the Listing

Date

"FRC" Financial Reporting Council of Hong Kong

"Global Offering" the Hong Kong Public Offering and the International

Offering

"Greater China" the geographical area that encompasses mainland China,

Hong Kong, Macau and Taiwan

"GREEN Application Form(s)" the application form(s) to be completed by the White Form

eIPO Service Provider, Computershare Hong Kong Investor

Services Limited

"Group" our Company and all of our subsidiaries or, where the

> context so requires, in respect of the period before our Company became the holding company of its present subsidiaries, the businesses operated by such subsidiaries or

their predecessors (as the case may be)

"HK\$" Hong Kong dollars, the lawful currency of Hong Kong

"HKSCC" Hong Kong Securities Clearing Company Limited, a wholly

owned subsidiary of Hong Kong Exchanges and Clearing

Limited

"HKSCC Nominees" HKSCC Nominees Limited, a wholly owned subsidiary of

**HKSCC** 

"Hong Kong" the Hong Kong Special Administrative Region of the PRC

"Hong Kong Offer Shares" 1,370,000 Shares being initially offered by our Company for

> subscription at the Offer Price pursuant to the Hong Kong Public Offering (subject to adjustment as described in the section headed "Structure of the Global Offering" in this

prospectus)

"Hong Kong Public Offering" the offer for subscription of the Hong Kong Offer Shares to

> the public in Hong Kong at the Offer Price, subject to and in accordance with the terms and conditions set out in this

prospectus and the Application Forms

"Hong Kong Share Registrar" Computershare Hong Kong Investor Services Limited

"Hong Kong Stock Exchange" or The Stock Exchange of Hong Kong Limited, a wholly-

"Stock Exchange" owned subsidiary of Hong Kong Exchange and Clearing

Limited

"Hong Kong Takeovers Code" or the Codes on Takeovers and Mergers and Share Buy-backs "Takeovers Code"

issued by the SFC, as amended, supplemented or otherwise

modified from time to time

"Hong Kong Underwriters" the underwriters of the Hong Kong Public Offering whose

names are set out in the section headed "Underwriting-

Hong Kong Underwriters" in this prospectus

"Hong Kong Underwriting the underwriting agreement dated June 27, 2022 relating to Agreement"

the Hong Kong Public Offering entered into by, among other parties, our Company, MicroPort, the Joint Global

Coordinators and the Hong Kong Underwriters

"Independent Third Party(ies)"

an individual or a company which, to the best of our Directors' knowledge, information, and belief, having made all reasonable enquiries, is not a connected person of our Company within the meaning of the Listing Rules

"International Offer Shares"

12,330,000 Shares being offered for subscription under the International Offering (including, for the avoidance of doubt, 685,000 Reserved Shares for the Preferential Offering), together, where relevant, with any additional Shares which may be issued pursuant to the exercise of the Over-allotment Option, subject to adjustment as described in the section headed "Structure of the Global Offering" in this prospectus

"International Offering"

the offer of the International Offer Shares at the Offer Price, in the United States to QIBs only in reliance on Rule 144A and outside the United States in offshore transactions in accordance with Regulation S or any other available exemption from registration under the U.S. Securities Act, as further described in "Structure of the Global Offering" of this prospectus (for the avoidance of doubt, of the International Offer Shares initially being offered under the International Offering, the Reserved Shares are made available for subscription by the Qualifying MicroPort Shareholders under the Preferential Offering)

"International Underwriters"

the group of international underwriters expected to enter into the International Underwriting Agreement relating to the International Offering

"International Underwriting Agreement"

the international underwriting agreement relating to the International Offering to be entered into by, among other parties, our Company, MicroPort, the Joint Global Coordinators, the Joint Lead Managers, the Joint Bookrunners and the International Underwriters on or about July 8, 2022

"Jiangxi MP NeuroTech"

Jiangxi MicroPort NeuroTech Equipment Sales Co., Ltd. (江 西微創神通醫療器械銷售有限公司), a company established in the PRC with limited liability on May 15, 2017 and deregistered on March 18, 2020

