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**Genscript Biotech Corporation**

**金斯瑞生物科技股份有限公司\***

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

**(Stock code: 1548)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the Extraordinary General Meeting of Genscript Biotech Corporation (the “**Company**”) will be held at 9 a.m. on Thursday, 21 December, 2017 at Conference room, 7/F, Nexxus Building, 41 Connaught Road Central, Hong Kong for the purpose of considering and if thought fit, passing, with or without amendment, the following resolutions as ordinary resolutions of the Company:

**ORDINARY RESOLUTION**

1. “**THAT** the rules of the proposed share option scheme of Legend Biotech Corporation (a copy of which has been produced to this Extraordinary General Meeting marked ‘A’ and initialled by the chairman of the Extraordinary General Meeting for the purpose of identification) be and are hereby approved and the directors of the Company be and are hereby authorised to execute such documents and take such action as they deem appropriate to implement and give effect to the scheme.”

By Order of the Board

**Dr. Zhang Fangliang**

*Chairman and Chief Executive Officer*

Hong Kong, 3 December, 2017

\* For identification purposes only

*Registered office:*  
4th Floor, Harbour Place  
103 South Church Street  
George Town, P.O. Box 10240  
Grand Cayman KY1-1002  
Cayman Islands

*Principal place of business in Hong Kong:*  
18/F, Tesbury Centre,  
28 Queen's Road East,  
Hong Kong

*As at the date of this notice, the executive Directors are Dr. ZHANG Fangliang, Ms. WANG Ye and Mr. MENG Jiange; the non-executive Directors are Dr. WANG Luquan, Mr. HUANG Zuie-Chin and Mr. PAN Yuexin; and the independent non-executive Directors are Mr. GUO Hongxin, Mr. DAI Zumian and Ms. ZHANG Min.*

*Notes:*

1. On a poll, every shareholder present at the Extraordinary General Meeting shall be entitled to one vote for every fully paid-up share of which he is the holder. The result of such poll shall be deemed to be the resolution of the Extraordinary General Meeting at which the poll was so required or demanded.
2. Any member of the Company entitled to attend and vote at the Extraordinary General Meeting of the Company is entitled to appoint one or more proxies to attend and vote instead of such member in accordance with the Articles of Association of the Company. A proxy need not be a member of the Company.
3. In the case of joint holders of any shares, any one of such joint holders may vote at the Extraordinary General Meeting, either personally or by proxy, in respect of such shares as if he was solely entitled thereto. However, if more than one of such joint holders is present at the meeting, either personally or by proxy, the joint holder whose name stands first in the register of members of the Company will alone be entitled to vote in respect of such shares.
4. In order to be valid, the form of proxy together with a power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, must be deposited at the registered office of the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the Extraordinary General Meeting of the Company or any adjournment thereof. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.
5. A form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either executed under seal or under the hand of an officer or attorney duly authorized to sign the same.

6. The Register of Members of the Company will be closed from Monday, 18 December 2017 to Thursday, 21 December 2017, both days inclusive, during which period no transfer of shares of the Company will be registered, for the purpose of ascertaining entitlement to attend the Extraordinary General Meeting of the Company. In order to be eligible to attend and vote at the Extraordinary General Meeting of the Company, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Friday, 15 December 2017.
7. If there is a "black" rainstorm warning or a tropical cyclone warning signal number 8 or above in force at or after 7:00 a.m. on 21 December 2017 and/or the Hong Kong Observatory has announced at or before 7:00 a.m. on 21 December 2017 that either of the above mentioned warnings is to be issued within the next two hours, the Extraordinary General Meeting shall automatically be postponed to the next Business Day on which no "black" rainstorm warning or tropical cyclone warning signal number 8 or above is hoisted between the hours from 7:00 a.m. to 9:00 a.m. and in such case the Extraordinary General Meeting shall be held at 9 a.m. on that Business Day at Conference room, 7/F, Nexxus Building, 41 Connaught Road Central, Hong Kong. "Business Day", in this context, shall mean a day (not being Saturday, Sunday or public holiday) on which banks in Hong Kong generally are open for business.
8. The Extraordinary General Meeting is estimated to last no longer than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own traveling, dining and accommodation expenses. If you have any questions regarding the Extraordinary General Meeting, please contact Emma Dong at [emma.dong@genscript.com](mailto:emma.dong@genscript.com) or Iris Luo at [genscript@wsfg.hk](mailto:genscript@wsfg.hk).