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Genscript Biotech Corporation

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1548)

(1) POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 29 MAY 2025; (2) CHANGE IN COMPOSITION OF THE BOARD; AND (3) CHANGE IN COMPOSITION OF BOARD COMMITTEES

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 29 MAY 2025

At the annual general meeting (the “AGM”) of Genscript Biotech Corporation (the “Company”) held on 29 May 2025, all the proposed resolutions put to the vote have been taken by way of poll, as set out in the notice of AGM dated 9 April 2025 as enclosed to the circular of the Company dated 9 April 2025 (the “Circular”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

Attendance at the AGM

As at the date of the AGM, (i) the total number of issued Shares was 2,177,158,832 Shares (excluding Treasury Shares, if any); (ii) there was no repurchased share which was pending for cancellation and should therefore be excluded from the total number of issued Shares entitling holders to attend and vote on all the resolutions at the AGM; (iii) the Company did not hold Treasury Shares and no voting rights of Treasury shares has been exercised at the AGM; and (iv) Computershare Hong Kong Trustees Limited (the Trustee of the 2019 Restricted Share Award Scheme and the 2021 Restricted Share Award Scheme) and the nominee account (of which the beneficial owners are the relevant grantees of the 2019 Restricted Share Award Scheme and the 2021 Restricted Share Award Scheme), which were holding 6,007,894 unvested Shares and 273,096 unvested Shares with voting rights attached respectively (representing approximately 0.28% and 0.01% of the number of the issued Shares respectively) have abstained from voting on any of the resolutions at the AGM. As such, save as disclosed below, holders of 2,170,877,842 Shares (or authorized proxies) were entitled to attend and vote on the resolutions proposed at the AGM.

Directors who are also Shareholders abstained from voting on the resolution in relation to the remuneration of Directors. Save as disclosed above, to the best knowledge, information and belief of the Company: (i) save as disclosed above, there were no Shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules nor any Shares whose holders are required under the Listing Rules to abstain from voting at the AGM; and (ii) no party has stated any intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

All the Directors were present at the meeting either in person or by means of telecommunication.

Scrutineer

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

Poll results of the AGM

The poll results in respect of the resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS ^{Note 1}		No. of Votes (%) ^{Note 2}	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ Director(s) ”) and auditors of the Company for the year ended 31 December 2024.	1,155,742,523 (99.973185%)	310,000 (0.026815%)
2.	(A) (i) To re-elect Ms. Ye Wang (“ Ms. Sally Wang ”) as executive Director.	1,137,342,535 (98.381562%)	18,709,988 (1.618438%)
	(ii) To re-elect Mr. Jiuan Pan (“ Mr. Ethan Pan ”) as independent non-executive Director.	1,145,882,342 (99.120267%)	10,170,181 (0.879733%)
	(iii) To re-elect Dr. Alphonse Galdes as independent non-executive Director.	1,155,989,423 (99.994542%)	63,100 (0.005458%)
	(iv) To re-elect Dr. Ross Grossman as independent non-executive Director.	1,153,200,149 (99.753266%)	2,852,374 (0.246734%)
	(v) To re-elect Dr. John Quelch as independent non-executive Director.	1,154,580,565 (99.872674%)	1,471,958 (0.127326%)
	(B) To authorize the board of Directors (the “ Board ”) to fix remuneration of the Directors.	1,155,993,703 (99.994912%)	58,820 (0.005088%)
3.	To re-appoint Ernst & Young, Certified Public Accountants, as the auditor of the Company and authorize the Board to fix remuneration of auditor.	1,156,052,523 (100.000000%)	0 (0.000000%)
4.	(A) To give a general and unconditional mandate to the Directors to allot, issue and deal with additional shares (including any sale or transfer of the treasury shares, if any) not exceeding 20% of the number of the issued shares of the Company (excluding the treasury shares, if any).	1,058,828,816 (91.590027%)	97,223,707 (8.409973%)
	(B) To give a general and unconditional mandate to the Directors to repurchase shares not exceeding 10% of the number of the issued shares of the Company (excluding the treasury shares, if any).	1,155,776,419 (99.976117%)	276,104 (0.023883%)
	(C) To extend the authority given to the Directors pursuant to the ordinary resolution No. 4(A) to issue shares by adding the number of shares repurchased under the ordinary resolution No. 4(B).	1,062,161,595 (91.878316%)	93,890,928 (8.121684%)

Note 1 The full texts of the resolutions are set out in the notice of the meeting incorporated in the Circular.