"Joint Bookrunners"

J.P. Morgan Securities (Asia Pacific) Limited (in relation to the Hong Kong Public Offering), J.P. Morgan Securities plc (in relation to the International Offering), China International Capital Corporation Hong Kong Securities Limited, Futu Securities International (Hong Kong) Limited and Livermore Holdings Limited

"Joint Global Coordinators" J.P. Morgan Securities (Asia Pacific) Limited and China International Capital Corporation Hong Kong Securities Limited "Joint Lead Managers" J.P. Morgan Securities (Asia Pacific) Limited (in relation to the Hong Kong Public Offering), J.P. Morgan Securities plc (in relation to the International Offering), China International Capital Corporation Hong Kong Securities Limited, Futu Securities International (Hong Kong) Limited and Livermore Holdings Limited "Joint Sponsors" J.P. Morgan Securities (Far East) Limited and China International Capital Corporation Hong Kong Securities Limited "Latest Practicable Date" June 20, 2022, being the latest practicable date for the purpose of ascertaining certain information contained in this prospectus prior to its publication "Listing" the listing of our Shares on the Main Board "Listing Committee" the listing committee of the Hong Kong Stock Exchange "Listing Date" the date, expected to be on or about Friday, July 15, 2022, on which dealings in our Shares first commence on the Main Board "Listing Rules" the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended or supplemented from time to time "M&A Rules" Regulations on Mergers and Acquisitions of Domestic Companies by Foreign Investors (《關於外國投資者併購 境內企業的規定》), which were jointly promulgated by MOFCOM, the State Assets Supervision and Administration Commission, the STA, the State Administration of Industry and Commerce (中華人民共和國國家工商行政管理總局), the China Securities Regulatory Commission (中國證券監督管理 委員會) and the SAFE on August 8, 2006 and came into effect on September 8, 2006 and subsequently amended on June 22, 2009, as amended, supplemented or otherwise modified from time to time "Main Board" the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the GEM of the Stock Exchange

MicroPort Scientific Corporation, an exempted company incorporated in the Cayman Islands with limited liability whose shares are listed on the Main Board of the Stock

"MicroPort"

	Exchange (stock code: 00853), and one of our Controlling Shareholders
"MicroPort Group"	MicroPort and its subsidiaries which, for the purpose of this prospectus and unless the context otherwise requires, excludes our Group
"MicroPort Sinica"	MicroPort Sinica Co., Ltd. (微創投資控股有限公司) (formerly known as MicroPort Group Co., Ltd. (上海微創投資控股有限公司) and MicroPort (Shanghai) Scientific Investment Co., Ltd. (微創(上海)醫療科學投資有限公司)), a company established in the PRC with limited liability on April 9, 2013 and a direct wholly owned subsidiary of MicroPort
"MP NeuroTech BVI"	MicroPort NeuroTech Medical LTD, a company incorporated in the BVI with limited liability on October 5, 2020 and a direct wholly owned subsidiary of our Company
"MP NeuroTech America"	MicroPort NeuroTech America INC, a company incorporated in the United States on June 8, 2022 and an indirectly wholly owned subsidiary of our Company
"MP NeuroTech Global"	MicroPort NeuroTech Global B.V., a company incorporated in the Netherlands with limited liability on April 8, 2022 and an indirectly wholly owned subsidiary of our Company
"MP NeuroTech HK"	MicroPort NeuroTech International Limited, a company incorporated in Hong Kong with limited liability on October 7, 2020 and an indirect wholly owned subsidiary of our Company
"MP NeuroTech Shanghai"	MicroPort NeuroTech (Shanghai) Co., Ltd. (微創神通醫療科技 (上海) 有限公司), a company established in the PRC with limited liability on May 16, 2012 and an indirect wholly owned subsidiary of our Company
"MP Scientific"	MicroPort Scientific Investment LTD, a company incorporated in the BVI with limited liability on September 30, 2020 and is a direct wholly owned subsidiary of MicroPort, and one of our Controlling Shareholders
"Nectar Neuro"	Nectar Neuro Limited, an investment holding company with limited liability incorporated in the BVI. For its background information, please refer to "History, Reorganization and Corporate Structure" in this prospectus
"Non-Qualifying MicroPort Shareholder(s)"	MicroPort Shareholder(s) whose name(s) appeared in the register of members of MicroPort on the Record Date and whose address(es) as shown in such register are in the

