

IMPORTANT

IMPORTANT: If you are in any doubt about any of the contents of this Document, you should seek independent professional advice.



Cutia Therapeutics 科笛集团

(Incorporated in the Cayman Islands with limited liability)

Number of [REDACTED] under the [REDACTED] Shares (subject to the [REDACTED]) : [REDACTED] Shares (subject to the [REDACTED])
Number of [REDACTED] Shares (subject to reallocation) : [REDACTED] Shares (subject to reallocation)
Number of [REDACTED] Shares (subject to reallocation and the [REDACTED]) : [REDACTED] Shares (subject to reallocation and the [REDACTED])
Maximum [REDACTED] : HK\$[REDACTED] per [REDACTED], plus brokerage of 1%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.00565% and AFRC transaction levy of 0.00015% (payable in full on [REDACTED] in Hong Kong dollars and subject to refund)
Nominal value : US\$[REDACTED] per Share
[REDACTED] : [REDACTED]

Sole Sponsor [REDACTED]



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A copy of this Document, having attached thereto the documents specified in the section headed “Appendix V – Documents Delivered to the Registrar of Companies and on Display”, has been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission and the Registrar of Companies in Hong Kong take no responsibility for the contents of this Document or any other document referred to above.

The final [REDACTED] is expected to be fixed by agreement between the [REDACTED] and the [REDACTED] (on behalf of the [REDACTED]) and the Company on the [REDACTED], which is expected to be on or around [REDACTED] and in any event, not later than [REDACTED]. The [REDACTED] will be not more than HK\$[REDACTED] per [REDACTED] and is currently expected to be not less than HK\$[REDACTED]. If, for any reason, the final [REDACTED] is not agreed by [REDACTED] between the [REDACTED] and the [REDACTED] (on behalf of the [REDACTED]) and the Company, the [REDACTED] will not proceed and will lapse.

The [REDACTED] have not been and will not be registered under the U.S. Securities Act or any state securities laws of the United States and may not be [REDACTED], sold, pledged, or transferred within the United States, except that [REDACTED] may be [REDACTED], sold or delivered to QIBs in reliance on an exemption from registration under the U.S. Securities Act provided by, and in accordance with the restrictions of, Rule 144A or another exemption from the registration requirements of the U.S. Securities Act. The [REDACTED] may be [REDACTED], sold or delivered outside of the United States in offshore transactions in accordance with Regulation S.

Applicants for [REDACTED] are required to pay, on application, the [REDACTED] of HK\$[REDACTED] for each [REDACTED] together with a brokerage fee of 1%, a SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.00565% and AFRC transaction levy of 0.00015%.

Prior to making an [REDACTED] decision, prospective [REDACTED] should consider carefully all of the information set out in this Document, including the risk factors set out in the section headed “Risk Factors”.

The [REDACTED] and the [REDACTED] (for themselves and on behalf of the [REDACTED]), with our consent, may reduce the number of [REDACTED] being [REDACTED] under the [REDACTED] and/or the [REDACTED] stated in this Document at any time on or prior to the morning of the last day for lodging applications under the [REDACTED]. In such a case, an announcement will be published on the websites of the Stock Exchange at www.hkexnews.hk and our Company at www.cutiatx.com not later than the morning of the day which is the last day for lodging applications under the [REDACTED]. Details of the arrangement will then be announced by us as soon as practicable. For further information, see “Structure of the [REDACTED]” and “How to Apply for the [REDACTED]”.

The obligations of the [REDACTED] under the [REDACTED] are subject to termination by the [REDACTED] and the [REDACTED] (for themselves and on behalf of the [REDACTED]) if certain grounds arise prior to 8:00 a.m. on the [REDACTED]. See “[REDACTED]”.

[REDACTED]

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[REDACTED]

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[REDACTED]