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WUXI XDC CAYMAN INC.

藥明合聯生物技術有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2268)



BioDlink International

Company Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1875)

JOINT ANNOUNCEMENT

**DESPATCH OF COMPOSITE DOCUMENT RELATING TO
VOLUNTARY CONDITIONAL CASH OFFERS BY CITIGROUP GLOBAL
MARKETS ASIA LIMITED FOR AND ON BEHALF OF THE OFFEROR
FOR ALL THE ISSUED SHARES OF THE COMPANY (OTHER THAN
THOSE SHARES ALREADY OWNED OR AGREED TO BE ACQUIRED
BY THE OFFEROR AND THE OFFEROR CONCERT PARTIES) AND TO
CANCEL ALL OUTSTANDING SHARE OPTIONS**

FINANCIAL ADVISER TO THE OFFEROR



**INDEPENDENT FINANCIAL ADVISER TO
THE INDEPENDENT BOARD COMMITTEE**



中毅資本有限公司

Grand Moore Capital Limited

References are made to: (i) the joint announcement dated 14 January 2026 issued by the Offeror, WuXi Biologics and the Company in relation to, among other things, the Offers; (ii) the joint announcement dated 4 February 2026 issued by the Offeror and the Company in relation to the delay in despatch of the composite document in relation to the Offers; and (iii) the composite offer and response document dated 12 February 2026 issued by the Offeror and the Company in connection with, among other things, the Offers (the “**Composite Document**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Composite Document.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document containing, among other things: (i) details of the Offers (including the expected timetable); (ii) a letter of advice from the Independent Board Committee to the Shareholders and the Option Holders in relation to the Offers; and (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee in relation to the Offers, together with the accompanying Form(s) of Acceptance, will be despatched to the Shareholders and the Option Holders on 12 February 2026 in accordance with the Takeovers Code.

Copies of the Composite Document and the accompanying Form(s) of Acceptance are also available on the websites of the Stock Exchange and of the Company.

EXPECTED TIMETABLE

The expected timetable set out below, as extracted from the Composite Document, is indicative only and may be subject to change. Further announcement(s) will be made by the Offeror and the Company in the event of any changes to the timetable as and when appropriate. Unless otherwise specified, all times and dates references contained in this announcement, the Composite Document and the accompanying Form(s) of Acceptance refer to Hong Kong times and dates.

Event	Hong Kong time and dates
Despatch date of the Composite Document, the Option Offer Letter and the accompanying Form(s) of Acceptance and commencement date of the Offers ^(Note 1)	Thursday, 12 February 2026
Latest time and date for RSA Holders to provide written notice to the Administration Committee relating to acceptance of the Share Offer in respect of RSA Shares ^(Note 8)	4:00 p.m. on Friday, 6 March 2026
First Closing Date ^(Note 2)	Friday, 13 March 2026
Latest time and date for acceptance of the Offers on the First Closing Date ^(Notes 2, 3 and 5)	4:00 p.m. on Friday, 13 March 2026

Announcement of the results of the Offers as at
the First Closing Date (or as to whether the Offers
has been revised or extended) on the websites of
the Stock Exchange and the Company. no later than 7:00 p.m. on
Friday, 13 March 2026

Latest date for despatch of cheques for payment of
the amounts due under the Offers in respect of
valid acceptances received under the Offers
at or before 4:00 p.m. on the First Closing Date
(assuming the Offers become or are declared
unconditional in all respects
on the First Closing Date)^(Note 4) Tuesday, 24 March 2026

Final Closing Date of the Offers
(assuming the Offers become or are declared
unconditional on the First Closing Date)^(Note 6) Friday, 27 March 2026

Latest time and date for acceptance of the Offers
assuming that the Offers become or are declared
unconditional in all respects on
the First Closing Date^(Note 6) 4:00 p.m. on
Friday, 27 March 2026

Announcement of the results of the Offers as at
the final Closing Date on the websites of
the Stock Exchange and the Company^(Note 6) no later than 7:00 p.m. on
Friday, 27 March 2026

Latest date for despatch of cheques for payment of
the amounts due under the Offers in respect of
valid acceptances received under the Offers
at or before 4:00 p.m. on the final Closing Date,
being the latest time and date by which
the Offers remain open for acceptances
(assuming the Offers become or are declared unconditional
on the First Closing Date)^(Notes 4, 6) Friday, 10 April 2026

Latest time and date by which the Offers
can become or be declared unconditional
as to acceptances^(Note 7) 7:00 p.m. on
Monday, 13 April 2026

Notes:

