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## **WUXI BIOLOGICS (CAYMAN) INC.**

**藥明生物技術有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2269)**

### **GRANT OF RESTRICTED SHARES UNDER RESTRICTED SHARE AWARD SCHEME**

Reference is made to the announcements of WuXi Biologics (Cayman) Inc. (the “**Company**” dated January 15, 2018 and January 18, 2018 (the “**Announcements**”) in relation to the adoption of restricted share award scheme and appointment of trustee, a summary of the principal terms of which was set out in the Announcements. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as defined in the Announcements.

The Board is pleased to announce that on March 20, 2018, it has approved the grant of 1,846,677 Restricted Shares in aggregate to 540 employees of the Company (collectively, the “**Grantees**”), subject to acceptance of the Grantees, pursuant to the Scheme (the “**Grant**”). Details of the Grant are set out as follows:

Number of Grant Shares:	an aggregate of 1,846,677 Restricted Shares (the “ <b>Grant Shares</b> ”), representing approximately 0.16% of the issued share capital of the Company as at the date of this announcement
Number of Grantees:	540 employees of the Group, and to the best knowledge of the Directors, none of the Grantees is a Director, chief executive or substantial shareholder of the Company, or an associate (as defined under the Listing Rules) of any of them
Grant Date:	March 20, 2018

Market price of the Shares:

The closing price of the Shares on the Grant Date as quoted on the Stock Exchange is HK\$75.70 per Share. The average closing price of the Shares for the five consecutive trading days immediately preceding the Grant Date as quoted on the Stock Exchange is HK\$68.60 per Share.

The Company will issue and allot to the Trustee 1,846,677 new Shares under the general mandate granted by the shareholders of the Company from time to time and in accordance with the terms of the Rules. The new Shares so issued will be held on trust for the Grantees until the end of each vesting period which may differ among the Grantees and be transferred to the Grantees upon satisfaction of the relevant vesting conditions as may be specified by the Board at the time of making the Grant.

The new Shares to be issued and allotted by the Company to the Trustee represent approximately 0.16% of the Company's issued share capital as at the date of this announcement and approximately 0.16% of the Company's enlarged issued share capital after the allotment and issue. To the best of the Directors' knowledge, the Trustee and its ultimate beneficial owners and all of the Grantees are third parties independent of the Company and are not connected persons of the Company, and none of them is a director or a substantial shareholder of the Group (as defined under the Listing Rules) as at the time of granting the Grant Shares.

The new Shares, when issued and fully paid, will rank *pari passu* among themselves and with the other Shares in issue, with the right to receive all dividends and other distributions declared, made or paid on or after the date of allotment. Pursuant to the Scheme, the Trustee shall not exercise the voting rights in respect of any Shares held by it under trust. Application will be made by the Company to the Listing Committee of the Stock Exchange for the grant of approval for the listing of, and permission to deal in, the 1,846,677 new Shares to be allotted and issued.

Taking into account the purposes and objectives of the Scheme, the Company considers that the Grant is fair and reasonable, and is in the interests of the Company and its shareholders as a whole.

By order of the Board  
**WuXi Biologics (Cayman) Inc.**  
**Dr. Ge Li**  
*Chairman*

Hong Kong, March 20, 2018

*As of the date of this announcement, the Board comprises Dr. Zhisheng Chen and Dr. Weichang Zhou as executive Directors; Dr. Ge Li, Mr. Edward Hu, Mr. Yibing Wu and Mr. Yanling Cao as non-executive Directors; and Mr. William Robert Keller, Mr. Teh-Ming Walter Kwauk and Mr. Wo Felix Fong as independent non-executive Directors.*

*\* For identification purpose only*