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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)**

## **VOLUNTARY ANNOUNCEMENT ACQUISITION OF PROPERTIES**

### **PROPERTIES PURCHASE AGREEMENTS**

This is a voluntary announcement made by the board (the “**Board**”) of directors (the “**Directors**”) of GenScript Biotech Corporation (the “**Company**”, together with its subsidiaries, the “**Group**”). The Board is pleased to announce that on 27 June 2022, GenScript Jiangsu, Probio Jiangsu, Jiangsu Hanrui Asset Management Co., Ltd.\* (江蘇瀚瑞資產經營有限公司) (“**Hanrui Management**”), and Jiangsu Hanrui Investment Holding Co., Ltd.\* (江蘇瀚瑞投資控股有限公司) (“**Hanrui Investment**”) (together with Hanrui Management, the “**Sellers**”) entered into the Properties Purchase Agreements, pursuant to which (a) Hanrui Management and Hanrui Investment agreed to sell, and Probio Jiangsu agreed to acquire, four buildings and one building from Hanrui Management and Hanrui Investment, respectively, and (b) Hanrui Management agreed to sell, and GenScript Jiangsu agreed to acquire, three buildings from Hanrui Management. All eight buildings are situated at the Science Technology Park Development Zone, Zhenjiang, Jiangsu Province, the PRC (collectively, the “**Properties**”).

### **The Properties**

The Properties are eight buildings with an aggregate exclusive land use right area of approximately 33,653.50 square meter and construction area of approximately 54,801.94 square meter as registered on the Real Estate Ownership Certificates, situated at Science Technology Park Development Zone, Zhenjiang, Jiangsu Province, the PRC. The Company intends to use the Properties as the Group’s factories for expanding the manufacturing capacity of our biologics products, including Good Manufacturing Practice (GMP) plasmid and viral vector, etc.

## **Consideration**

The aggregate consideration for the Properties is approximately RMB259,996,000.0 (equivalent to approximately HK\$305,267,112.8) (the “**Consideration**”), and was determined based on the outcome of the process of bidding invitation, auction or listing\* (招拍掛).

The Consideration will be funded by the internal resources of the Group and will be settled in cash within five (5) working days following the date of the Properties Purchase Agreement. The relevant registration in respect of the land use rights of the Properties shall be made within five (5) working days following the date of the Properties Purchase Agreement, provided that the Consideration has been fully paid.

## **REASONS FOR AND BENEFITS OF THE ENTERING INTO THE PROPERTIES PURCHASE AGREEMENTS**

The Group currently rents the Properties from the Sellers as factories for the purpose of expanding the Group’s manufacturing capacity. Upon completion of the Acquisition, the Group will own the land use rights of the Properties and will be able to save rental expenses and expand the manufacturing capacity of the Group. In view of the location and the designated use of the Properties, the Directors believe that the Acquisition is in line with the long term business development strategy and plan of the Group. Based on the valuation of the Properties as at 29 December 2021 made by Jiangsu Guoheng Zhongce Land and Real Estate Assets Appraisal Consultation Co., Ltd\* (江蘇國衡中測土地房地產資產評估諮詢有限公司), an independent professional valuer, based on the market value of local comparable properties, the Directors consider that the Properties Purchase Agreements were entered into on normal commercial terms, and the terms of which are fair and reasonable and in the interests of the Company and its shareholders as a whole.

To the best of the Directors’ knowledge, information and belief, and having made all reasonable enquiries, each of the Sellers and their respective ultimate beneficial owners is an Independent Third Party.

## **LISTING RULES IMPLICATIONS**

As none of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Acquisition of the eight Properties on an aggregated basis exceeds 5%, the Acquisition does not constitute a notifiable transaction under Chapter 14 of the Listing Rules.

## **GENERAL INFORMATION**

### **Information on the Sellers**

Hanrui Investment is a limited liability company incorporated under the laws of the PRC and is a state-owned enterprise wholly-owned by the Zhenjiang People’s Government, the PRC. Hanrui Management is a limited liability company incorporated under the laws of the PRC and is owned as to approximately 81.4% by Hanrui Investment. Each of the Sellers is principally engaged in the investment and asset management of properties in the PRC.

To the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, each of the Sellers and their ultimate beneficial owner is an Independent Third Party.

### **Information on GenScript Jinagsu**

GenScript Jiangsu is a company established under the laws of the PRC, which is an indirect wholly-owned subsidiary of the Company and is principally engaged in the discovery and manufacturing of gene synthesis, peptide, protein and antibody.

### **Information on Probio Jiangsu**

Probio Jiangsu is a company established under the laws of the PRC, which is an indirect non-wholly owned subsidiary of the Company and is principally engaged in gene and cell therapy solution covering chemistry, manufacturing and controls (CMC) of plasmid and virus for the investigational new drug (IND) filing as well as clinical manufacturing and commercial manufacturing.

## **DEFINITIONS**

In this announcement, unless the context otherwise requires, the following terms shall have the following meanings:

“Acquisition”	the acquisition of the Properties by GenScript Jiangsu and Probio Jiangsu in accordance with the terms of the Properties Purchase Agreements;
“Properties Purchase Agreements”	the properties purchase agreements entered into by and among GenScript Jiangsu, Probio Jiangsu and the Sellers in relation to the sale and purchase of the Properties;
“Genscript Jiangsu”	Jiangsu GenScript Biotech Co., Ltd.* (江蘇金斯瑞生物科技有限公司), a limited liability company incorporated in the PRC, which is an indirect wholly-owned subsidiary of the Company;
“HK\$”	Hong Kong Dollar, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Independent Third Party(ies)”	the independent third party who is, to the best of the Directors' knowledge, information and belief having made all reasonable enquiry, independent of and not connected with the Company and the connected person(s) (as defined in the Listing Rules) of the Company;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;

“PRC”	the People’s Republic of China, excluding, for the purpose of this announcement, Hong Kong, the Macau Special Administrative Region of China and Taiwan;
“ProBio Jiangsu”	Jiangsu GenScript ProBio Biotech Co., Ltd* (江蘇金斯瑞蓬勃生物科技有限公司), a limited company incorporated in the PRC, which is an indirect non wholly-owned subsidiary of the Company;
“Real Estate Ownership Certificates”	real estate ownership certificates (不動產權証);
“RMB”	Renminbi yuan, the lawful currency of the PRC;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited; and
“%”	per cent.

*For the purposes of illustration only, any amount denominated in RMB in this announcement was translated into HK\$ at the rate of HK\$1 = RMB0.8517. Such translations should not be construed as a representation that the amounts in question have been, could have been or could be, converted at any particular rate at all.*

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

By order of the Board  
**Genscript Biotech Corporation**  
**Meng Jiange**  
*Chairman and Executive Director*

Hong Kong, 29 June 2022

*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. Zhang Fangliang, 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