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This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for any securities in the United States or in any other jurisdictions. The Offer Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) or securities law of any state or other jurisdiction of the United States. The Offer Shares may not be offered, sold, pledged or otherwise transferred within the United States, except pursuant to an available exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There will be no public offer of the Offer Shares in the United States. The Offer Shares are being offered and sold solely (1) to qualified institutional buyers as defined in Rule 144A under the U.S. Securities Act pursuant to Rule 144A or another available 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.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the prospectus dated May 15, 2025 (the “**Prospectus**”) issued by Jiangsu Hengrui Pharmaceuticals Co., Ltd. (江蘇恒瑞醫藥股份有限公司) (the “**Company**”) for detailed information about the Global Offering described below before deciding whether or not to invest in the H Shares thereby being offered. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information in the Prospectus.

Unless otherwise defined in this announcement, capitalized terms used herein shall have the same meanings as those defined in the Prospectus.

In connection with the Global Offering, Morgan Stanley Asia Limited, as stabilizing manager (the “**Stabilizing Manager**”) (or its affiliates or any person acting for it), on behalf of the Underwriters, the extent permitted by the applicable laws and regulatory requirements of Hong Kong or elsewhere, may over-allocate or effect transactions with a view to stabilizing or supporting the market price of the H Shares at such price, in such amounts and in such manners as the Stabilizing Manager, its affiliates or any person acting for it may determine and at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager (or its affiliates or any person acting for it) to conduct any such stabilizing action. Such stabilizing action, if taken, (a) will be conducted at the absolute discretion of the Stabilizing Manager (or its affiliates or any person acting for it) and in what the Stabilizing Manager reasonably regards as the best interest of our Company, (b) may be discontinued at any time and (c) is required to be brought to an end within 30 days of the last day for lodging applications under the Hong Kong Public Offering (which is Thursday, June 19, 2025). Such stabilizing action, if taken, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Potential investors should be aware that no stabilizing action can be taken to support the price of the H Shares for longer than the stabilization period, which will begin on the Listing Date, and is expected to expire on the 30th day after the last day for lodging applications under the Hong Kong Public Offering (which is Thursday, June 19, 2025). After this date, when no further stabilizing action may be taken, demand for the H Shares, and therefore the price of the H Shares, could fall.

Potential investors of the Offer Shares should note that the Overall Coordinators (for themselves and on behalf of the Hong Kong Underwriters) shall be entitled to terminate their obligations under the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the section headed “Underwriting – Hong Kong Underwriting Arrangements – Hong Kong Public Offering – Hong Kong Underwriting Agreement – Grounds for Termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be on Friday, May 23, 2025).



## **Jiangsu Hengrui Pharmaceuticals Co., Ltd.**

### **江蘇恒瑞醫藥股份有限公司**

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

#### **GLOBAL OFFERING**

<b>Number of Offer Shares under the Global Offering</b>	<b>: 224,519,800 H Shares (subject to the Offer Size Adjustment Option and the Over-allotment Option)</b>
<b>Number of Hong Kong Offer Shares</b>	<b>: 12,348,600 H Shares (subject to reallocation)</b>
<b>Number of International Offer Shares</b>	<b>: 212,171,200 H Shares (subject to reallocation, the Offer Size Adjustment Option and the Over-allotment Option)</b>
<b>Maximum Offer Price</b>	<b>: HK\$44.05 per H Share 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 application in Hong Kong dollars and subject to refund)</b>
<b>Nominal value</b>	<b>: RMB1.00 per H Share</b>
<b>Stock code</b>	<b>: 1276</b>

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

**Morgan Stanley**



***Overall Coordinator, Joint Global Coordinator, Joint Bookrunner and  
Joint Lead Manager***



***Joint Bookrunners and Joint Lead Managers***  
*(in alphabetical order)*



**IMPORTANT NOTICE TO INVESTORS:  
FULLY ELECTRONIC APPLICATION PROCESS**

**We have adopted a fully electronic process for the Hong Kong Public Offering. We will not provide printed copies of the Prospectus to the public in relation to the Hong Kong Public Offering.**

