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Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated August 12, 2024 (the "Prospectus") issued by TYK Medicines, Inc (浙江同源康醫藥股份有限公司) (the "Company").

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for any securities of the Company. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Offer Shares. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information provided in the Prospectus.

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 securities in the United States or in any other jurisdictions. The Offer Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended, supplemented or otherwise modified from time to time (the "U.S. Securities Act") or any state securities laws in the United States, and may not be offered, sold, pledged or otherwise transferred within the United States or to U.S. persons (as defined in Regulation S under the U.S. Securities Act) except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act and in accordance with any applicable U.S. state securities law. The Offer Shares are being offered and sold outside the United States to persons that are not, and are not acting for the account or benefit of U.S. Persons in offshore transactions in reliance on Regulation S under the U.S. Securities Act. There will not be and is not currently intended to be any public offering of securities of the Company in the United States.

In connection with the Global Offering, CITIC Securities (Hong Kong) Limited acts as the Sole Sponsor; CLSA Limited acts as the Sponsor-overall Coordinator; and CLSA Limited, Deutsche Bank AG, Hong Kong Branch, CMB International Capital Limited and Haitong International Securities Company Limited act as the Overall Coordinators.

The Hong Kong Offer Shares will be offered to the public in Hong Kong subject to the terms and conditions set out in the Prospectus. The Hong Kong Offer Shares will not be offered to any person who is outside Hong Kong and/or not resident in Hong Kong. Potential investors of the Offer Shares should note that the Overall Coordinators (for themselves and on behalf of the other Hong Kong Underwriters) shall be entitled to terminate the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the section headed "Underwriting – 2. Underwriting Arrangements and Expenses – Hong Kong Public Offering – Grounds for Termination" in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.



# TYK Medicines, Inc

## 浙江同源康醫藥股份有限公司

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

## **Global Offering**

Number of Offer Shares under the : 47,880,000 H Shares

**Global Offering** 

Number of Hong Kong Offer Shares : 4,788,000 H Shares (subject to reallocation)

**Number of International Offer Shares** 

43,092,000 H Shares (subject to

reallocation)

Offer Price: HK\$12.10 per H Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%,

AFRC transaction levy of 0.00015% and Hong Kong 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

Stock code : 2410

Sole Sponsor, Overall Coordinator, Joint Global Coordinator, Joint Bookrunner and Joint Lead Manager



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







Joint Bookrunners and Joint Lead Managers





#### **IMPORTANT NOTICE TO INVESTORS:**

## **FULLY ELECTRONIC APPLICATION PROCESS**

We have adopted a fully electronic application 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 <a href="www.hkexnews.hk">www.hkexnews.hk</a> under the "HKEXnews > New Listings > New Listing Information" section, and the Company's website at <a href="www.tykmedicines.com">www.tykmedicines.com</a>. If you require a printed copy of the Prospectus, you may download and print from the website addresses above.

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

Application Channel	Platform	Target Investors	Application Time	
White Form eIPO service	www.eipo.com.hk	Applicants who would like to receive a physical H Share certificate. Hong Kong Offer Shares successfully applied for will be allotted and	From 9:00 a.m. on Monday, August 12, 2024 to 11:30 a.m. on Thursday, August 15, 2024, Hong Kong time.	
		issued in your own name.	The latest time for completing full payment of application monies will be 12:00 noon on Thursday, August 15, 2024, Hong Kong time.	
HKSCC EIPO channel	Your broker or custodian who is a HKSCC Participant will submit an EIPO application on your behalf through HKSCC's FINI system in accordance with your instruction	Applicants who would not 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 broker or custodian for the earliest and latest time for giving such instructions, as this may vary by broker or custodian.	

The White Form eIPO service and the HKSCC EIPO channel are facilities subject to capacity limitations and potential service interruptions and you are advised not to wait until the last day of the application period to apply for Hong Kong Offer Shares.

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 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 the prospectus is available online at the website addresses above.

