
DEFINITIONS

In this prospectus, unless the context otherwise requires, the following terms shall have the meanings set out below.

“Acepodia”	Acepodia Biotechnologies, Ltd. (育世博生物科技股份有限公司), a limited liability company established under the laws of Taiwan on June 19, 2017, which is an Independent Third Party
“Additional Series A Preferred Share Purchase Agreement”	the share purchase agreement entered into between our Company and certain of its subsidiaries, among others, ARCH Venture Fund IX Overage, L.P. and ARCH Venture Fund IX, L.P. dated May 16, 2018
“Aeon Beijing”	Aeon Therapeutics (Beijing) Limited* (頤昂生物科技(北京)有限公司), a limited liability company established under the laws of the PRC on March 8, 2017, and one of the Company’s subsidiaries
“Aeon Wuhan”	Wuhan Guanggu Aeon Therapeutics Limited* (武漢光谷頤昂生物科技有限公司), a limited liability company established under the laws of the PRC on August 28, 2018, and one of the Company’s subsidiaries
“affiliate(s)”	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 seventh amended and restated articles of association of the Company adopted on October 14, 2020 with effect from the Listing Date, a summary of which is set out in the section headed “Appendix IV — Summary of the Constitution of the Company and Cayman Companies Law” to this prospectus
“ASEAN”	the Association of Southeast Asian Nations, whose member states for the purpose of this prospectus only means Brunei Darussalam, Cambodia, Indonesia, Lao PDR, Malaysia, Myanmar, Philippines, Singapore, Thailand and Vietnam

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“Asset Purchase Agreement”	the asset purchase agreement entered into between our Company, JWS Therapeutics and Syracuse Cayman dated June 30, 2020
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Audit Committee”	a committee of the Board established by the Board for the purpose of overseeing the accounting and financial reporting processes of our Company and audits of the financial information of our Company
“BCMA License Agreement”	the license agreement entered into between our Company and Juno dated April 11, 2019
“Board” or “Board of Directors” or “our Board”	the board of Directors of the Company
“Bristol Myers Squibb”	Bristol Myers Squibb Company, a company incorporated in Delaware, the United States on August 11, 1933 and whose shares are listed on the New York Stock Exchange (NYSE: BMY), and parent company of Celgene and Juno
“Business Day”	any day (other than a Saturday, Sunday or public holiday) on which banks in Hong Kong are generally open for business
“CAGR”	compound annual growth rate
“Cayman Companies Law” or “Companies Law”	the Companies Law, Cap. 22 (Law 3 of 1961) of the Cayman Islands, as amended or supplemented from time to time
“Cayman Registrar”	the Registrar of Companies of the Cayman Islands
“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 participant or a general clearing participant
“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant

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“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 (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 Centre 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
“Celgene”	Celgene Corporation, a company incorporated in Delaware, the United States on April 17, 1986, a wholly-owned subsidiary of Bristol Myers Squibb and parent company of Juno
“CEO”	the chief executive officer of our Group
“China” or “the PRC”	the People’s Republic of China and for the purposes of this prospectus only, except where the context requires otherwise, references to China or the PRC exclude Hong Kong, Macau and Taiwan

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“Circular 7”	Announcement on Several Issues Concerning Enterprise Income Tax for Indirect Transfer of Assets by Non-Resident Enterprises (國家稅務總局關於非居民企業間接轉讓財產企業所得稅若干問題的公告), issued by SAT on February 3, 2015
“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”, “our Company”, or “the Company”	JW (Cayman) Therapeutics Co. Ltd, an exempted company with limited liability incorporated under the laws of the Cayman Islands on September 6, 2017
“Compliance Advisor”	Guotai Junan Capital Limited
“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
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Core Product Candidate”	relma-cel, the designated “core product” as defined under Chapter 18A of the Listing Rules
“Consolidated Affiliated Entities”	the entities we control through the Contractual Arrangements, namely Shanghai Ju Ming and its subsidiaries Shanghai Ming Ju and Suzhou Ming Ju
“Contractual Arrangements”	a series of contractual arrangements entered into among Shanghai Ju Ming, JW Shanghai and the Registered Shareholders for control over the Consolidated Affiliated Entities, details of which are described in the section headed “Contractual Arrangements” in this prospectus

