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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)**

**UPDATE ON THE PROPOSED SPIN-OFF AND SEPARATE LISTING  
OF  
WUXI XDC CAYMAN INC. ON THE MAIN BOARD OF THE STOCK  
EXCHANGE OF HONG KONG LIMITED**

**RECORD DATE FOR ASSURED ENTITLEMENT  
AND CLOSURE OF REGISTER OF MEMBERS**

The Board is pleased to announce that the Record Date for the purpose of determining the Assured Entitlement to the SpinCo Shares in the Global Offering will be Monday, November 6, 2023. The register of members of the Company will be closed on Monday, November 6, 2023 and no transfers of the Shares will be registered on that date. The last day for dealing in the Shares cum-entitlement to the Assured Entitlement will be Wednesday, November 1, 2023.

As the final dates of registration and issue of the prospectus of the SpinCo have not yet been finalized, the Record Date and the closure of the register of members of the Company for the purpose of determining the Assured Entitlement of qualifying Shareholders set out in this announcement are subject to change depending on the final timetable of the Proposed Spin-off.

**As the Proposed Listing is conditional upon, among other things, the approval of the Listing Committee, the final decision of the Board and the board of directors of the SpinCo, market conditions and other considerations, the Proposed Spin-off may or may not materialize. Shareholders and other investors should be aware that there is no assurance that the Proposed Spin-off will take place or as to when it may take place. If the Proposed Spin-off does not proceed for any reason, the Preferential Offering will not proceed. Shareholders and other investors are reminded to exercise caution when dealing in the securities of the Company. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional advisers.**

## INTRODUCTION

Reference is made to the announcement of the Company dated July 9, 2023 (the “**Announcement**”) in relation to the Proposed Spin-off and separate listing of the SpinCo, a subsidiary of the Company, on the Main Board of the Stock Exchange. Unless otherwise specified, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, the Company intends to spin off the SpinCo by way of the Global Offering and a separate listing of the SpinCo Shares on the Main Board of the Stock Exchange.

In accordance with the requirements of PN15, the Board proposed to give due regard to the interests of the Shareholders by providing the qualifying Shareholders with the Assured Entitlement by way of Preferential Offering, if the Proposed Spin-off proceeds.

It is currently intended that, if the Proposed Spin-off proceeds, an Assured Entitlement of approximately 5.0% of the SpinCo Shares initially being offered under the Global Offering will be offered to the qualifying Shareholders by way of Preferential Offering. Details in respect of the Proposed Spin-off, including the size and structure of the Global Offering and the terms of the Assured Entitlement, have not yet been finalized and further announcement(s) will be made by the Company as and when appropriate.

The purpose of this announcement is to inform the Shareholders of the Record Date for the purpose of determining the Assured Entitlement. Qualifying Shareholders whose names appear on the register of members of the Company on the Record Date will be entitled to apply for the SpinCo Shares on an assured basis pursuant to the Preferential Offering, and the basis of such Assured Entitlement will be determined based on their respective shareholdings in the Company on the Record Date, the details of which will be separately announced as and when appropriate.

Subject to the relevant legal restrictions and regulatory requirements, the qualifying Shareholders (regardless of whether they choose to participate in the Preferential Offering or not) and Shareholders who are not qualifying Shareholders (or who do not satisfy the basis of the Assured Entitlement) may also either (i) apply for the SpinCo Shares under the Hong Kong Public Offering, if eligible; or (ii) indicate an interest for the SpinCo Shares under the International Offering, if qualified to do so. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional advisers.

## **RECORD DATE AND CLOSURE OF REGISTER OF MEMBERS**

For the purpose of determining the Assured Entitlement and pursuant to Rule 13.66 of the Listing Rules, the Board is pleased to announce that the Record Date will be Monday, November 6, 2023. The register of members of the Company will be closed on Monday, November 6, 2023 and no transfers of the Shares will be registered on that date.