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

If you are applying through the **White Form eIPO** service, you may refer to the table below for the amount payable for the number of Hong Kong Offer Shares you have selected. You must pay the respective amount payable on application in full upon application for the 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	Amount payable <sup>(2)</sup> on application  HK\$	No. of Hong Kong Offer Shares applied for	Amount payable <sup>(2)</sup> on application	No. of Hong Kong Offer Shares applied for	Amount payable <sup>(2)</sup> on application	No. of Hong Kong Offer Shares applied for	Amount payable <sup>(2)</sup> on application
500	6,111.01	7,000	85,554.21	50,000	611,101.43	700,000	8,555,419.96
1,000	12,222.03	8,000	97,776.23	60,000	733,321.71	800,000	9,777,622.80
1,500	18,333.05	9,000	109,998.25	70,000	855,542.00	900,000	10,999,825.66
2,000	24,444.06	10,000	122,220.29	80,000	977,762.28	1,000,000	12,222,028.50
2,500	30,555.08	15,000	183,330.42	90,000	1,099,982.56	1,250,000	15,277,535.63
3,000	36,666.08	20,000	244,440.56	100,000	1,222,202.86	1,500,000	18,333,042.76
3,500	42,777.09	25,000	305,550.71	200,000	2,444,405.70	1,750,000	21,388,549.88
4,000	48,888.11	30,000	366,660.85	300,000	3,666,608.56	2,000,000	24,444,057.00
4,500	54,999.13	35,000	427,771.00	400,000	4,888,811.40	$2,394,000^{(1)}$	29,259,536.23
5,000	61,110.14	40,000	488,881.15	500,000	6,111,014.26		
6,000	73,332.17	45,000	549,991.28	600,000	7,333,217.10		

<sup>(1)</sup> Maximum number of Hong Kong Offer Shares you may apply for.

<sup>(2)</sup> 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) and the SFC transaction levy, the Stock Exchange trading fee and AFRC transaction levy are paid to the Stock Exchange (in the case of the SFC transaction levy, collected by the Stock Exchange on behalf of the SFC; and in the case of the AFRC transaction levy, collected by the Stock Exchange on behalf of the AFRC).

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

The Sole Sponsor has applied on behalf of the Company to the Stock Exchange for the granting of the listing of, and permission to deal in, the H Shares to be issued by the Company pursuant to the Global Offering and the H Shares to be converted from the Unlisted Shares.

## STRUCTURE OF THE GLOBAL OFFERING

The Global Offering comprises:

- the Hong Kong Public Offering of initially 4,788,000 H Shares (subject to reallocation) representing approximately 10% of the H Shares initially available under the Global Offering; and
- the International Offering of initially 43,092,000 H Shares (subject to reallocation) representing approximately 90% of the H Shares initially available under the Global Offering.

The allocation of the H Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed "Structure of the Global Offering" in the Prospectus.

In particular, subject to the requirements under Practice Note 18 of the Listing Rules and Chapter 4.14 of the Guide for New Listing Applicants issued by the Stock Exchange, the Overall Coordinators (for themselves and on behalf of the Underwriters) may, at their sole discretion, reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with Chapter 4.14 of the Guide for New Listing Applicants issued by the Stock Exchange, if such reallocation is done other than pursuant to the clawback mechanism as described in the section headed "Structure of the Global Offering – 2. The Hong Kong Public Offering – Reallocation and clawback" in the Prospectus, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offering will be 4,788,000 Offer Shares (representing approximately 10.0% of the number of the Offer Shares being offered under the Global Offering), so that the total number of Offer Shares for subscription under the Hong Kong Public Offering will increase up to 9,576,000 H Shares, representing two times the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering.

## **PRICING**

The Offer Price will be HK\$12.10 per H Share, unless otherwise announced, as further explained below, not later than the morning of the last day for lodging applications under the Hong Kong Public Offering. Applicants under the Hong Kong Public Offering must pay, on application (subject to application channels), the Offer Price of HK\$12.10 per H Share, plus 1.0% brokerage, 0.0027% SFC transaction levy, 0.00015% AFRC transaction levy and 0.00565% Stock Exchange trading fee. Further details are set out in the section headed "How to Apply for Hong Kong Offer Shares" in the Prospectus.

## **EXPECTED TIMETABLE**

If there is any change in the following expected timetable of the Hong Kong Public Offering, the Company will issue an announcement to be published on the website of the Stock Exchange at www.hkexnews.hk and the website of the Company at www.tykmedicines.com.

Date <sup>(1)</sup>
Hong Kong Public Offering commences
Latest time to complete electronic applications under the <b>White Form eIPO</b> service through the designated website at <a href="www.eipo.com.hk">www.eipo.com.hk</a>
Application lists open
Latest time to (a) lodge completing payment of  White Form eIPO applications by effecting internet banking transfers(s) or PPS payment transfer(s) and (b) giving electronic application instructions to HKSCC
If you are instructing your <b>broker</b> or <b>custodian</b> who is a HKSCC Participant to give <b>electronic application instructions</b> through HKSCC's FINI system 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 latest time for giving such instructions which may be different from the latest time as stated above.
Application lists close
Announcement of 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 Public Offering to be published on the website of the Stock Exchange at <a href="https://www.hkexnews.hk">www.hkexnews.hk</a> and the website of the Company at <a href="https://www.tykmedicines.com">www.tykmedicines.com</a>

