

IMPORTANT

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

JDH 京东健康

JD Health International Inc. 京东健康股份有限公司

(A company incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 381,900,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 19,095,000 Shares (subject to reallocation)
Number of International Offer Shares	: 362,805,000 Shares (subject to reallocation and the Over-allotment Option)
Maximum Offer Price	: HK\$70.58 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars, subject to refund)
Nominal value	: US\$0.0000005 per Share
Stock code	: 6618

Joint Sponsors, Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers

BofA SECURITIES

**海通國際
HAITONG**

UBS

Financial Advisor, Joint Global Coordinator, Joint Bookrunner and Joint Lead Manager

China Renaissance 华兴资本

Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers

Goldman Sachs

CITIC SECURITIES

Jefferies

ICBC 工銀國際

BOC INTERNATIONAL

Joint Bookrunners and Joint Lead Managers

**建銀國際
CCB International**

**交銀國際
BOCOM International**

**農銀國際
ABC International**

**招銀國際
CMB International**

**國泰君安國際
GUOTAI JUNAN INTERNATIONAL**

DBS

MIZUHO

富途證券

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A copy of this document, having attached thereto the documents specified in "Documents delivered to the Registrar of Companies and available for inspection" in Appendix V 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 Offer Price is expected to be fixed by agreement between the Joint Representatives (for themselves and on behalf of the Underwriters) and us on the Price Determination Date. The Price Determination Date is expected to be on or around Tuesday, December 1, 2020 and, in any event, not later than Monday, December 7, 2020. The Offer Price will be no more than HK\$70.58 per Offer Share and is currently expected to be no less than HK\$62.80 per Offer Share unless otherwise announced. If, for any reason, the Offer Price is not agreed by Monday, December 7, 2020 between the Joint Representatives (for themselves and on behalf of the Underwriters) and us, the Global Offering will not proceed and will lapse.

The Joint Representatives may, with our consent, reduce the number of Offer Shares being offered under the Global Offering and/or the indicative Offer Price range below that stated in this document at any time on or prior to the morning of the last day for lodging applications under the Hong Kong Public Offering. In such a case, an announcement will be published in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese) and on the websites of the Stock Exchange at www.hkexnews.hk and our Company at <https://ir.jdhealth.com> not later than the morning of the last day for lodging applications under the Hong Kong Public Offering. See "Structure of the Global Offering" and "How to apply for Hong Kong Offer Shares" for more details.

The obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement are subject to termination by the Joint Representatives (for themselves and on behalf of the Hong Kong Underwriters) if certain grounds arise prior to 8:00 a.m. on the Listing Date. See "Underwriting—Underwriting arrangements and expenses—Hong Kong Public Offering—Grounds for termination" for more details.

Prior to making an investment decision, prospective investors 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 Offer Shares 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 offered or sold within or to the United States, or for the account or benefit of U.S. persons (as defined in Regulation S) except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. The Offer Shares are being offered and sold (i) solely to QIBs pursuant to an exemption from registration under Rule 144A of the U.S. Securities Act and (ii) outside the United States in offshore transactions in accordance with Regulation S.

ATTENTION

We have adopted a fully electronic application process for the Hong Kong Public Offering. We will not provide printed copies of this document or printed copies of any application forms to the public in relation to the Hong Kong Public Offering.

This document is available at the website of the Hong Kong Stock Exchange at www.hkexnews.hk and our website at <https://ir.jdhealth.com>. If you require a printed copy of this document, you may download and print from the website addresses above.

IMPORTANT

IMPORTANT NOTICE TO INVESTORS: FULLY ELECTRONIC APPLICATION PROCESS

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This document is available at the website of the Hong Kong Stock Exchange at www.hkexnews.hk under the “*HKEXnews > New Listings > New Listing Information*” section, and our website at <https://ir.jdhealth.com>. If you require a printed copy of this document, you may download and print from the website addresses above.

To apply for the Hong Kong Offer Shares, you may:

- (1) apply online through the **White Form eIPO** service at www.eipo.com.hk;
- (2) apply through the **CCASS EIPO** service to electronically cause 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 Center by completing an input request.

If you have any question about the application for the Hong Kong Offer Shares, you may call the enquiry hotline of our Hong Kong Share Registrar and **White Form eIPO** Service Provider, Computershare Hong Kong Investor Services Limited, both at +852 2862 8690 on the following dates:

Thursday, November 26, 2020 — 9:00 a.m. to 9:00 p.m.
Friday, November 27, 2020 — 9:00 a.m. to 9:00 p.m.
Saturday, November 28, 2020 — 9:00 a.m. to 6:00 p.m.
Sunday, November 29, 2020 — 9:00 a.m. to 6:00 p.m.
Monday, November 30, 2020 — 9:00 a.m. to 9:00 p.m.
Tuesday, December 1, 2020 — 9:00 a.m. to 12:00 noon

We will not provide any physical channels to accept any application for the Hong Kong Offer Shares by the public. The contents of the electronic version of this document are identical to the printed prospectus as registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance.

If you are an **intermediary, broker** or **agent**, please remind your customers, clients or principals, as applicable, that this document is available online at the website addresses above.

Please refer to the section headed “How to Apply for Hong Kong Offer Shares” in this document for further details of the procedures through which you can apply for the Hong Kong Offer Shares electronically.