DEFINITIONS

“COVID-19”	an infectious disease caused by the most recently discovered coronavirus (severe acute respiratory syndrome coronavirus 2), first reported in December 2019
“Director(s)”	the director(s) of the Company
“Dr. Li”	Dr. Yiping James Li, our executive Director, chairman of the Board and CEO
“Dr. Li 2020 GRAT”	an irrevocable grantor retained annuity trust set up by Dr. Li on October 13, 2020 under the laws of the State of California, the United States for the benefit of himself and his family members, of which Dr. Li serves as the trustee
“EIT”	enterprise income tax
“EIT Law”	the PRC Enterprise Income Tax Law, promulgated on March 16, 2007 and latest amended on December 29, 2018
“Eureka”	Eureka Therapeutics, Inc., a privately held company incorporated under the laws of California, the United States on February 14, 2006, and re-incorporated under the laws of Delaware, the United States on March 5, 2018, being a minority shareholder of our Substantial Shareholder, Syracuse Cayman
“Eureka Beijing”	Eureka (Beijing) Biotechnology Co., Ltd* (優瑞科(北京)生物技術有限公司), a limited liability company established under the laws of the PRC on April 2, 2007, and one of the Company’s subsidiaries
“Eureka License Agreement”	the license agreement entered into between Eureka, Eureka Therapeutics (Cayman), Inc. and Syracuse Cayman dated June 30, 2020
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., a global market research and consulting company, which is an independent industry consultant

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“Frost & Sullivan Report”	an independent market research report commissioned by us and prepared by Frost & Sullivan for the purpose of this document
“Global Offering”	the Hong Kong Public Offering and the International Offering
“ 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 Group”, “the Group”, “we”, “us”, or “our”	the Company, its subsidiaries and the Consolidated Affiliated Entities from time to time
“HKSCC”	Hong Kong Securities Clearing Company 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
“Hong Kong dollars” or “HK dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong Offer Shares”	the 9,770,000 Shares (subject to adjustment as described in the section headed “Structure of the Global Offering” in this prospectus) being offered by our Company for subscription at the Offer Price pursuant to the Hong Kong Public Offering
“Hong Kong Public Offering”	the offer of the Hong Kong Offer Shares for subscription by the public in Hong Kong, on the terms and subject to the conditions described in this prospectus, as further described in the section headed “Structure of the Global Offering — The Hong Kong Public Offering” in this prospectus
“Hong Kong 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

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“Hong Kong Share Registrar”	Computershare Hong Kong Investor Services Limited
“Hong Kong Stock Exchange” or “Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Hong Kong Underwriters”	the underwriters of the Hong Kong Public Offering listed in the section headed “Underwriting — Hong Kong Underwriters” in this prospectus
“Hong Kong Underwriting Agreement”	the Hong Kong underwriting agreement dated October 21, 2020 relating to the Hong Kong Public Offering entered into by our Company, the Joint Global Coordinators and the Hong Kong Underwriters, as further described in the section headed “Structure of the Global Offering — The Hong Kong Public Offering” in this prospectus
“IFRS”	International Accounting Standards, International Financial Reporting Standards, amendments and the related interpretations issued by the International Accounting Standards Board
“Independent Third Party(ies)”	any entity or person who is not a connected person of the Company within the meaning ascribed thereto under the Listing Rules
“International Offer Shares”	the 87,922,000 Shares being initially offered in the International Offering together with, where relevant, any additional Shares which may be issued by us 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

