

## DEFINITIONS

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"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
"Articles" or "Articles of Association"	the amended and restated articles of association of our Company, conditionally adopted on [●] with effect from the [REDACTED], and as amended from time to time, a summary of which is set out in Appendix III to this document
"Board" or "Board of Directors"	the board of Directors of our Company
"Business day" or "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
"BVI"	the British Virgin Islands
"Cayman Companies Act" or "Companies Act"	the Companies Act, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands, as amended, 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

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[REDACTED]

“CCASS Investor Participant”	a person admitted to participate in CCASS as an investor participant who may be an individual, joint individuals or a corporation
“CCASS Participant”	A CCASS Clearing Participant, a CCASS Custodian Participant or a CCASS Investor Participant
“CFSAN”	the Center for Food Safety and Applied Nutrition, a branch of the United States Food and Drug Administration
“Co-founder(s)”	Dr. Fan and Mr. Yan
“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” or “our Company” or “the Company”	Giant Biogene Holding Co., Ltd, an exempted company incorporated in the Cayman Islands with limited liability on July 28, 2021

## DEFINITIONS

“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and unless the context requires otherwise, refers to Dr. Fan, Mr. Yan, Juzi Holding, Refulgence Holding, Healing Holding and GBEBT Holding
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	director(s) of our Company
“Dr. Fan”	Dr. Fan Daidi (范代娣), our Co-founder, executive Director and chief scientific officer, and one of our Controlling Shareholders
“EIT Law”	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
“Exchange Participant(s)”	a person: (a) who, in accordance with the Hong Kong Listing Rules, may trade on or through the Hong Kong Stock Exchange; and (b) whose name is entered in a list, register or roll kept by the Hong Kong Stock Exchange as a person who may trade on or through the Hong Kong Stock Exchange
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
“FDA”	the United States Food and Drug Administration
“FRC”	Financial Reporting Council of Hong Kong
“GBEBT Holding”	GBEBT Holding Limited, a company incorporated under the laws of the BVI on October 20, 2021 with limited liability, an employee shareholding platform and one of our Controlling Shareholders
“Giant Beauty Holding”	Giant Beauty Holding Co., Ltd, a company incorporated under the laws of the BVI on July 30, 2021 and a wholly-owned subsidiary of the Company
“Giant Biogene Hong Kong”	Giant Biogene Hong Kong Limited, a company incorporated under the laws of Hong Kong on August 18, 2021 and a wholly-owned subsidiary of the Company

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[REDACTED]

“Group” or “our Group” or “we” or “us”	our Company and its subsidiaries (or our Company and any one or more of its subsidiaries, as the context may require)
“Hainan Giant Biotechnology”	Hainan Giant Biotechnology Co., Ltd (海南巨子生物科技有限公司), a company incorporated under the laws of the PRC on March 25, 2020 and a wholly-owned subsidiary of the Company
“Healing Holding”	Healing Holding Co., Ltd, a company incorporated under the laws of the BVI on July 16, 2021 which is wholly owned by Dr. Fan, and one of our Controlling Shareholders
“HK\$” or “HK dollars”	Hong Kong dollars and cents, respectively, the lawful currency of Hong Kong

[REDACTED]

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

## DEFINITIONS

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“Hong Kong Listing Rules” or “Listing Rules” the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)

[REDACTED]

“Hong Kong Share Registrar” [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

[REDACTED]

“Hong Kong YaXin” Hong Kong YaXin Holding Co., Limited, a company incorporated under the laws of Hong Kong on August 17, 2021 and a wholly-owned subsidiary of the Company

## DEFINITIONS

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"IFRS"	International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the International Accounting Standards Board and the International Accounting Standards and interpretation issued by the International Accounting Standards Committee
"Independent Third Party(ies)"	any entity or person who is not a connected person of our Company within the meaning ascribed thereto under the Listing Rules

[REDACTED]

## DEFINITIONS

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[REDACTED]

“Joint Sponsors”	Goldman Sachs (Asia) L.L.C. and China International Capital Corporation Hong Kong Securities Limited
“Juzi Holding”	Juzi Holding Co., Ltd, a company incorporated under the laws of the BVI on July 27, 2021, and one of our Controlling Shareholders
“Latest Practicable Date”	April 27, 2022, 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]

“Macau”	the Macau Special Administrative Region of the PRC
“Main Board”	the stock market (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Stock Exchange
“Memorandum” or “Memorandum of Associations”	The amended and restated memorandum of association of our Company, conditionally adopted on [●] with effect from the [REDACTED], and as amended from time to time, a summary of which is set out in Appendix III to this document
“MOFCOM”	the Ministry of Commerce of the PRC (中華人民共和國商務部)

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“Mr. Yan”	Mr. Yan Jianya (嚴建亞), our Co-founder, executive Director, chairman of the Board and chief executive officer, and one of our Controlling Shareholders
“Nanjing Human-like Biological Materials”	Nanjing Human-like Biological Materials Co., Ltd (南京類人生物材料有限公司), a company incorporated under the laws of the PRC on May 8, 2015 and a wholly-owned subsidiary of the Company
“NDRC”	the 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)
“NMPA”	the National Medical Products Administration of the PRC (中華人民共和國國家藥品監督管理局)