Specified Territory or Beneficial MicroPort Shareholder(s) at

that time who are otherwise known by MicroPort to be resident in the Specified Territory

"Offer Price" HK\$24.64 per Offer Share (exclusive of brokerage fee of

1.0%, SFC transaction levy of 0.0027%, FRC transaction levy of 0.00015% and Stock Exchange trading fee of

0.005%)

"Offer Shares" the Hong Kong Offer Shares and the International Offer

Shares (including, for the avoidance of doubt, the Reserved Shares) together with, where relevant, any additional Shares which may be issued by our Company pursuant to the

exercise of the Over-allotment Option

"Over-allotment Option" the option to be granted by us to the International

Underwriters exercisable by the Joint Global Coordinators (on behalf of the International Underwriters) pursuant to which we may be required to allot and issue up to an aggregate of 2,055,000 additional Shares (representing 15% of our Shares initially being offered under the Global Offering) to cover over-allocations in the International Offering, details of which are described in "Structure of the

Global Offering—Over-allotment Option" in this prospectus

"PRC Legal Advisers" Jia Yuan Law Offices, our legal advisers as to PRC laws

"Preferential Offering" the preferential offering to the Qualifying MicroPort

Shareholders of 685,000 Shares (representing 5.00% of the Offer Shares initially being offered under the Global Offering) as an Assured Entitlement out of the International Offer Shares being offered under the International Offering at the Offer Price, on and subject to the terms and conditions set out in this prospectus and in the **BLUE** Application Form, as further described in the section headed "Structure of the Global Offering—The Preferential Offering" in this

prospectus

"Pre-IPO Investment(s)" the pre-IPO investment(s) in our Company, the details of which

are set out in the section headed "History, Reorganization and Corporate Structure—The Pre-IPO Investments" in this

prospectus

"Pre-IPO Investor(s)" the investor(s) of the Pre-IPO Investments

"Principal Share Registrar" Tricor Services (Cayman Islands) Limited

"Qualifying MicroPort Shareholder(s)" MicroPort Shareholder(s), whose name(s) appeared on the

register of members of MicroPort on the Record Date, other

than the Non-Qualifying MicroPort Shareholders

"Rapid Medical" Rapid Medical Ltd., a company incorporated in the State of

Israel with limited liability on August 12, 2008, which is primarily engaged in the development, manufacturing and sales of innovative devices for neuro-interventional procedures and is indirectly owned as to 22.28% by our

Company

"Record Date" June 27, 2022, being the record date for determining the

Assured Entitlement to the Qualifying MicroPort Shareholders

to the Reserved Shares

"Regulation S" Regulation S under the U.S. Securities Act

"Renminbi" or "RMB" the lawful currency of the PRC

"Reserved Share(s)" 685,000 Shares being offered by our Company pursuant to

the Preferential Offering at the Offer Price to the Qualifying MicroPort Shareholders as the Assured Entitlement, which are to be allocated out of the International Offer Shares as described in the section headed "Structure of the Global

Offering" in this prospectus

"Rule 144A" Rule 144A under the U.S. Securities Act

"SAFE Circular 37" State Administration of Foreign Exchange Circular on Relevant Issues Concerning Foreign Exchange Control on

Domestic Residents' Offshore Investment and Financing and Roundtrip Investment through Special Purpose Vehicles (《國家外匯管理局關於境內居民通過特殊目的公司境外投融

資及返程投資外匯管理有關問題的通知》)

"Series A Preferred Shares" the Series A-1 Preferred Shares and the Series A-2 Preferred