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“International Offering”	the conditional placing of the International Offering Shares at the Offer Price outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and in the United States to QIBs only in reliance on Rule 144A or any other available exemption from the registration requirement under the U.S. Securities Act, in each case on and subject to the terms and conditions of the International Underwriting Agreement, as further described in the section headed “Structure of the Global Offering” in this prospectus
“International Underwriters”	the underwriters of the International Offering
“International Underwriting Agreement”	the international underwriting agreement relating to the International Offering to be entered into among our Company and the International Underwriters on or about the Price Determination Date, as further described in the section headed “Underwriting” in this prospectus
“Joint Bookrunners”	Goldman Sachs (Asia) L.L.C., UBS AG Hong Kong Branch, China International Capital Corporation Hong Kong Securities Limited, CLSA Limited, ICBC International Capital Limited, SPDB International Capital Limited, Mirae Asset Securities (HK) Limited and BOCI Asia Limited
“Joint Global Coordinators”	Goldman Sachs (Asia) L.L.C., UBS AG Hong Kong Branch, China International Capital Corporation Hong Kong Securities Limited and CLSA Limited
“Joint Lead Managers”	Goldman Sachs (Asia) L.L.C., UBS AG Hong Kong Branch, China International Capital Corporation Hong Kong Securities Limited, CLSA Limited, ICBC International Securities Limited, SPDB International Capital Limited, Mirae Asset Securities (HK) Limited and BOCI Asia Limited
“Joint Sponsors”	Goldman Sachs (Asia) L.L.C. and UBS Securities Hong Kong Limited

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“Juno”	Juno Therapeutics, Inc., a company incorporated in Delaware, the United States on August 5, 2013 under its former name, FC Therapeutics, Inc., a wholly-owned subsidiary of Celgene which is in turn wholly-owned by Bristol Myers Squibb, and is one of our Substantial Shareholders
“Juno Settlement Shares”	the 4,665,530 Shares (as adjusted after Share Subdivision) to be issued to Juno at nil consideration upon exercise of warrant by Juno pursuant to the BCMA License Agreement as part of the upfront payment
“JW Hong Kong”	JW (Hong Kong) Therapeutics Limited, a limited company established under the laws of Hong Kong on October 3, 2017, and one of the Company’s subsidiaries
“JW R&D Shanghai”	JW Therapeutics R&D (Shanghai) Co., Ltd (上海藥明巨諾生物醫藥研發有限公司), a limited liability company established under the laws of the PRC on December 5, 2018, and one of the Company’s subsidiaries
“JW Shanghai”	JW Therapeutics (Shanghai) Co., Ltd. (上海藥明巨諾生物科技有限公司), a limited liability company established under the laws of the PRC on February 18, 2016, and one of the Company’s subsidiaries
“JW Suzhou”	JW Therapeutics (Suzhou) Co., Ltd. (蘇州藥明巨諾生物科技有限公司), a limited liability company established under the laws of the PRC on September 12, 2018, and one of the Company’s subsidiaries
“JWS Therapeutics”	JWS Therapeutics Investment Co., Ltd. an exempted company incorporated in the Cayman Islands with limited liability on June 19, 2020, and one of the Company’s subsidiaries
“KOL(s)”	key opinion leader(s)
“Latest Practicable Date”	October 16, 2020, being the latest practicable date or ascertaining certain information in this prospectus before its publication

DEFINITIONS

“Listing”	the listing of the Shares on the Main Board of the Hong Kong Stock Exchange
“Listing Committee”	the listing committee of the Stock Exchange
“Listing Date”	the date expected to be on or about Tuesday, November 3, 2020 on which the Shares are listed and from which dealings therein are permitted to take place on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, 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 operates in parallel with the Growth Enterprise Market of the Stock Exchange
“Macau”	the Macau Special Administrative Region of the PRC
“Memorandum” or “Memorandum of Association”	the seventh amended and restated memorandum of association of the Company adopted on October 14, 2020 with effect from the Listing Date, a summary of which is set out in the section headed “Appendix IV — Summary of the Constitution of the Company and Cayman Companies Law” to this prospectus
“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“MOHRSS”	Ministry of Human Resources and Social Security of the PRC (中華人民共和國人力資源和社會保障部)
“NDRC”	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)
“NHC”	National Health Commission of the PRC (中華人民共和國國家衛生健康委員會)

