

## IMPORTANT

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



### Sirnaomics Ltd.

聖諾醫藥\*

(Incorporated in the Cayman Islands with limited liability)

#### GLOBAL OFFERING

Total Number of Offer Shares under the Global Offering	:	7,540,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	754,000 Shares (subject to adjustment)
Number of International Offer Shares	:	6,786,000 Shares (subject to the Over-allotment Option and adjustment)
Offer Price	:	Not more than HK\$72.70 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 and subject to refund)
Nominal value	:	US\$0.001 per Share
Stock code	:	2257

Sole Sponsor



Joint Global Coordinators and Joint Bookrunners



NOMURA



Joint Bookrunners



中源資本  
ALPHA WIN CAPITAL LIMITED



華盛證券  
Valuable Capital Limited

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this prospectus, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this prospectus. A copy of this prospectus, having attached thereto the documents specified in "Documents Delivered to the Registrar of Companies and on Display" in Appendix V to this prospectus, 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. The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of this prospectus or any other documents referred to above.

The Offer Price is expected to be determined by agreement between the Joint Representatives, for themselves and on behalf of the Underwriters, and our Company on or before Thursday, December 23, 2021 or such later time as may be agreed between the parties, but in any event, no later than Monday, December 27, 2021. If, for any reason, the Joint Representatives, for themselves and on behalf of the Underwriters, and our Company are unable to reach an agreement on the Offer Price by Monday, December 27, 2021, the Global Offering will not proceed and will lapse immediately. The Offer Price will be not more than HK\$72.70 per Share and is expected to be not less than HK\$65.90 per Share, unless otherwise announced. Investors applying for the Hong Kong Offer Shares must pay, on application, the maximum offer price of HK\$72.70 for each Offer Share together with brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% subject to refund if the Offer Price is lower than HK\$72.70. The Joint Representatives, for themselves and on behalf of the Underwriters, may, with the consent of our Company, reduce the number of Offer Shares being offered under the Global Offering and/or the indicative Offer Price range below that stated in this prospectus at any time prior to the morning of the last day for lodging applications under the Public Offering. In such a case, notices of such reduction will be published in the South China Morning Post (in English) and the Hong Kong Economic Journal (in Chinese) and on the websites of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company at [www.sirnaomics.com](http://www.sirnaomics.com) as soon as practicable but in any event not later than the morning of the last day for lodging applications under the Hong Kong Public Offering.

Prior to making an investment decision, prospective investors should carefully consider all of the information set out in this prospectus, in particular, the risk factors set out in the section headed "Risk Factors".

Pursuant to the termination provisions contained in the Hong Kong Underwriting Agreement in respect of the Offer Shares, the Joint Representatives, for themselves and on behalf of the Hong Kong Underwriters, have the right in certain circumstances, in their absolute discretion, to terminate the obligations of the Hong Kong Underwriters pursuant to the Hong Kong Underwriting Agreement at any time prior to 8:00 a.m. on the Listing Date. Further details of the terms of the termination provisions are set out in the section headed "Underwriting – Grounds for Termination". It is important that you refer to that section for further details.

The Offer Shares 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 offered, sold, pledged or transferred within the United States, except that Offer Shares may be offered, sold or delivered (a) in the United States solely to Qualified Institutional Buyers ("QIBs") in reliance on Rule 144A or another exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act or (b) outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act.

December 20, 2021

\* For identification purposes only

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### ATTENTION

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

This prospectus is available at the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and our website at [www.sirnaomics.com](http://www.sirnaomics.com). If you require a printed copy of this prospectus, you may download and print from the website addresses above.

### 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 this prospectus or printed copies of any application forms to the public in relation to the Hong Kong Public Offering.

This 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.sirnaomics.com](http://www.sirnaomics.com). If you require a printed copy of this prospectus, you may download and print from the website addresses above.

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

- (a) apply online through the **White Form eIPO** service at [www.eipo.com.hk](http://www.eipo.com.hk);
- (b) 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 by calling +852 2979 7888 (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 at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong 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:

Monday, December 20, 2021 – 9:00 a.m. to 9:00 p.m.  
Tuesday, December 21, 2021 – 9:00 a.m. to 9:00 p.m.  
Wednesday, December 22, 2021 – 9:00 a.m. to 9:00 p.m.  
Thursday, December 23, 2021 – 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 prospectus 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 prospectus is available online at the website addresses above.

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

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Your application must be for a minimum of 50 Hong Kong Offer Shares and in one of the numbers set out in the table. You are required to pay the amount next to the number you select.

### Sirnaomics Ltd.

(HK\$72.70 per Hong Kong Offer Share)

#### NUMBER OF HONG KONG OFFER SHARES THAT MAY BE APPLIED FOR AND PAYMENTS

No. of Hong Kong Offer Shares applied for	Amount payable on application HK\$	No. of Hong Kong Offer Shares applied for	Amount payable on application HK\$	No. of Hong Kong Offer Shares applied for	Amount payable on application HK\$	No. of Hong Kong Offer Shares applied for	Amount payable on application HK\$
50	3,671.63	600	44,059.56	4,000	293,730.39	40,000	2,937,303.92
100	7,343.26	700	51,402.81	4,500	330,446.69	50,000	3,671,629.90
150	11,014.89	800	58,746.08	5,000	367,162.99	60,000	4,405,955.87
200	14,686.52	900	66,089.34	6,000	440,595.59	70,000	5,140,281.85
250	18,358.15	1,000	73,432.60	7,000	514,028.19	80,000	5,874,607.83
300	22,029.78	1,500	110,148.89	8,000	587,460.78	90,000	6,608,933.81
350	25,701.41	2,000	146,865.20	9,000	660,893.39	100,000	7,343,259.79
400	29,373.04	2,500	183,581.50	10,000	734,325.98	200,000	14,686,519.58
450	33,044.67	3,000	220,297.80	20,000	1,468,651.96	300,000	22,029,779.37
500	36,716.30	3,500	257,014.09	30,000	2,202,977.94	377,000 <sup>(1)</sup>	27,684,089.41

*Note:*

(1) Maximum number of Hong Kong Offer Shares you may apply for.

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