In order to qualify for the Assured Entitlement, all transfers of Shares accompanied by the relevant share certificates must be lodged with the share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Friday, November 3, 2023. The last day for dealing in the Shares cum-entitlement to the Assured Entitlement will be Wednesday, November 1, 2023.

As the final dates of registration and issue of the prospectus of the SpinCo have not yet been finalized, the Record Date and the closure of the register of members of the Company for the purpose of determining the Assured Entitlement of qualifying Shareholders set out in this announcement are subject to change depending on the final timetable of the Proposed Spin-off.

**In the event that there is a change in the Record Date and the closure of the register of members of the Company for determining the Assured Entitlement of qualifying Shareholders, a further announcement will be made by the Company and such revised Record Date and closure of the register of members of the Company will supersede and replace the Record Date and the closure of the register of members of the Company for determining the Assured Entitlement set out in this announcement.**

## GENERAL

Details in respect of the Proposed Spin-off, including the structure, the expected timetable and the terms of the Assured Entitlement, have yet to be finalized. Further announcement(s) will be made by the Company in relation to the Proposed Spin-off and the Assured Entitlement as and when appropriate in accordance with the Listing Rules.

**As the Proposed Listing is conditional upon, among other things, the approval of the Listing Committee, the final decision of the Board and the board of directors of the SpinCo, market conditions and other considerations, the Proposed Spin-off may or may not materialize. Shareholders and other investors should be aware that there is no assurance that the Proposed Spin-off will take place or as to when it may take place. If the Proposed Spin-off does not proceed for any reason, the Preferential Offering will not proceed. Shareholders and other investors are reminded to exercise caution when dealing in the securities of the Company. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional advisers.**

## DEFINITIONS

“Assured Entitlement”	the entitlement of qualifying Shareholders to apply for the SpinCo Shares on an assured basis pursuant to the Preferential Offering determined on the basis of their respective shareholdings in the Company at 4:30 p.m. on the Record Date
“Board”	the board of Directors of the Company
“Company”	WuXi Biologics (Cayman) Inc. (藥明生物技術有限公司*), an exempted company incorporated in the Cayman Islands with limited liability on February 27, 2014, the shares of which are listed on the Main Board on the Stock Exchange
“Global Offering”	the Hong Kong Public Offering and the International Offering (including the Preferential Offering)
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Public Offering”	the proposed offer of the SpinCo Shares for subscription by the public in Hong Kong
“International Offering”	the proposed offer of the SpinCo Shares to certain professional and institutional investors and other investors, and, includes the Preferential Offering
“Listing Committee”	the Listing Committee of the Stock Exchange

“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended or supplemented from time to time
“PN15”	Practice Note 15 to the Listing Rules
“PRC”	the People’s Republic of China, for the purpose of this announcement, excluding Hong Kong, Macao Special Administrative Region and Taiwan
“Preferential Offering”	the preferential offering of the SpinCo Shares to qualifying Shareholders as the Assured Entitlement in the Global Offering
“Proposed Listing”	the proposed listing of the SpinCo Shares on the Main Board of the Stock Exchange
“Proposed Spin-off”	the proposed spin-off and separate listing of the SpinCo Shares on the Main Board of the Stock Exchange
“Record Date”	Monday, November 6, 2023, being the record date for determining the Assured Entitlement of the qualifying Shareholders to the SpinCo Shares
“Shareholder(s)”	shareholders of the Company
“SpinCo”	WuXi XDC Cayman Inc., an exempted company incorporated in the Cayman Islands with limited liability on December 14, 2020
“SpinCo Shares”	ordinary shares in the share capital of the SpinCo with a par value of US\$0.00005 each
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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

Hong Kong, October 20, 2023

*As at the date of this announcement, the Board comprises Dr. Zhisheng Chen and Dr. Weichang Zhou as executive Directors; Dr. Ge Li, Mr. Yibing Wu and Mr. Yanling Cao as non-executive Directors; and Mr. William Robert Keller, Mr. Kenneth Walton Hitchner III, Mr. Jackson Peter Tai and Dr. Jue Chen as independent non-executive Directors.*

\* *For identification purpose only*