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“NMPA”	National Medical Products Administration (國家藥品監督管理局) and its predecessor, China Food and Drug Administration (國家食品藥品監督管理總局)
“NPC”	National People’s Congress of the PRC (全國人民代表大會)
“Offer Price”	the final price per Offer Share (exclusive of brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) at which Hong Kong Offer Shares are to be subscribed, to be determined in the manner further described in “Structure of the Global Offering — Pricing and Allocation” in this prospectus
“Offer Share(s)”	the Hong Kong Offer Shares and the International Offer Shares together with, where relevant, any Shares to be issued pursuant to the exercise of the Over-allotment Option
“Over-allotment Option”	the option expected to be granted by our Company to the Joint Global Coordinators (on behalf of the International Underwriters) under the International Underwriting Agreement pursuant to which our Company may be required by the Joint Global Coordinators to allot and issue up to 14,653,500 additional Shares, representing approximately 15% of the Offer Shares initially available under the Global Offering, at the Offer Price to cover over-allocations in the International Offering, details of which are described in the section headed “Structure of the Global Offering” in this prospectus
“Over-allotment Shares”	up to 14,653,500 Shares which our Company may be required to issue at the Offer Price pursuant to the Over-allotment Option
“Post-IPO Restricted Share Unit Scheme”	the Post-IPO Restricted Share Unit Scheme adopted by the Company on October 14, 2020, the principal terms of which are set out in the section headed “Appendix V — Statutory and General Information — D. Share Incentivization Schemes — 2. Restricted Share Unit Schemes” to this prospectus

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“Post-IPO Incentivization Scheme”	the Post-IPO Share Incentivization Scheme adopted by the Company on October 14, 2020, the principal terms of which are set out in the section headed “Appendix V — Statutory and General Information — D. Share Incentivization Schemes — 3. Post-IPO Incentivization Scheme” to this prospectus
“PRC Government” or “State”	the central government of the PRC, including all political subdivisions (including provincial, municipal and other regional or local government entities) and its organs or, as the context requires, any of them
“PRC Legal Advisor”	Tian Yuan Law Firm
“Pre-IPO Incentivization Scheme”	the Pre-IPO Incentivization Scheme adopted by the Company on September 4, 2019, the principal terms of which are set out in the section headed “Appendix V — Statutory and General Information — D. Share Incentivization Schemes — 1. Pre-IPO Incentivization Schemes” to this prospectus
“Pre-IPO Investment(s)”	the pre-IPO investment(s) in the Company undertaken by the Pre-IPO Investors, details of which are set out in the section headed “History, Development and Corporate Structure” in this prospectus
“Pre-IPO Investors”	the Series A1 Investors, Series A2 Investors, Series X Investors and Series B Investors and Syracuse Cayman
“Preferred Share(s)”	the Series A1 Preferred Shares, Series A2 Preferred Shares, Series X Preferred Shares and Series B Preferred Shares
“Price Determination Date”	the date, expected to be on or about Wednesday, October 28, 2020, on which the Offer Price will be determined and, in any event, not later than Monday, November 2, 2020
“QIBs”	qualified institutional buyers within the meaning of Rule 144A

