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Genscript Biotech Corporation

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1548)

GRANT OF SHARE AWARDS

This announcement is made by the Board of the Company pursuant to Rule 17.06A, Rule 17.06B and Rule 17.06C of the Listing Rules. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as defined in the Circular.

THE GRANT OF SHARE AWARDS PURSUANT TO THE 2019 RSU SCHEME

Reference is made to the Circular and the announcement of the Company dated 16 December 2025 regarding the amendment of the 2019 RSU Scheme. A summary of the principal terms of the 2019 RSU Scheme was set out in the Circular. The Board announces that, on 15 December 2025, the Company granted an aggregate of 36,314 Share Awards to two Directors, subject to acceptances as well as terms and conditions of the 2019 RSU Scheme.

Details of Grant A

The details of the Grant A are as follows:

Date of Grant A:	15 December 2025
Number of Share Awards granted:	36,314 RSUs
Director Grantees:	(a) 18,157 RSUs were granted to Dr. John Quelch, being an independent non-executive Director of the Company; and (b) 18,157 RSUs were granted to Dr. Ross Grossman, being an independent non-executive Director of the Company.
Purchase price for the Share Awards granted:	Nil

Market price of the Shares:	The closing price per Share on the Stock Exchange on the Date of Grant A is HK$12.86 per Share.
Vesting period:	Subject to the terms of the Grant A and the 2019 RSU Scheme, the RSUs granted to Director Grantees will be subject to a total vesting period (i.e. the period between the Date of Grant A and the last vesting date) of approximately 3 years in batches, where each batch of RSUs granted may vest annually starting from 31 March 2027 and will be fully vested on 31 March 2029.
Performance targets:	There is no performance target attached to the Share Awards granted to the Director Grantees. Having considered that the purpose of the grant of the Share Awards to the Director Grantees is to serve as part of their remuneration package upon their appointment as a Director, the Board and the Remuneration Committee believe that without additional performance target, the grant of the Share Awards to the Director Grantees could align the interests of the Director Grantees with that of the Company and the Shareholders, which is in line with the purpose of the 2019 RSU Scheme.
Clawback mechanism:	No clawback mechanism is attached to the Share Awards granted to the Director Grantees. Having considered that the Share Awards granted to the Director Grantees are subject to certain vesting conditions and the terms of the 2019 RSU Scheme, which covers situations where the Share Awards granted to the Director Grantees will lapse in the event that a grantee cease to be a Director of the Group, the Board and the Remuneration Committee believe that without additional clawback mechanism, the grant of the Share Awards to the Director Grantees could align the interests of the Director Grantees with that of the Company and the Shareholders, which is in line with the purpose of the 2019 RSU Scheme.
Financial assistance:	The Group has not provided any financial assistance to any of the Director Grantees to facilitate the purchase of Shares under the 2019 RSU Scheme.

The Share Awards were granted to the following Director Grantees who are either a Director, chief executive and/or substantial shareholder (as defined in the Listing Rules) of the Company, or an associate (as defined in the Listing Rules) of any of them:

Name of the Grantee	**Position in the Company**	**Number of RSUs Granted**	**Approximately of the issued share capital of the Company as at the date immediately prior to this announcement**
Dr. John Quelch	Independent Non-Executive Director	18,157	0.001%
Dr. Ross Grossman	Independent Non-Executive Director	18,157	0.001%

The grant of the Share Awards to Dr. John Quelch and Dr. Ross Grossman has been approved by the independent non-executive Directors and the Remuneration Committee in accordance with the 2019 RSU Scheme.

Save as disclosed above, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, as at the date of this announcement, none of the Director Grantees is: (i) a Director, or a chief executive, or a substantial shareholder (as defined in the Listing Rules) of the Company or an associate (as defined in the Listing Rules) of any of them; (ii) a participant with options and awards granted and to be granted exceeding the 1% individual limit under Rule 17.03D of the Listing Rules; or (iii) a related entity participant or service provider with options and awards granted and to be granted in any 12-month period exceeding 0.1% of the total number of issued Shares. The Grant A is not subject to approval by the independent Shareholders.

The Grant A will be satisfied by existing Shares arising from previously lapsed RSUs pursuant to the 2019 RSU Scheme. As no new Shares will be issued by the Company as a result of the Grant A, the Grant A will not have any dilutive effect on the equity interests of existing Shareholders. The Shares underlying the Share Awards granted to the Director Grantees are held by the Trustee on trust for the Director Grantees until the end of each vesting period and be transferred to the respective Director Grantees upon the end of each vesting period.