**The Prospectus is available at the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) under the “*HKEXnews > New Listings > New Listing Information*” section, and our website at [www.hengrui.com](http://www.hengrui.com). If you require a printed copy of the Prospectus, you may download and print from the website addresses above.**

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

- (1) apply online via the **HK eIPO White Form** service at [www.hkeipo.hk](http://www.hkeipo.hk); or
- (2) apply electronically through the **HKSCC EIPO** channel and cause HKSCC Nominees to apply on your behalf by instructing your **broker** or **custodian** who is a HKSCC Participant to give **electronic application instructions** via HKSCC’s FINI system to apply for the Hong Kong Offer Shares on your behalf.

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 the Prospectus are identical to the printed document as registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance.

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

Your application through the **HK eIPO White Form** service or the **HKSCC EIPO** channel must be for a minimum of 200 Hong Kong Offer Shares and in multiples of that number of Hong Kong Offer Shares as set out in the table below.

If you are applying through the **HK eIPO White Form** service, you may refer to the table below for the amount payable for the number of H Shares you have selected. You must pay the respective maximum amount payable on application in full upon application for Hong Kong Offer Shares.

If you are applying through the **HKSCC EIPO** channel, you are required to pre-fund your application based on the amount specified by your **broker** or **custodian**, as determined based on the applicable laws and regulations in Hong Kong.

No. of Hong Kong Offer Shares applied for	Maximum Amount payable <sup>(2)</sup> on application/successful allotment HK\$	No. of Hong Kong Offer Shares applied for	Maximum Amount payable <sup>(2)</sup> on application/successful allotment HK\$	No. of Hong Kong Offer Shares applied for	Maximum Amount payable <sup>(2)</sup> on application/successful allotment HK\$	No. of Hong Kong Offer Shares applied for	Maximum Amount payable <sup>(2)</sup> on application/successful allotment HK\$
200	8,898.85	5,000	222,471.22	80,000	3,559,539.55	2,000,000	88,988,488.50
400	17,797.71	6,000	266,965.47	90,000	4,004,481.98	3,000,000	133,482,732.76
600	26,696.54	7,000	311,459.71	100,000	4,449,424.43	4,000,000	177,976,977.00
800	35,595.39	8,000	355,953.95	200,000	8,898,848.86	5,000,000	222,471,221.26
1,000	44,494.25	9,000	400,448.19	300,000	13,348,273.28	6,174,200 <sup>(1)</sup>	274,716,362.84
1,200	53,393.10	10,000	444,942.44	400,000	17,797,697.70		
1,400	62,291.94	20,000	889,884.89	500,000	22,247,122.13		
1,600	71,190.79	30,000	1,334,827.32	600,000	26,696,546.56		
1,800	80,089.64	40,000	1,779,769.76	700,000	31,145,970.98		
2,000	88,988.49	50,000	2,224,712.21	800,000	35,595,395.40		
3,000	133,482.74	60,000	2,669,654.65	900,000	40,044,819.83		
4,000	177,976.98	70,000	3,114,597.10	1,000,000	44,494,244.26		

(1) Maximum number of Hong Kong Offer Shares you may apply for and this is approximately 50% of the Hong Kong Offer Shares initially offered.

(2) The amount payable is inclusive of brokerage, SFC transaction levy, the Stock Exchange trading fee and AFRC transaction levy. If your application is successful, brokerage will be paid to the Exchange Participants (as defined in the Listing Rules) or to the **HK eIPO White Form** Service Provider (for applications made through the application channel of the **HK eIPO White Form** service) while the SFC transaction levy, the Stock Exchange trading fee and the AFRC transaction levy will be paid to the SFC, the Stock Exchange and the AFRC, respectively.