Shares

"Series A-1 Preferred Shares" the series A-1 preferred shares with a par value of

US\$0.0001 per share in the authorized share capital of our Company, or the series A-1 preferred shares with a par value of US\$0.00002 per share in the authorized share capital of

our Company following the Share Subdivision

"Series A-2 Preferred Shares" the series A-2 preferred shares with a par value of US\$0.0001 per share in the authorized share capital of our Company or the series A-2 preferred shares with a par value

Company, or the series A-2 preferred shares with a par value of US\$0.00002 per share in the authorized share capital of

our Company following the Share Subdivision

"Sevenoaks" Sevenoaks Global Limited, a company incorporated in the BVI on September 18, 2019 and an indirect wholly owned

subsidiary of our Company

"Shanghai Changlong" Shanghai Changlong Lifescience Technology Co., Ltd. (上海 常隆生命醫學科技有限公司), a company established in the PRC with limited liability on September 7, 2006. For its background information, please refer to "History, Reorganization and Corporate Structure" in this prospectus "Shanghai Henian" Shanghai Henian Investment Management Center (Limited Partnership) (上海鶴年投資管理中心(有限合夥)), a limited partnership established in the PRC on October 27, 2015. For its background information, please refer to "History, Reorganization and Corporate Structure" in this prospectus Shanghai Lianghong Enterprise Management Consulting "Shanghai Lianghong" Center (Limited Partnership) (上海良弘企業管理諮詢中心 (有限合夥)), a limited partnership established in the PRC on June 17, 2019. For its background information, please refer to "History, Reorganization and Corporate Structure" in this prospectus "Shanghai Meijing" Shanghai Meijing Enterprise Management Consulting Center (Limited Partnership) (上海魅璟企業管理諮詢中心(有限合 夥), a limited partnership established in the PRC on August 14, 2019 and our employee stock ownership platform. For its background information, please refer to "History, Reorganization and Corporate Structure" in this prospectus "Shanghai MicroPort Medical" Shanghai MicroPort Medical (Group) Co., Ltd. (上海微創醫 療器械 (集團) 有限公司), a company established in the PRC with limited liability on May 15, 1998 and an indirect wholly owned subsidiary of MicroPort "Shanghai Shenjing" Shanghai Shenjing Vortex Medical Technology Co., Ltd. ( $\pm$ 海神晶漩渦醫療科技有限公司), a company established in the PRC with limited liability on March 19, 2021 and an indirect wholly owned subsidiary of our Company "Shanghai Shenyi" Shanghai Shenyi Medical Technology Co., Ltd. (上海神奕醫 療科技有限公司), a company established in the PRC with limited liability on June 22, 2017 and an indirect non-wholly owned subsidiary of MicroPort "Shanghai Wangdaotong" Shanghai Wangdaotong Biotechnology Co., Ltd. (上海望道 通生物技術有限公司), a company established in the PRC with limited liability on April 22, 2020 and a direct whollyowned subsidiary of Hopeway Corp. Limited "Share(s)" ordinary share(s) in the share capital of our Company of

US\$0.00002 each (as adjusted after the Share Subdivision)