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

• in the announcement to be posted on the Company's website and the website of the Stock Exchange at <a href="https://www.tykmedicines.com">www.tykmedicines.com</a> and <a href="https://www.hkexnews.hk">www.hkexnews.hk</a> , respectivelyno later than 11:00 p.m.
on Monday, August 19, 2024
• from the designated results of allocations website at <a href="www.iporesults.com.hk">www.iporesults.com.hk</a>
(alternatively: www.eipo.com.hk/eIPOAllotment)
with a "search by ID" function from
to 12:00 midnight on Sunday,
August 25, 2024
• from the allocation results telephone enquiry line by calling +852 2862 8555 between 9:00 a.m.
and 6:00 p.m. from
Share certificates in respect of wholly or partially successful applications to be dispatched or deposited into
CCASS on or before
White Form e-Refund payment instructions/refund checks in respect of wholly or partially unsuccessful applications to be
dispatched on or before
Dealings in the H Shares on the Stock Exchange
expected to commence at9:00 a.m. on Tuesday, August 20, 2024
Notes:

<sup>(1)</sup> Unless otherwise stated, all times and dates refer to Hong Kong local times and dates.

#### **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 any other date HKSCC chooses. Settlement of transactions between participants of the Stock Exchange (as defined in the Listing Rules) 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. Investors should seek the advice of their stockbroker or other professional advisers for details of the settlement arrangements as such arrangements may affect their rights and interests.

### **ELECTRONIC APPLICATION CHANNELS**

The Hong Kong Public Offering period will begin at 9:00 a.m. on Monday, August 12, 2024 and end at 12:00 noon on Thursday, August 15, 2024 (Hong Kong time).

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

Application Channel	Platform	Target Investors	Application Time
White Form eIPO service	www.eipo.com.hk	Applicants who would like to receive a physical H Share certificate. Hong Kong Offer Shares successfully applied for will be allotted and	From 9:00 a.m. on Monday, August 12, 2024 to 11:30 a.m. on Thursday, August 15, 2024, Hong Kong time.
		issued in your own name.	The latest time for completing full payment of application monies will be 12:00 noon on Thursday, August 15, 2024, Hong Kong time.
HKSCC EIPO channel	Your broker or custodian who is a HKSCC Participant will submit an EIPO application on your behalf through HKSCC's FINI system in accordance with your instruction	Applicants who would not 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 broker or custodian for the earliest and latest time for giving such instructions, as this may vary by broker or custodian.

The White Form eIPO service and the HKSCC EIPO channel are facilities subject to capacity limitations and potential service interruptions and you are advised not to wait until the last day of the application period to apply for Hong Kong Offer Shares.

### PUBLICATION OF RESULTS

The Company expects to announce the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocations of Hong Kong Offer Shares on the Stock Exchange's website at <a href="www.hkexnews.hk">www.hkexnews.hk</a> and the Company's website at <a href="www.tykmedicines.com">www.tykmedicines.com</a> by no later than 11:00 p.m. on Monday, August 19, 2024 (Hong Kong time).

The results of allocations under the Hong Kong Public Offering 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 fulfilled or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy, the Stock Exchange trading fee and AFRC transaction levy, will be refunded, without interest.

No temporary documents of title will be issued in respect of the H Shares. No receipt will be issued for sums paid on application. H Share certificates are expected to be issued on Monday, August 19, 2024 but will only become valid evidence of title at 8:00 a.m. on Tuesday, August 20, 2024 (Hong Kong time), provided that the Global Offering has become unconditional and the right of termination described in the section headed "Underwriting – 2. Underwriting Arrangements and Expenses – Hong Kong Public Offering – Grounds for Termination" 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.

#### **DEALING**

Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Tuesday, August 20, 2024 (Hong Kong time), it is expected that dealings in the H Shares on the Stock Exchange will commence at 9:00 a.m. on Tuesday, August 20, 2024 (Hong Kong time).

The H Shares will be traded in board lots of 500 H Shares each and the stock code of the H Shares will be 2410.

This announcement is available for viewing on the website of the Company at <a href="www.tykmedicines.com">www.tykmedicines.com</a> and the website of the Stock Exchange at <a href="www.hkexnews.hk">www.hkexnews.hk</a>.

By order of the Board

TYK Medicines, Inc

(浙江同源康醫藥股份有限公司)

Dr. WU Yusheng

Chairman of the Board, Executive Director and

Chief Executive Officer

Hong Kong, August 12, 2024

As of the date of this announcement, the executive Directors are Dr. WU Yusheng and Dr. JIANG Mingyu, the non-executive Directors are Dr. LI Jun, Dr. GU Eric Hong, Dr. MENG Xiaoying, Mr. HE Chao and Dr. DING Zhao, and the independent non-executive Directors are Mr. ZHANG Senquan, Dr. LENG Yuting, Dr. XU Wenqing and Dr. SHEN Xiuhua.