

IMPORTANT

IMPORTANT: If you have doubt about any of the contents in this document, you should obtain independent professional advice.



**KELUN-BIOTECH**  
**科伦博泰**

**Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd.**  
**四川科倫博泰生物醫藥股份有限公司**

(A joint stock company incorporated in the People's Republic of China with limited liability)

[REDACTED]

Number of [REDACTED] under : [REDACTED] H Shares (subject to the  
the [REDACTED] [REDACTED])  
Number of Hong Kong [REDACTED] : [REDACTED] H Shares (subject to  
reallocation)  
Number of [REDACTED] : [REDACTED] H Shares (subject to  
reallocation and the [REDACTED])  
Maximum [REDACTED] : HK\$[REDACTED] per H Share, plus  
brokerage of 1.0%, SFC transaction  
levy of 0.0027%, AFRC transaction  
levy of 0.00015% and the Stock  
Exchange trading fee of 0.00565%  
(payable in full on application in Hong  
Kong Dollars, subject to refund)  
Nominal Value : RMB1.00 per [REDACTED]  
[REDACTED] : [●]

Joint Sponsors, [REDACTED]

**Goldman  
Sachs**

 **CITIC SECURITIES**

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A copy of this document, having attached thereto the documents specified in Appendix VIII “Documents Delivered to the Registrar of Companies and Available on Display” to this document, 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 [REDACTED] is expected to be fixed by agreement between the [REDACTED] and the [REDACTED] (on behalf of the [REDACTED]) and us on the [REDACTED]. The [REDACTED] is expected to be on or about [REDACTED], 2023 and, in any event, not later than [REDACTED], 2023. The [REDACTED] will be not more than HK\$[REDACTED] and is currently expected to be not less than HK\$[REDACTED]. Applicants for [REDACTED] are required to pay, on application, the maximum [REDACTED] of HK\$[REDACTED] for each Hong Kong [REDACTED] together with brokerage of 1.0%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.00565% and AFRC transaction levy of 0.00015%, subject to refund if the [REDACTED] should be lower than HK\$[REDACTED]. If, for any reason, the [REDACTED] and the [REDACTED] (on behalf of the [REDACTED]) and us are unable to reach an agreement on the [REDACTED], the [REDACTED] will not proceed and will lapse.

We are incorporated, and a majority of our business is located, in the PRC. Potential [REDACTED] should be aware of the differences in the legal, economic and financial systems between the PRC and Hong Kong and that there are different risk factors relating to [REDACTED] in PRC-incorporated businesses. Potential [REDACTED] should also be aware that the regulatory framework in the PRC is different from the regulatory framework in Hong Kong and should take into consideration the different market nature of the H Shares. Such differences and risk factors are set out in “Risk Factors”, “Appendix IV – Summary of Principal Laws and Regulation” and “Appendix V – Summary of Articles of Association”.

The obligations of the [REDACTED] under the [REDACTED] to [REDACTED] for, and to procure applicants for the [REDACTED] for, 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 day that trading in the Shares commences on the Hong Kong Stock Exchange. Such grounds are set out in the section headed “[REDACTED]” in this document.

The [REDACTED] have not been and will not be registered under the U.S. Securities Act or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. The [REDACTED] are being [REDACTED] and sold (1) solely to QIBs as defined in Rule 144A pursuant to an exemption from registration under the U.S. Securities Act, and (2) outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act.

[REDACTED]

[REDACTED]

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[REDACTED]

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[REDACTED]