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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)

**COMPLETION OF PLACING OF SHARES
UNDER TOP-UP PLACING AND SUBSCRIPTION
AND
COMPLETION OF PLACING OF SHARES
BY A CONTROLLING SHAREHOLDER
AND
CLARIFICATION REGARDING THE NET PROCEEDS**

Reference is made to the announcement of the Company dated 5 June 2018 (the “**Announcement**”) in relation to the Vendor Placing, the Subscription and the Wang Placing. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF PLACING OF SHARES UNDER TOP-UP PLACING AND SUBSCRIPTION

The Board is pleased to announce that the conditions of the Vendor Placing have been fulfilled and the completion of the Vendor Placing (the “**Vendor Placing Completion**”) took place on 7 June 2018. An aggregate of 75,000,000 Vendor Placing Shares have been placed through the Placing Agents to not less than six placees at the Vendor Placing Price of HK\$26.5 per Vendor Placing Share.

To the best of the Directors’ knowledge, information and belief, and having made all reasonable enquiries, the placees and their respective ultimate beneficial owners are third parties independent of, not acting in concert (as defined in the Takeovers Code) with and not connected with the Company and/or its connected persons. None of the placees has become a substantial shareholder (as defined in the Listing Rules) of the Company immediately upon completion of the Vendor Placing.

The Company will publish a further announcement upon the completion of the Subscription.

COMPLETION OF PLACING OF SHARES BY A CONTROLLING SHAREHOLDER

The Company has been informed by Ms. Wang that the conditions of the Wang Placing have been fulfilled and the completion of the Wang Placing (the “**Wang Placing Completion**”) took place on 7 June 2018. An aggregate of 15,000,000 Wang Placing Shares had been placed through the Placing Agents to not less than six placees at the Wang Placing Price of HK\$26.5 per Wang Placing Share.

To the best of the Directors’ knowledge, information and belief, and having made all reasonable enquiries, the placees and their respective ultimate beneficial owners are third parties independent of, not acting in concert (as defined in the Takeovers Code) with and not connected with the Company and/or its connected persons. None of the placees has become a substantial shareholder (as defined in the Listing Rules) of the Company immediately upon completion of the Wang Placing.

EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company immediately before and after the Vendor Placing Completion and the Wang Placing Completion:

Shareholder	Immediately before the Vendor Placing Completion, the Wang Placing Completion and the completion of the Subscription		Immediately after the Vendor Placing Completion and the Wang Placing Completion but before the completion of the Subscription	
	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>
The Vendor (<i>Note</i>)	887,402,024	50.48	812,402,024	46.21
Placees	—	—	90,000,000	5.12
Other public shareholders	870,656,771	49.52	855,656,771	48.67
Total	<u>1,758,058,795</u>	<u>100.00</u>	<u>1,758,058,795</u>	<u>100.00</u>

Note:

Immediately prior to the Vendor Placing Completion and the Wang Placing Completion, the Vendor is interested in 887,402,024 Shares, representing approximately 50.48% of the then issued share capital of the Company taking into account the number of Option Shares. The Vendor is owned as to approximately 28.83%, approximately 23.69%, approximately 22.36%, approximately 6.02%, approximately 1.04%, approximately 12.04% and approximately 6.02% by Zhang Fangliang (the Chairman and Chief Executive Officer of the Company), Wang Luquan (a Director), Wu Yongmei, Ms. Wang, Mu Yingjun, 2017 Fangliang Zhang Family Trust and 2017 Ye Wang Family Trust, respectively.

CLARIFICATION REGARDING THE NET PROCEEDS

The Board noted that the estimated net proceeds from the Vendor Placing and the Subscription (the “**Net Proceeds**”) was incorrectly disclosed on page 13 of the announcement of the Company dated 5 June 2018 due to inadvertent oversight and miscalculation of the estimated Net Proceeds by including the proceeds from the Wang Placing in the calculation. The Board wishes to clarify that the estimated Net Proceeds, after deducting commissions, fees and expenses payable to the Placing Agents and other expense incidental to the Vendor Placing and Subscription, is approximately HK\$1,971,702,660.50.

By Order of the Board
Genscript Biotech Corporation
Dr. Zhang Fangliang
Chairman and Chief Executive Officer

Hong Kong, 8 June 2018

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

** For identification purposes only*