No application for any other number of Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

## THE LISTING APPLICATION

We have applied to the Stock Exchange for the granting of the listing of, and permission to deal in, our H Shares to be issued pursuant to the Global Offering (including the H Shares which may be issued pursuant to the exercise of the Offer Size Adjustment Option and the Over-allotment Option).

## STRUCTURE OF THE GLOBAL OFFERING

The Global Offering comprises:

- the Hong Kong Public Offering of initially 12,348,600 H Shares (subject to reallocation) representing approximately 5.5% of the total number of Offer Shares initially available under the Global Offering, and
- the International Offering of initially 212,171,200 H Shares (subject to reallocation, the Offer Size Adjustment Option and Over-allotment Option) representing approximately 94.5% of the total number of Offer Shares initially available under the Global Offering.

The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation and the Offer Size Adjustment Option as described in the section headed “Structure of the Global Offering” in the Prospectus.

The Overall Coordinators may, at their sole discretion, reallocate Offer Shares initially allocated for the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In particular, if (i) the International Offering is not fully subscribed and the Hong Kong Public Offering is fully subscribed or oversubscribed (irrespective of the number of times); or (ii) the International Offering is fully subscribed or oversubscribed and the Hong Kong Public Offering is fully subscribed or oversubscribed with the number of Offer Shares validly applied for in the Hong Kong Public Offering representing less than 14 times of the number of Shares initially available for subscription under the Hong Kong Public Offering, the Overall Coordinators have the authority to reallocate International Offer Shares originally in the International Offering to the Hong Kong Public Offering in such number as they deem appropriate, provided that in accordance with Chapter 4.14 of the Guide for New Listing Applicants issued by the Stock Exchange, (i) the total number of Offer Shares available under the Hong Kong Public Offering following such reallocation should not be more than 24,697,200 H Shares (representing approximately 11.0% of the number of the Offer Shares initially available under the Global Offering (before any exercise of the Offer Size Adjustment Option and the Over-allotment Option)); and (ii) the final Offer Price should be fixed at the bottom end of the indicative Offer Price range (i.e., HK\$41.45 per Offer Share).

In connection with the Global Offering, the Company is expected to grant to the Overall Coordinators the Offer Size Adjustment Option, exercisable by the Overall Coordinators at their absolute discretion (for themselves and on behalf of the International Underwriters) on or before the second business day prior to the Listing Date and will lapse immediately thereafter, to require the Company to allot and issue up to an aggregate of 33,677,800 additional H Shares, representing approximately 15% of the initial number of Offer Shares offered under the Global Offering, at the same price per Offer Share under the International Offering to cover any excess demand in the International Offering.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Overall Coordinators on behalf of the International Underwriters. Pursuant to the Over-allotment Option, the International Underwriters have the right, exercisable by the Overall Coordinators (for themselves and on behalf of the International Underwriters) at any time from the date of the International Underwriting Agreement until Thursday, June 19, 2025, being 30 days after the last day for lodging applications under the Hong Kong Public Offering, to require the Company to issue up to an aggregate of 33,677,800 additional H Shares (assuming the Offer Size Adjustment Option is not exercised) or 38,729,600 additional H Shares (assuming the Offer Size Adjustment Option is fully exercised), representing in aggregate approximately 15% of the number of the Offer Shares available under the Global Offering at the Offer Price to cover over-allocations in the International Offering, if any. In the event the Over-Allotment Option is exercised, we will make an announcement which will be posted on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and on our website ([www.hengrui.com](http://www.hengrui.com)), respectively.

## PRICING

The Offer Price will be no more than HK\$44.05 per Offer Share and is currently expected to be no less than HK\$41.45 per Offer Share unless to be otherwise announced as further explained in the section headed “Structure of the Global Offering” in the Prospectus. Applicants for the Hong Kong Offer Shares may be required to pay, on application (subject to application channels), the maximum Offer Price of HK\$44.05 per Offer 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%, subject to refund if the Offer Price as finally determined is less than HK\$44.05 per Offer Share.