THE GRANT OF SHARE AWARDS PURSUANT TO THE 2021 RSU SCHEME

Reference is made to the Circular and the announcement of the Company dated 16 December 2025 regarding the amendment of the 2021 RSU Scheme. A summary of the principal terms of the 2021 RSU Scheme was set out in the Circular. The Board announces that, on 15 December 2025, the Company granted an aggregate of 2,978,265 Share Awards to certain employees and a service provider of the Company, subject to acceptances as well as terms and conditions of the 2021 RSU Scheme.

Details of Grant B

The details of the Grant B are as follows:

Date of Grant B:	15 December 2025
Number of Share Awards granted:	2,978,265 RSUs
Grantees of Grant B:	(a) Employee Grantees: 2,905,638 RSUs were granted to certain employees of the Group. (b) Service Provider Grantee: 72,627 RSUs were granted to an individual consultant, who is a service provider engaged by the Company to provide technical research and development services. Having considered that (i) the Service Provider Grantee provides services to the Group on a continuing or recurring basis in the ordinary and usual course of business, (ii) the Service Provider Grantee has extensive experience in synthetic biology industries and the services provided are beneficial to the overall business development of the Group, and (iii) the Share Awards granted to the Service Provider Grantee will be subject to a vesting period over one year, the Board believes that the grant can align the interests of the Service Provider Grantee with the interests of the Company and its Shareholders, motivate the Service Provider Grantee to commit to the Group's future development and growth, which therefore is in line with the purpose of the 2021 RSU Scheme.
Purchase price for the Share Awards granted:	Nil
Market price of the Shares:	The closing price per Share on the Stock Exchange on the Date of Grant B is HK$12.86 per Share.

Vesting period:	Subject to the terms of the Grant B and the 2021 RSU Scheme: (a) the RSUs granted to the Employee Grantees will be subject to a total vesting period (i.e. the period between the Date of Grant B and the last vesting date) of approximately three to five years in batches on an annual basis between 31 March 2027 and 31 March 2031; and (b) the RSUs granted to the Service Provider Grantee will be vest in one batch on 31 March 2027.
Performance targets:	(a) Employee Grantees: Vesting of each Share Awards granted to Employee Grantees shall be conditional upon their achievement of the following criteria: (i) continuous employment with the Company, (ii) individual performance results being meets expectations and/or above, and (iii) compliance with the Company's code of conduct and practice of the corporate culture and core values. The Board is entitled to waive certain vesting conditions at its own discretion under specified circumstances as specified at the time of making the grant. (b) Service Provider Grantee: There is no performance target attached to the Share Awards granted to the Service Provider Grantee.
Clawback mechanism:	(a) Employee Grantees: The Share Awards granted to the Employee Grantees are subject to the clawback mechanism as set out in the terms of the 2021 RSU Scheme, pursuant to which the Board has the authority to provide that any award shall be subject to a clawback under specified circumstances as detailed in the 2021 RSU Scheme. The Board is of the view that the flexibility given to the Board in relation to the clawback mechanism will allow the Company to claw back the equity incentives granted to the selected participants who committed serious misconduct or if there is a material misstatement in the audited financial statements of the Company that requires a restatement and therefore aligns with the purpose of the 2021 RSU Scheme. (b) Service Provider Grantee: No clawback mechanism is attached to the Share Awards granted to the Service Provider.
Financial assistance:	The Group has not provided any financial assistance to any of the Employee Grantees or the Service Provider Grantee to facilitate the purchase of Shares under the 2021 RSU Scheme.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, as at the date of this announcement, none of the Employee Grantees or the Service Provider Grantee is: (i) a Director, or a chief executive, or a substantial shareholder (as defined in the Listing Rules) of the Company or an associate (as defined in the Listing Rules) of any of them; (ii) a participant with options and awards granted and to be granted exceeding the 1% individual limit under Rule 17.03D of the Listing Rules; or (iii) a related entity participant or service provider with options and awards granted and to be granted in any 12-month period exceeding 0.1% of the total number of issued Shares. The Grant B is not subject to approval by the independent Shareholders.