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“Registered Shareholders”	the registered shareholders of Shanghai Ju Ming, being Ms. Jing Lv (呂晶), an employee of our Group and Ms. Xing Gao (高星), our non-executive Director, as at the Latest Practicable Date
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration Committee”	a committee of the Board established by the Board to discharge the Board’s responsibilities relating to the remuneration of Directors and executive officers of our Company
“Restricted Share Unit Scheme”	the Restricted Share Unit Scheme adopted by the Company on September 4, 2019, the principal terms of which are set out in the section headed “Appendix V — Statutory and General Information — D. Share Incentivization Schemes — 2. Restricted Share Unit Schemes” to this prospectus
“Restricted Share Unit Schemes”	the Restricted Share Unit Scheme and the Post-IPO Restricted Share Unit Scheme
“RMB” or “Renminbi”	Renminbi, the lawful currency of China
“RSU(s)”	the restricted share unit(s) granted pursuant to the Restricted Share Unit Scheme
“Rule 144A”	Rule 144A under the U.S. Securities Act
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國外匯管理局)
“SAT”	State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“Series A Preferred Share Purchase Agreement”	the share purchase agreement entered into between our Company and certain of its subsidiaries, among others, the then Series A1 Investors and the then Series A2 Investors dated February 13, 2018
“Series A Investors”	the Series A1 Investors and the Series A2 Investors
“Series A1 Investors”	the holders of Series A1 Preferred Shares
“Series A1 Preferred Shares”	the series A1 preferred shares of the Company

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“Series A2 Investors”	the holders of Series A2 Preferred Shares
“Series A2 Preferred Shares”	the series A2 preferred shares of the Company
“Series B Investors”	the holders of Series B Preferred Shares
“Series B Preferred Shares”	the series B preferred shares of the Company
“Series B Preferred Share Purchase Agreement”	the share purchase agreement entered into between our Company and certain of its subsidiaries and among others, the then Series B Investors dated May 13, 2020
“Series X Investor”	the holder of Series X Preferred Shares
“Series X Preferred Shares”	the series X preferred shares of the Company
“Series X Preferred Share Purchase Agreement”	the share purchase agreement entered into between our Company and certain of its subsidiaries and among others, Juno dated November 20, 2019
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented from time to time
“Shanghai Ming Ju”	Shanghai Ming Ju Biotechnology Co., Ltd.* (上海明聚生物科技有限公司), a limited liability company established under the laws of the PRC on August 30, 2017 and our Consolidated Affiliated Entity
“Shanghai Ju Ming”	Shanghai Ju Ming Medical Technology Co., Ltd.* (上海炬明醫療技術有限公司), a limited liability company established under the laws of the PRC on July 10, 2017 and our Consolidated Affiliated Entity
“Share(s)”	ordinary share(s) in the capital of the Company with nominal value of US\$0.00001 each
“Share Incentivization Schemes”	our Pre-IPO Incentivization Scheme, Restricted Share Unit Schemes and Post-IPO Incentivization Scheme

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“Shareholder(s)”	holder(s) of Shares
“Shareholders’ Agreement”	the fourth amended and restated shareholders agreement entered into between the Company and the Pre-IPO Investors dated June 30, 2020
“Share Subdivision”	the further subdivision of issued and unissued authorized shares of our Company with par value of US\$0.0001 each into 10 shares of the corresponding class with par value of US\$0.00001 each
“Sophisticated Investor(s)”	has the meaning ascribed to it under Guidance Letter HKEX-GL92-18 issued by the Stock Exchange and refers to Temasek Holdings (Private) Limited, Mirae Asset Securities (HK) Ltd., Mirae Asset - Naver Asia Growth Investment Pte. Ltd., Mirae Asset - Celltrion New Growth Fund, Mirae Asset Capital Co., Ltd and Sequoia Capital China Venture Fund VI, L.P.
“Stabilizing Manager”	Goldman Sachs (Asia) L.L.C.
“State Council”	the PRC State Council (中華人民共和國國務院)
“Stock Borrowing Agreement”	the stock borrowing agreement expected to be entered into on or around the Price Determination Date between WXAT HK and the Stabilizing Manager pursuant to which the Stabilizing Manager, its affiliates or any person acting for it may borrow up to 14,653,500 Shares to cover any over-allocation in the International Offering
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under section 15 of the Companies Ordinance
“Substantial Shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Suzhou Ming Ju”	Suzhou Ming Ju Biotechnology Co., Ltd.* (蘇州明聚生物科技有限公司), a limited liability company established under the laws of the PRC on August 30, 2018 and our Consolidated Affiliated Entity