## EXPECTED TIMETABLE

	Date <sup>(1)</sup>
Hong Kong Public Offering commences .....	9:00 a.m. on Thursday, May 15, 2025
Latest time to complete electronic applications under the <b>HK eIPO White Form</b> service through the designated website at <a href="http://www.hkeipo.hk">www.hkeipo.hk</a> .....	11:30 a.m. on Tuesday, May 20, 2025
Application lists open .....	11:45 a.m. on Tuesday, May 20, 2025
Latest time for (a) completing payment of <b>HK eIPO White Form</b> applications by effecting internet banking transfer(s) or PPS payment transfer(s) and (b) giving <b>electronic application</b> <b>instructions</b> to <b>HKSCC</b> .....	12:00 noon on Tuesday, May 20, 2025
If you are instructing your <b>broker</b> or <b>custodian</b> who is a HKSCC Participant to give <b>electronic application instructions</b> via FINI to apply for the Hong Kong Offer Shares on your behalf, you are advised to contact your <b>broker</b> or <b>custodian</b> for the earliest and latest time for giving such instructions as this may vary by <b>broker</b> or <b>custodian</b> .	
Application lists close .....	12:00 noon on Tuesday, May 20, 2025
Expected Price Determination Date .....	Wednesday, May 21, 2025
Announcement of the Offer Price, the level of applications in the Hong Kong Public Offering; the level of indications of interest in the International Offering; and the basis of allocation of the Hong Kong Offer Shares to be published on our website at <a href="http://www.hengrui.com">www.hengrui.com</a> and the website of the Stock Exchange at <a href="http://www.hkexnews.hk">www.hkexnews.hk</a> at or before .....	11:00 p.m. on Thursday, May 22, 2025



The results of allocations in the Hong Kong Public Offering (with successful applicants' identification document numbers, where appropriate) to be made available through a variety of channels, including:

- in the announcement to be posted on our website and the website of the Stock Exchange at [www.hengrui.com](http://www.hengrui.com) and [www.hkexnews.hk](http://www.hkexnews.hk), respectively ..... Thursday, May 22, 2025
- from the "Allotment Results" page at the designated results of allocation at [www.hkeipo.hk/IPOResult](http://www.hkeipo.hk/IPOResult) or [www.tricor.com.hk/ipo/result](http://www.tricor.com.hk/ipo/result) with a "search by ID" function from ..... 11:00 p.m. on Thursday, May 22, 2025 to 12:00 midnight on Wednesday, May 28, 2025
- from the allocation results telephone enquiry line by calling +852 3691 8488 between 9:00 a.m. and 6:00 p.m. from ..... Friday, May 23, 2025 to Wednesday, May 28, 2025 (excluding Saturday, Sunday and public holiday in Hong Kong)

For those applying through **HKSCC EIPO** channel, you may also check with your **broker** or **custodian** from ..... 6:00 p.m. on Wednesday, May 21, 2025

H Share certificates in respect of wholly or partially successful applications to be dispatched or deposited into CCASS on or before. .... Thursday, May 22, 2025

**HK eIPO White Form** e-Auto Refund payment instructions/ refund cheques in respect of wholly or partially successful applications if the final Offer Price is less than the maximum Offer Price per Offer Share initially paid on application (if applicable) or wholly or partially unsuccessful applications to be dispatched on or before ..... Friday, May 23, 2025

Dealings in the H Shares on the Hong Kong Stock Exchange expected to commence at 9:00 a.m. on ..... Friday, May 23, 2025

#### Notes:

- 1 All dates and times refer to Hong Kong local dates and times, except as otherwise stated.

## SETTLEMENT

Subject to the granting of the listing of, and permission to deal in, the H Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the H Shares on the Stock Exchange or on any other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second settlement day after any trading day. All activities under CCASS are subject to the General Rules of HKSCC and HKSCC Operational Procedures in effect from time to time.

All necessary arrangements have been made enabling the H Shares to be admitted into CCASS. Investors should seek the advice of their stockbrokers or other professional advisers for details of the settlement arrangements as such arrangements may affect their rights and interests.