The Stock Exchange had granted conditional listing approval for the new Shares underlying the share option(s) and/or award(s) within the Scheme Mandate Limit which may be granted pursuant to the 2021 RSU Scheme and all share schemes of the Company, subject to fulfillment of all other conditions of the respective share schemes of the Company. The issue of 2,978,265 new ordinary Shares to satisfy the Grant B under the 2021 RSU Scheme will not be subject to the Shareholders' approval and such new Shares will be held on trust for the Employee Grantees and the Service Provider Grantee until the end of each vesting period and be transferred to the respective Employee Grantees and the Service Provider Grantee upon the end of each vesting period.

The new ordinary Shares to be issued and allotted by the Company under the Grant B represent approximately 0.1362% of the total issued Shares of the Company as at the Date of Grant B and approximately 0.1360% of the total issued Shares of the Company as enlarged by such issue and allotment.

NUMBER OF SHARES AVAILABLE FOR FUTURE GRANTS

The Grant A to the Directors Grantees will be satisfied by existing Shares arising from previously lapsed RSUs pursuant to the 2019 RSU Scheme. The Grant B to the Employee Grantees and the Service Provider Grantee will be satisfied by issuance of new Shares within the Scheme Mandate Limit. As at the date of this announcement, after the Grant B, 202,494,842 underlying Shares will be available for future grants under the Scheme Mandate Limit, and 21,066,356 underlying Shares will be available for future grants under the Service Provider Sublimit.

DEFINITIONS

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

"Board"	the board of Directors;
"Circular"	the circular of the Company dated 22 April 2024;
"Company"	Genscript Biotech Corporation;
"Date of Grant A"	15 December 2025;
"Date of Grant B"	15 December 2025;
"Director(s)"	the director(s) of the Company;
"Director Grantees"	Dr. John Quelch and Dr. Ross Grossman, each of whom is an independent non-executive Directors of the Company;
"Employee Grantees"	certain employees of the Group, who were granted 2,905,638 RSUs in total in accordance with the 2021 RSU Scheme on the Date of Grant B;
"Grant A"	the grant of 36,314 Share Awards pursuant to the 2019 RSU Scheme to the Director Grantees on 15 December 2025;
"Grant B"	the grant of 2,978,265 Share Awards pursuant to the 2021 RSU Scheme to the Employee Grantees and the Service Provider Grantee on 15 December 2025;
"Grantees"	collectively, the Director Grantees, the Employee Grantees and the Service Provider Grantee;
"Group"	the Company and its subsidiaries;
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange as amended or supplemented from time to time;
"Remuneration Committee"	the remuneration committee of the Board;

"RSU(s)"	any restricted share unit representing the same number of Shares that may be offered by the Company to pursuant to the restricted share award schemes adopted by the Company which may vest in the form of Shares issued or otherwise transferred by the Company and/or trust to a selected participant;
"Scheme Mandate Limit"	the limit on grant(s) of share option(s) and/or award(s) over new Shares under all share schemes of the Company approved by the Shareholders, which must not exceed 212,768,651 (being 10% of the total number of issued Shares as at 21 June 2024, being the date of the Shareholders' approval of the Scheme Mandate Limit);
"Service Provider Grantee"	a service provider of the Group, who was granted 72,627 RSUs in total in accordance with the 2021 RSU Scheme on the Date of Grant B;
"Service Provider Sublimit"	a sublimit under the Scheme Mandate Limit for awards over new Shares under the restricted share awards schemes adopted by the Company granted to the Service Provider Grantee, which must not exceed 21,276,865 (being 1% of the total number of issued Shares as at 21 June 2024, being the date of the Shareholders' approval of the Service Provider Sublimit);
"Share(s)"	the ordinary shares in the share capital of the Company;
"Share Award(s)"	the share award(s) in the form of RSU(s) granted to the Grantees;
"Shareholder(s)"	holder(s) of the Shares;
"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"2019 RSU Scheme"	the restricted share unit scheme of the Company adopted on 22 March 2019 and subsequently amended on 21 June 2024 and 15 December 2025;
"2021 RSU Scheme"	the restricted share unit scheme of the Company adopted on 23 August 2021 and subsequently amended on 26 May 2022, 21 June 2024, and 15 December 2025;
%	per cent.

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

Hong Kong, 16 December 2025

*As at the date of this announcement, the executive Directors are Mr. Jiange Meng ("**Mr. Robin Meng**"), Dr. Fangliang Zhang ("**Dr. Frank Zhang**"), Dr. Li Zhu and Ms. Ye Wang ("**Mr. 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**").*