[REDACTED]

“Ordinary Shares” or “Shares”	ordinary shares in the share capital of the Company with a par value of US\$0.00001 each
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[REDACTED]



## DEFINITIONS

“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC” or “China”	the People’s Republic of China. For the purposes of this document only and except where the context requires otherwise, excludes Hong Kong, Macau and Taiwan
“PRC Legal Advisors”	Jingtian & Gongcheng, the PRC legal advisors of our Company
“Preferred Shares”	collectively, Series A-1 Preferred Shares and Series A-2 Preferred Shares
“Pre-[REDACTED] Investments”	the Pre-[REDACTED] investments in our Company undertaken by the Pre-[REDACTED] Investors, details of which are set out in the section headed “History, Reorganization and Corporate Structure” in this document
“Pre-[REDACTED] Investors”	the investors of the Pre-[REDACTED] Investments, details of which are set out in the section headed “History, Reorganization and Corporate Structure” in this document
	[REDACTED]
“document”	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 supervision of the central government of the PRC
“QIB”	a qualified institutional buyer within the meaning of Rule 144A

## DEFINITIONS

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“Refulgence Holding”	Refulgence Holding Limited, a company incorporated under the laws of the BVI on September 29, 2021, and one of our Controlling Shareholders
“Regulation S”	Regulation S under the U.S. Securities Act
“Reorganization”	the offshore and onshore reorganization as set out in section headed “History, Reorganization and Corporate Structure – Reorganization” in this document
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“RSU Scheme”	the RSU Scheme of our Company as approved on December 8, 2021, a summary of the principal terms of which is set out in “Statutory and General Information – D. RSU Scheme” in Appendix IV to this Document
“Rule 144A”	Rule 144A under the U.S. Securities Act
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAT”	the State Taxation Administration of the PRC (中華人民共和國國家稅務總局)
“SCNPC”	the Standing Committee of the National People’s Congress of the PRC (中華人民共和國全國人民代表大會常務委員會)
“Securities and Futures Ordinance” or “SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Series A-1 Preferred Shares”	the series A-1 preferred shares in the share capital of the Company
“Series A-2 Preferred Shares”	the series A-2 preferred shares in the share capital of the Company
“SFC”	the Securities and Futures Commission of Hong Kong

## DEFINITIONS

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“Shaanxi Giant Biotechnology”	Shaanxi Giant Biotechnology Co., Ltd, (陝西巨子生物技術有限公司), a company incorporated under the laws of the PRC on March 12, 2009 and a wholly-owned subsidiary of the Company
“Shaanxi Giant Teyi”	Shaanxi Giant Teyi Food Co., Ltd, (陝西巨子特醫食品有限公司), a company incorporated under the laws of the PRC on July 17, 2018 and a wholly-owned subsidiary of the Company
“Shareholder(s)”	holder(s) of our Shares
	[REDACTED]
“State Council”	the State Council of the People’s Republic of China (中華人民共和國國務院)
	[REDACTED]
“subsidiary(ies)”	has the meaning ascribed thereto in section 15 of the Companies Ordinance
“Track Record Period”	three financial years ended December 31, 2021
	[REDACTED]
“U.S. Securities Act”	the United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“U.S.” or “United States”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US\$” or “U.S. dollars”	United States dollars, the lawful currency of the United States
“WFOE”	a wholly foreign-owned enterprise

## DEFINITIONS

“Xi’an Chuangkecun”	Xi’an Chuangkecun Electronic Commerce Limited (西安創客村電子商務有限責任公司), a limited liability company incorporated under the laws of the PRC on April 17, 2015, and one of our major customers
“Xi’an Giant Biogene”	Xi’an Giant Biogene Technology Co., Ltd (西安巨子生物基因技術股份有限公司), a company incorporated under the laws of the PRC on May 8, 2000 and a wholly-owned subsidiary of the Company
“Xi’an Giant Medical Device”	Xi’an Giant Medical Device Co., Ltd (西安巨子醫療器械有限公司), a company incorporated under the laws of the PRC on March 11, 2019 and a wholly-owned subsidiary of the Company
“Xi’an Giant Medicine”	Xi’an Giant Medicine Co., Ltd (西安巨子醫藥有限公司), a company incorporated under the laws of the PRC on May 19, 2021 and a wholly-owned subsidiary of the Company
“Xi’an Xingan Biotechnology”	Xi’an Xingan Biotechnology Co., Ltd (西安欣昔生物技術有限公司), a company incorporated under the laws of the PRC on March 20, 2018 and a wholly-owned subsidiary of the Company
“Xi’an Zizai Yungu”	Xi’an Zizai Yungu Industrial Development Co., Ltd (西安自在雲谷實業發展有限公司), a company incorporated under the laws of the PRC on September 12, 2019 and a wholly-owned subsidiary of the Company

*In this document, the terms “associate,” “close associate,” “connected person,” “core connected person,” “connected transaction,” and “substantial shareholder” shall have the meanings given to such terms in the Hong Kong 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 and in the event of any inconsistency, the Chinese versions shall prevail.*