## ELECTRONIC APPLICATION CHANNELS

To apply for Hong Kong Offer Shares, you may use one of the following application channels:

Application Channel	Platform	Target Investors	Application Time
<b>HK eIPO White Form service</b>	<a href="http://www.hkeipo.hk">www.hkeipo.hk</a>	Applicant who would like to receive a physical H Share certificate. Hong Kong Offer Shares successfully applied for will be allotted and issued in your own name.	From 9:00 a.m. on Thursday, May 15, 2025 to 11:30 a.m. on Tuesday, May 20, 2025. The latest time for completing full payment of application monies will be 12:00 noon on Tuesday, May 20, 2025.
<b>HKSCC EIPO channel</b>	Your <b>broker</b> or <b>custodian</b> who is a HKSCC Participant will submit <b>electronic application instructions</b> on your behalf through HKSCC's FINI system in accordance with your instruction	Applicant who would <u>not</u> like to receive a physical H Share certificate. Hong Kong Offer Shares successfully applied for will be allotted and issued in the name of HKSCC Nominees, deposited directly into CCASS and credited to your designated HKSCC Participant's stock account.	Contact your <b>broker</b> or <b>custodian</b> for the earliest and latest time for giving such instructions, as this may vary by broker or custodian.



For those applying through the **HK eIPO White Form** service, the application monies (including brokerage, SFC transaction levy, AFRC transaction levy and Stock Exchange trading fee) will be held by the **HK eIPO White Form** Service Provider on behalf of the Company and the refund monies, if any, will be returned to you without interest on Friday, May 23, 2025. Investors should be aware that the dealings in the H Shares on the Stock Exchange are expected to commence on Friday, May 23, 2025.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

**Application for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and on the designated website at [www.hkeipo.hk](http://www.hkeipo.hk) for the HK eIPO White Form service.**

## **PUBLICATION OF RESULTS**

The Company expects to announce the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) and our website at [www.hengrui.com](http://www.hengrui.com) by no later than 11:00 p.m. on Thursday, May 22, 2025 (Hong Kong time).

The results of allocations and the identification document numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels at the times and dates and in the manner specified in the section headed “How to Apply for Hong Kong Offer Shares – B. Publication of Results” in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the conditions of the Global Offering as set out in the section headed “Structure of the Global Offering – Conditions of the Global Offering” in the Prospectus are not satisfied or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy, AFRC transaction levy and Stock Exchange trading fee, will be refunded (subject to application channels), without interest.

No temporary document of title will be issued in respect of the H Shares. No receipt will be issued for sums paid on application. H Share certificates will only become valid evidence of title at 8:00 a.m. on Friday, May 23, 2025 (Hong Kong time), provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised. Investors who trade H Shares prior to the receipt of H Share certificates or the H Share certificates becoming valid do so entirely at their own risk. Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, May 23, 2025, it is expected that dealings in the H Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, May 23, 2025. The H Shares will be traded in board lots of 200 H Shares each and the stock code of the H Shares will be 1276.

This announcement is available for viewing on the website of the Company at [www.hengrui.com](http://www.hengrui.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

By order of the Board  
**Jiangsu Hengrui Pharmaceuticals Co., Ltd.**  
江蘇恒瑞醫藥股份有限公司  
**Mr. Sun Piaoyang**  
*Chairman and Executive Director*

Hong Kong, May 15, 2025

*As at the date of this announcement, the Board comprises: (i) Mr. Sun Piaoyang, Mr. Dai Hongbin, Mr. Zhang Lianshan, Mr. Jiang Frank Ningjun and Mr. Sun Jieping as executive Directors, and Ms. Feng Ji as proposed executive director; (ii) Ms. Guo Congzhao as non-executive Director; and (iii) Mr. Dong Jiahong, Mr. Zeng Qingsheng and Mr. Sun Jinyun as independent non-executive Directors, and Mr. Chow Kyan Mervyn as proposed independent non-executive Director.*