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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)

EXERCISE OF LEGEND WARRANT BY WARRANTHOLDER AND OVERSEAS REGULATORY ANNOUNCEMENT

Reference is made to the announcements of the Genscript Biotech Corporation (the “**Company**”) dated 14 May 2021 and 23 May 2021 (the “**Previous Announcements**”) in relation to, among other things, the entering into the Subscription Agreement dated 13 May 2021 between Legend Biotech, a non-wholly owned subsidiary of the Company, whose ordinary shares (the “**Legend Biotech Shares**”) are listed by way of American Depositary Shares (“**ADSs**”) on the Nasdaq Global Select Market in the United States (the “**U.S.**”), and LGN Holdings Limited (the “**Warrantholder**”), pursuant to which, among other things, Legend Biotech issued to the Warrantholder a warrant (the “**Legend Warrant**”) to subscribe for and purchase from Legend Biotech up to an aggregate of 10,000,000 Legend Biotech Shares at an aggregate exercise price of US\$200.0 million. Unless otherwise defined, terms used in this announcement shall have the same meanings given them in the Previous Announcements.

The board of directors (the “**Board**”) the Company was informed by Legend Biotech that on 11 May 2023 (after trading hours in Hong Kong), the Warrantholder exercised in full the Legend Warrant to purchase 10,000,000 Legend Biotech Shares, at an exercise price of US\$20.00 per Legend Biotech Share for an aggregate exercise price of US\$200,000,000, and as a result, Legend Biotech issued 10,000,000 Legend Biotech Shares (the “**Warrant Shares**”) to the Warrantholder.

Immediately upon the completion of the issuance of the Warrant Shares by Legend Biotech, the shareholding of the Company in Legend Biotech is diluted and reduced to 48.38% of outstanding Legend Biotech Shares, without taking into account the future allotment, issuance, exercise and vesting of the ESOP. Although the Company holds less than 50% of the equity interests and voting rights in Legend Biotech, the Company has de facto control of Legend Biotech since the equity interests held by other shareholdings are dispersed and the other shareholders of Legend Biotech have not organized their interests in such a way that they exercise more votes than the Company. On the basis of the above, Legend Biotech will continue to be a non-wholly owned subsidiary of the Company. The results of operations and financial position of Legend Biotech will continue to be recorded in the Group’s consolidated financial statements.

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is made by the Board pursuant to Rule 13.10B of the Listing Rules.

On 12 May 2023 (New York Time) (after trading hours in Hong Kong), Legend Biotech, a wholly owned subsidiary of the Company, whose shares are listed by way of ADSs on the Nasdaq Global Select Market in the U.S., has filed a Form 6-K with the SEC in relation to the exercise of warrant by the Warrantholder. For details, please refer to the attached Form 6-K as published on the SEC's website available at <https://www.sec.gov/Archives/edgar/data/1801198/000115752323000830/0001157523-23-000830-index.htm>.

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, 14 May 2023

As at the date of this announcement, the executive Directors are Dr. Zhang Fangliang, 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*

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 6-K

**Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934**

Date of Report: May 12, 2023

Commission File Number: 001-39307

Legend Biotech Corporation
(Exact Name of Registrant as Specified in its Charter)

**2101 Cottontail Lane
Somerset, New Jersey 08873
(Address of principal executive office)**

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Legend Biotech Corporation Reports Exercise of Warrant

On May 12, 2023, Legend Biotech Corporation (the “**Company**”) announced that LGN Holdings Limited (the “**Warrant Holder**”) exercised in full its warrant (the “**Warrant**”) to purchase 10,000,000 ordinary shares, par value US\$0.0001 per share of the Company, at an exercise price of US\$20.00 per Ordinary Share for an aggregate exercise price of US\$200,000,000, and, as a result, the Company issued the 10,000,000 Ordinary Shares to the Warrant Holder.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

LEGEND BIOTECH CORPORATION

Date: May 12, 2023

By: /s/ Lori Macomber

Name: Lori Macomber

Title: Chief Financial Officer