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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)

INSIDE INFORMATION:

**COLLABORATION AND LICENSE AGREEMENT WITH
JANSSEN BIOTECH, INC.**

This announcement is made by the board of directors (the “**Board**”) of Genscript Biotech Corporation (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Board is pleased to announce that on 22 December 2017 (before trading hours), (i) Legend Biotech USA Inc., a non-wholly-owned subsidiary of the Company (“**Legend U.S.**”), (ii) Legend Biotech Ireland Limited, a non-wholly-owned subsidiary of the Company (“**Legend Ireland**”, together with Legend U.S., “**Legend**”), and (iii) Janssen Biotech, Inc., a pharmaceutical company specializing in the pursuit of new therapies to prevent, intercept, treat and cure disease (“**Janssen**”), entered into a collaboration and license agreement (the “**Agreement**”) in relation to the parties’ collaboration in the development, manufacture and commercialisation of certain products (the “**Products**”) in the field of diagnostic, prophylactic and therapeutic uses in multiple myeloma (the “**Field**”) and cross-license grants.

The Products are T-cells incorporating certain defined chimeric antigen receptors (CARs) that bind to two specific epitopes on B-cell maturation antigen (BCMA) (the “**LCAR**”), a lead of which is under development by Legend. Legend controls certain patents, know-how and other rights related to the Products. Pursuant to the Agreement, Legend and Janssen agreed to (i) jointly develop, manufacture and commercialize the Products in the Field worldwide and share development costs, manufacturing capital expenditures and profits and losses (70% to Legend and 30% to Janssen for the Greater China market and in equal shares for markets outside Greater China); and (ii) grant to each other co-exclusive, non-royalty bearing, sublicensable (to affiliates, consultants and contractors) licenses its know-how and patent rights relating to the exploitation of the Products to make, have made, use, sell, offer for sale, import and otherwise exploit the Products for all uses worldwide.

According to the Agreement, Janssen shall make (i) upfront payments of US\$350 million (in aggregate) to Legend within ten business days after the date of the Agreement in consideration of, among other matters, the rights granted by Legend to Janssen under the Agreement; (ii) milestone payments (subject to achievement of the relevant milestone events) upon the first occurrence of various milestone events, determined with reference to, among other matters, costs incurred in manufacturing or acquisition of product, different stages of regulatory filing and commercialisation approval, and net sales amounts of the Products.

Janssen has considerable knowledge and experience in developing and commercialising products in the oncology field throughout the world. It is expected that the Group’s collaboration with Janssen will enhance its experience and infrastructure in connection with its clinical trial development and commercialisation of its products. Accordingly, the Board believes that the Agreement and the transactions contemplated thereunder are in the best interests of the Company and its shareholders as a whole. For further details of the Group’s research and development results of CAR-T (chimeric antigen receptor T) cell technology in immunotherapy for cancer cure, please refer to the voluntary announcements of the Company dated 28 October 2016, 14 May 2017, 6 June 2017, 19 September 2017 and 11 December 2017.

To the best knowledge and belief of the Company, Janssen and its ultimate beneficial owners are third parties independent of the Company. The transactions contemplated under the Agreement do not constitute any notifiable transactions or connected transactions of the Company under the Listing Rules.

Shareholders and potential investors of the Company are advised to pay attention to investment risks and exercise in caution when they deal or contemplate dealing in the securities of the Company.

By order of the Board
Genscript Biotech Corporation
Zhang Fangliang
Chairman and Chief Executive Officer

Hong Kong, 22 December 2017

As at the date of this announcement, 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.

** For identification purposes only*