"Shareholder(s)" holder(s) of our Share(s) "Share Subdivision" the subdivision of each share in the Company's issued and unissued share capital with par value of US\$0.0001 each into five shares of the corresponding class with par value of US\$0.00002 each. For its background information, please refer to "History, Reorganization and Corporate Structure" in this prospectus "Shendun Medical" Shendun Medical Technology (Shanghai) Co., Ltd. (神遁醫 療科技(上海)有限公司), a company established in the PRC with limited liability on January 10, 2019 and an indirect wholly owned subsidiary of our Company "Shenhong Medical" Shenhong Medical Technology (Shanghai) Co., Ltd. (神泓醫 療科技(上海)有限公司), a company established in the PRC with limited liability on August 5, 2021 and an indirect wholly owned subsidiary of our Company "Shentu Medical" Shentu Medical Technology (Shanghai) Co., Ltd. (神途醫療 科技(上海)有限公司), a company established in the PRC with limited liability on June 12, 2020 and an indirect nonwholly owned subsidiary of our Company, which is owned as to 60% by MP NeuroTech Shanghai and 40% by Shanghai Meijing "Specified Territory" jurisdiction outside Hong Kong where, taking into account the legal restrictions under the applicable laws or requirements of the relevant regulatory body or stock exchange of such jurisdiction, MicroPort and our Company consider the exclusion of the MicroPort Shareholders with registered addresses in or who are otherwise known by MicroPort to be residents of such jurisdiction from the Preferential Offering to be necessary or expedient "Spin-off" the separate listing of our Shares on the Main Board, which is expected to be effected by way of the Global Offering, including the Preferential Offering "Stabilizing Manager" China International Capital Corporation Hong Kong Securities Limited "Star Wave" Star Wave Ventures Limited, an investment holding company with limited liability incorporated in the BVI. For its background information, please refer to "History, Reorganization and Corporate Structure" in this prospectus

the State Council of the PRC (中華人民共和國國務院)

"State Council"

"Stock Borrowing Agreement" the stock borrowing agreement expected to be entered into

between China International Capital Corporation Hong Kong Securities Limited and MP Scientific on or around July 8,

2022

"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 three years ended December 31, 2021

"Underwriters" the Hong Kong Underwriters and the International

Underwriters

"Underwriting Agreements" the Hong Kong Underwriting Agreement and the

International Underwriting Agreement

"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

"U.S." or "United States" the United States of America, its territories, its possessions

and all areas subject to its jurisdiction

"WE'TRON Capital" WE'TRON CAPITAL LIMITED (中國微創投資管理有限公

司), a company incorporated in Hong Kong with limited liability on October 26, 2005. For its background information, please refer to "History, Reorganization and

Corporate Structure" in this prospectus

"White Form eIPO" the application for Hong Kong Offer Shares to be issued in

the applicant's own name by submitting applications online through the designated website of White Form eIPO at

www.eipo.com.hk

"White Form eIPO Service Provider" Computershare Hong Kong Investor Services Limited

**ACRONYMS** 

"BVI" the British Virgin Islands

"CAGR" compound annual growth rate

"CEO" chief executive officer

"EIT" enterprise income tax

"EIT Law" the PRC Enterprise Income Tax Law (《中華人民共和國企業

所得税法》), as enacted by the NPC on March 16, 2007 and effective on January 1, 2008, as amended, supplemented or

otherwise modified from time to time

"FCPA" The Foreign Corrupt Practices Act of 1977

"FDA" the United States Food and Drug Administration

"HKFRS" Hong Kong Financial Reporting Standards

"MOFCOM" the Ministry of Commerce of the PRC (中華人民共和國商務

部)

"MFDS" the Ministry of Food and Drug Safety in South Korea

"NDRC" the National Development and Reform Commission (中華人

民共和國國家發展和改革委員會)

"NMPA" National Medical Products Administration (國家藥品監督管

理局) and its predecessor, the China Food and Drug

Administration (國家食品藥品監督管理總局)

"NPC" the National People's Congress of the PRC (中華人民共和國

全國人民代表大會)

"PCT" the Patent Cooperation Treaty

"Qualified Institutional Buyer(s)" or

"QIB(s)"

qualified institutional buyer(s) within the meaning of

Rule 144A

"SAFE" the State Administration of Foreign Exchange of the PRC

(中華人民共和國國家外匯管理局)

"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), the successor of 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)

"SFC" the Securities and Futures Commission of Hong Kong

"SFO" the Securities and Futures Ordinance (Chapter 571) of Hong

Kong, as amended, supplemented or otherwise modified

from time to time

"STA" the State Taxation Administration of the PRC (中華人民共和

國國家税務總局)

For the purpose of this prospectus, references to "provinces" of China include provinces, municipalities under direct administration of the central government and provincial-level autonomous regions. References to "we" are to our Company or our Group, as the context may require. "%" refers to per cent.

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