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“Syracuse Acquisition”	the acquisition and assumption of Syracuse Cayman’s assets and liabilities under the Asset Purchase Agreement
“Syracuse Cayman”	Syracuse Biopharma (Cayman) Ltd., a limited liability company established under the laws of Cayman Islands on December 7, 2017 under its former name, Warrior Biopharma (Cayman) Ltd., and one of our Substantial Shareholders
“Syracuse Holdback Shares”	the maximum number of 5,132,467 Shares (as adjusted after Share Subdivision) to be issued to Syracuse Cayman pursuant to the Asset Purchase Agreement to settle US\$10.5 million for any future adjustments with deduction, including net working capital adjustment and taxes to be paid under the Asset Purchase Agreement
“Syracuse Hong Kong”	Syracuse Biopharma (Hong Kong) Limited, a limited liability company established in Hong Kong on June 7, 2018, and one of the Company’s subsidiaries
“Syracuse Jiangsu”	Syracuse Biopharma (Jiangsu) Co., Ltd.* (賽諾思遠生物科技(江蘇)有限公司), a limited liability company established under the laws of the PRC on September 18, 2018, and one of the Company’s subsidiaries
“Takeovers Code”	The Code on Takeovers and Mergers issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the two financial years of the Company ended December 31, 2018 and 2019, and the six months ended June 30, 2020
“Underwriters”	the Hong Kong Underwriters and the International Underwriters
“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Underwriting Agreement
“United States”, “U.S.” or “US”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction

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“US dollars”, “U.S. dollars” or “US\$”	United States dollars, the lawful currency of the United States of America
“U.S. FDA” or “FDA”	the U.S. Food & Drug Administration of the U.S. Department of Health and Human Services
“U.S. Securities Act”	United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“Wei Zexi Incident”	an incident leading up to the regulatory changes in China’s cellular immunotherapy industry in May 2016 involving the death of a late-stage synovial sarcoma patient who received treatment using certain cellular immunotherapy products related to germline gene therapy which is unrelated to our Company and not the nature of the Company’s business
“ 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 Service Provider at www.eipo.com.hk
“ White Form eIPO Service Provider”	Computershare Hong Kong Investor Services Limited
“WuXi AppTec” or “WXAT”	WuXi AppTec Co., Ltd. (無錫藥明康德新藥開發股份有限公司), a joint stock company with limited liability incorporated under the laws of PRC in December, 2000 and whose H shares are listed on the Stock Exchange (SEHK: 2359) and A shares are listed on the Shanghai Stock Exchange (SSE: 603259)
“WuXi AppTec Group”	WuXi AppTec and its affiliates
“WXAT HK”	WuXi AppTec (Hong Kong) Holding Limited, a limited liability company incorporated under the laws of Hong Kong on January 6, 2015, and an indirectly wholly-owned subsidiary of WXAT, and is one of our Substantial Shareholders

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“WXAT Shanghai” WuXi AppTec (Shanghai) Co., Ltd. (上海藥明康德新藥開發有限公司), a company incorporated under the laws of PRC on April 2, 2002, and a directly wholly-owned subsidiary of WXAT, and directly owns WXAT HK

“%” per cent

Unless otherwise expressly stated or the context otherwise requires, all data in this prospectus is as of the date of this document.

The English names of the PRC entities, PRC laws or regulations, and the PRC governmental authorities referred to in this prospectus are translations from their Chinese names and are for identification purposes. If there is any inconsistency, the Chinese names shall prevail.

Certain amounts and percentage figures included in this prospectus have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them.