Note 2 All percentages are rounded to six decimal places.

As more than 50% of votes were casted in favour of each of the above ordinary resolutions numbered 1 to 4, all of the above resolutions were approved by the Shareholders.

CHANGE IN COMPOSITION OF THE BOARD

The Board hereby announces that:

- (1) as disclosed in the Circular, Mr. Zumian Dai (“**Mr. Edward Dai**”) retired as an independent non-executive Director with effect from the conclusion of the AGM in order to focus on his own business. Mr. Edward Dai also ceased to be the chairman of the audit committee (the “**Audit Committee**”), the chairman of the remuneration committee (the “**Remuneration Committee**”), a member of the nomination committee (the “**Nomination Committee**”), and a member of the strategy committee (the “**Strategy Committee**”) of the Company following his retirement; and
- (2) Dr. Luquan Wang (“**Dr. Larry Wang**”) had tendered resignation from his position as the non-executive Director in order to focus on his own business, with effect from 29 May 2025.

Each of Dr. Larry Wang and Mr. Edward Dai has confirmed that he has no disagreement with the Board and there is no other matter in relation to their respective resignation that needs to be brought to the attention of the Shareholders or The Stock Exchange of Hong Kong Limited.

The Board would like to express its gratitude to Dr. Larry Wang and Mr. Edward Dai for their valuable contributions to the Company during their tenure of office.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board further announces the following changes in the composition of the committees of the Company with effect from 29 May 2025.

Audit Committee

Mr. Edward Dai ceased to be the chairman of the Audit Committee, and Mr. Yiu Leung Andy Cheung (“**Mr. Andy Cheung**”), an independent non-executive Director, has been re-designated from a member to the chairman of the Audit Committee.

Following the above changes, the Audit Committee comprises three members, namely Mr. Andy Cheung (*chairman*), Mr. Ethan Pan, and Dr. Alphonse Galdes.

Remuneration Committee

Mr. Edward Dai ceased to be the chairman of the Remuneration Committee, and Dr. Chenyang Shi (“**Dr. Victor Shi**”), an independent non-executive Director, has been re-designated from a member to the chairman of the Remuneration Committee.

Following the above changes, the Remuneration Committee comprises three members, namely Dr. Victor Shi (*chairman*), Ms. Sally Wang, and Dr. Ross Grossman.

Nomination Committee

Mr. Edward Dai ceased to be a member of the Nomination Committee.

Following the above change, the Nomination Committee comprises five members, namely Mr. Jiange

Meng (“**Robin Meng**”) (*chairman*), Ms. Sally Wang, Mr. Ethan Pan, Mr. Andy Cheung and Dr. Victor Shi.

Strategy Committee

Mr. Edward Dai ceased to be a member of the Strategy Committee.

Following the above change, the Strategy Committee comprises four members, namely Dr. Fangliang Zhang (“**Dr. Frank Zhang**”) (*chairman*), Mr. Ethan Pan, Dr. Victor Shi and Dr. John Quelch.

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

Hong Kong, 29 May 2025

*As at the date of this announcement, the executive Directors are Mr. Jiange Meng (“**Robin Meng**”), Dr. Fangliang Zhang (“**Dr. Frank Zhang**”), Dr. Li Zhu and Ms. Sally Wang; and the independent non-executive Directors are Dr. Alphonse Galdes, Mr. Yiu Leung Andy Cheung (“**Mr. Andy Cheung**”), Mr. Jiuan Pan (“**Mr. Ethan Pan**”), Dr. John Quelch, Dr. Ross Grossman, and Dr. Chenyang Shi (“**Dr. Victor Shi**”).*