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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

DISPOSAL OF SHARES BY A CONTROLLING SHAREHOLDER

This announcement is made by 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 under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

DISPOSAL OF SHARES BY A CONTROLLING SHAREHOLDER

The Company has been informed by Genscript Corporation (“**GS Corp**”), a controlling shareholder of the Company, that on 14 May 2021 (after 12:00 pm and before afternoon trading hours), it entered into an agreement relating to the transfer of shares of the Company (the “**Shares**”) with GNS Holdings Limited (the “**Purchaser**”), pursuant to which GS Corp has agreed to sell, and the Purchaser has agreed to purchase 61,789,112 Shares (representing approximately 3.00% of the issued share capital of the Company as enlarged by the Share Issuance (as defined below) assuming such issuance is completed), for HK\$18.658 per Share (the “**Disposal**”). Completion of the Disposal (the “**Completion**”) is subject to a number of conditions, and shall be expected to take place on the seventh business day after satisfaction (or, as the case may be, waiver) of the last of those conditions, or at such date as otherwise agreed by the parties in writing. To the best of the knowledge, information and belief of the Directors and having made all reasonable enquires, as of the date of this announcement, the Purchaser and its ultimate beneficial owners are third parties independent of and not connected with the Company and its connected persons (as defined in the Listing Rules).

The board of directors of the Company (the “**Board**”) does not expect the Disposal to have any significant impact on the business operations and the composition of the management of the Group.

INFORMATION OF THE PURCHASER

The Purchaser is a company formed under the laws of the Cayman Islands. Hillhouse Capital Management, Ltd. (“**Hillhouse Capital**”) serves as the sole investment manager of the Purchaser.

Founded in 2005, Hillhouse Capital is a global firm of investment professionals and operating executives who are focused on building and investing in high quality business franchises that achieve sustainable growth. Independent proprietary research and industry expertise, in conjunction with world-class operating and management capabilities, are key to Hillhouse Capital's investment approach. Hillhouse Capital partners with exceptional entrepreneurs and management teams to create value, often with a focus on enacting innovation and technological transformation. Hillhouse Capital invests in the healthcare, consumer, TMT, advanced manufacturing, financial and business services sectors in companies across all equity stages. Hillhouse Capital and its group members manage assets on behalf of global institutional clients.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out a summary of the shareholding structure of the Company (i) as at the date of this announcement, and (ii) following the Completion (assuming that the issue of 102,981,853 new Shares under general mandate as set out in the announcement of the Company dated on even date (the “**Share Issuance**”) is completed prior to the Completion) assuming that there is no change in the issued share capital of the Company save for the Share Issuance and the Disposal:

	As at the date of this announcement		Following the Completion (assuming that the Share Issuance is completed prior to the Completion)	
	<i>Number of Shares held</i>	<i>%</i>	<i>Number of Shares held</i>	<i>%</i>
Purchaser	—	—	164,770,965	8.00
Other shareholders of the Company	1,957,157,111	100.00	1,895,367,999	92.00
Total issued Shares	1,957,157,111	100.00	2,060,138,964	100.00

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
GenScript Biotech Corporation
MENG Jiange
Chairman and Executive Director

Hong Kong, 14 May 2021

As at the date of this announcement, the executive Directors are Mr. Meng Jiange, Ms. Wang Ye and Dr. Zhu Li; the non-executive Directors are Dr. Wang Luquan, Mr. Pan Yuexin and Ms. Wang Jiafen; and the independent non-executive Directors are Mr. Guo Hongxin, Mr. Dai Zumian, Mr. Pan Jiuan and Dr. Wang Xuehai.

* For identification purposes only