

## IMPORTANT

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



友芝友生物製藥

# WUHAN ZYBIO PHARMA CO., LTD. 武漢友芝友生物製藥股份有限公司

(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])  
Number of [REDACTED] : [REDACTED] H Shares (subject to reallocation)  
Number of [REDACTED] : [REDACTED] H Shares (subject to [REDACTED] 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 Stock Exchange trading fee of 0.00565% (payable in full on application in Hong Kong dollars and subject to refund)  
Nominal value : RMB1.00 per H Share  
[REDACTED] : [●]

Sole Sponsor



[REDACTED]

[REDACTED]

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A copy of this document, having attached thereto the documents specified in “Appendix VII – Documents Delivered to the Registrar of Companies in Hong Kong and Available 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 as to the contents of this document or any other documents referred to above.

The [REDACTED] is expected to be on or around [REDACTED] and, in any event, not later than [REDACTED]. If, for any reason, the [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] will not be more than [REDACTED] per [REDACTED] and is currently expected to be not less than [REDACTED] per [REDACTED] although the [REDACTED] and the [REDACTED] (on behalf of the [REDACTED]) and the Company may agree to a lower [REDACTED]. Applicants for [REDACTED] are required to pay on application, the maximum [REDACTED] of [REDACTED] for each [REDACTED] together with a brokerage fee of 1.0%, a SFC transaction levy of 0.0027%, a Stock Exchange trading fee of 0.00565% and an AFRC transaction levy of 0.00015%, subject to refund if the [REDACTED] as finally determined is less than HK\$[REDACTED].

The [REDACTED] and the [REDACTED] (on behalf of the [REDACTED]) may, where considered appropriate and with our consent, reduce the number of [REDACTED] being offered under the [REDACTED] and/or the indicative [REDACTED] range below that stated in this document at any time prior to the morning of the last day for [REDACTED] under [REDACTED]. In such a case, notices of the reduction in the number of [REDACTED] being [REDACTED] under [REDACTED] and/or the indicative [REDACTED] range will be published on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and on the website of the Company at [www.zybio.com](http://www.zybio.com). Please refer to the sections headed “Structure of the [REDACTED]” and “How to Apply for [REDACTED]” for further details.

We are incorporated, and most of our businesses are operated, in the PRC. Potential investors should be aware of the differences in legal, economic and financial systems between the PRC and Hong Kong and that there are different risk factors relating to investments in PRC-incorporated businesses. Potential investors 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 Legal and Regulatory Provisions” and “Appendix V – Summary of Articles of Association.” Potential investors should consider carefully all the information set out in this document and, in particular, the matters discussed in the abovementioned sections.

Prior to making an investment decision, prospective investors should consider carefully all the information set out in this document, including the risk factors set out in “Risk Factors.” Prospective investors of the [REDACTED] should note that the obligations of the [REDACTED] under the [REDACTED] to [REDACTED], and to procure [REDACTED] for, the [REDACTED], are subject to termination by [REDACTED] (on behalf of the [REDACTED]) if certain grounds arise prior to 8:00 a.m. on the [REDACTED]. Please refer to the paragraphs headed “[REDACTED]” in this document for such grounds. It is important that you refer to that section for further details.

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 [REDACTED] pledged or transferred within the United States or to, or for the account or benefit of [REDACTED] (as defined in [REDACTED]), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. The [REDACTED] are being [REDACTED] and [REDACTED] only outside the United States in offshore transactions in reliance on [REDACTED] under the U.S. Securities Act.

[REDACTED]

[REDACTED]

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**[REDACTED]**

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[REDACTED]