- (1) The Offers will be open for acceptance on and from Thursday, 12 February 2026 (being the date of the Composite Document) and the latest time for acceptance of the Offers will be 4:00 p.m. on Friday, 13 March 2026, or such later time(s) and/or date(s) as may be announced by the Offeror in compliance with the Takeovers Code, Regulation 14E and approved by the Executive. Acceptances of the Offers shall be irrevocable and are not capable of being withdrawn, except in the circumstances as permitted under the Takeovers Code. Please refer to the paragraph headed “5. Right of withdrawal” in Appendix I of the Composite Document for further information on the circumstances where acceptances may be withdrawn.
- (2) In accordance with the Takeovers Code, the Offers must initially be opened for acceptance for at least 21 days following the date on which the Composite Document is posted. As the Offers will, in addition to compliance with the Takeovers Code, also be subject to the applicable U.S. tender offer rules as set out in Regulation 14E, the Offers must remain open for at least 20 U.S. Business Days following the date on which the Composite Document is posted. Therefore, in order to comply with both the Takeovers Code and Regulation 14E, the Offers will initially remain open for acceptances until 4:00 p.m. on Friday, 13 March 2026 (Hong Kong time) unless the Offeror revises or extends the Offers in accordance with the Takeovers Code or required by applicable laws. The Offeror has the right under the Takeovers Code to extend the Offers until such date as it may determine subject to compliance with the Takeovers Code (or as permitted by the Executive in accordance with the Takeovers Code). In the event that the Offers have not become or are not declared unconditional on the First Closing Date, the Offeror will issue an announcement to extend the Closing Date to a date falling no less than 14 days after the First Closing Date. If the Offers have become or been declared unconditional as to acceptances, the Offeror will issue an announcement including a statement that the Offers will remain open until a specified date or until further notice. In the latter case, at least 14 days’ notice by way of an announcement will be given before the Offers are closed to the Shareholders and the Option Holders who have not accepted the Offers. If the Acceptance Condition is not satisfied on the First Closing Date (i.e. the Acceptance Level on the First Closing Date falls below 60%), the Offeror will extend the First Closing Date to a date falling no less than 14 days after the First Closing Date. For the avoidance of doubt, the Offeror may exercise such right to extend the Closing Date in compliance with the Takeovers Code on more than one occasion but there is no obligation to extend the Offers if the Conditions are not satisfied or waived (where applicable) by any Closing Date subsequent to the First Closing Date.
- (3) Beneficial owners of the Offer Shares who hold their Offer Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant and who wish to accept the Share Offer should note the timing requirements (as set out in Appendix I to the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of HKSCC and HKSCC Operational Procedures.
- (4) Remittances in respect of the cash consideration (after deducting the seller’s Hong Kong ad valorem stamp duty payable in respect of the Share Offer) payable for the Offer Shares tendered under the Share Offer will be despatched to the Shareholders accepting the Share Offer by ordinary post at their own risk.

Cheques in respect of the cash consideration payable for the Share Options surrendered for cancellation under the Option Offer will be delivered to the registered office of the Company at Room 1918, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong for collection by the Option Holders.

Payment will be made as soon as possible, but in any event no later than seven (7) Business Days after the later of (i) the Unconditional Date and (ii) the date of receipt by the Registrar of all relevant documents to render each acceptance under the relevant Offers complete and valid in accordance with the Takeovers Code, the Composite Document and the relevant accompanying Form(s) of Acceptance.

- (5) If a tropical cyclone warning signal number 8 or above, or a black rainstorm warning, or “extreme conditions” as announced by the Government of Hong Kong is/are in force in Hong Kong:
- (a) at any time before 12:00 noon but no longer in force at or after 12:00 noon on the latest date for acceptance of the Offers and/or the latest date for despatch of cheques for payment of the amounts due under the Offers in respect of valid acceptances (as the case may be), the latest time for acceptance of the Offers will remain at 4:00 p.m. on the same Business Day and/or the latest date for despatch of cheques will remain on the same Business Day; or
 - (b) at any time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Offers and/or the latest date for despatch of cheques for payment of the amounts due under the Offers in respect of valid acceptances (as the case may be), the latest time for acceptance of the Offers will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force at any time between 12:00 noon and 4:00 p.m. and/or the latest date for despatch of cheques will be rescheduled to the following Business Day which does not have either of those warnings in force between 12:00 noon and 4:00 p.m. or such other day as the Executive may approve in accordance with the Takeovers Code.
- (6) Pursuant to Rule 15.3 of the Takeovers Code, where the Offers become or are declared unconditional (whether as to acceptances or in all respects), the Offers should remain open for acceptances for not less than 14 days thereafter.
- (7) In accordance with Rule 15.5 of the Takeovers Code, except with the consent of the Executive, the Offers may not become or be declared unconditional as to acceptances after 7:00 p.m. on the 60th day after the date of the Composite Document. Accordingly, unless the Offers have previously become or been declared unconditional as to acceptances or have been extended with the consent of the Executive, the Offers will lapse at 7:00 p.m. on Monday, 13 April 2026. In accordance with Rule 15.7 of the Takeovers Code, except with the consent of the Executive, all Conditions must be fulfilled (or waived, if applicable) or the Offers must lapse no later than 21 days after the First Closing Date or the date when the Offers become or are declared unconditional as to acceptances, whichever is the later.
- (8) RSA Holders wishing to accept the Share Offer in respect of their RSA Shares should provide written notice indicating that they intend to accept the Share Offer together with relevant documents to the Administration Committee by no later than 4:00 p.m. (Hong Kong time) of the date falling no less than five (5) Business Days before the relevant Closing Date (which shall be Friday, 6 March 2026 in the case of the First Closing Date) of such intention. Further details relating to the procedure for acceptance of the Share Offer in respect of RSA Shares is set out in section headed “FURTHER TERMS AND PROCEDURES FOR ACCEPTANCE OF THE OFFERS – 1. PROCEDURES FOR ACCEPTANCE – 1.1 Share Offer – Share Offer – RSA Shares” in Appendix I to the Composite Document.

Save as mentioned above, if the latest time for acceptance of the Offers does not take effect on the date and time as stated above, the other dates mentioned above may be affected. The Offeror and the Company will notify the Shareholders and the Option Holders by way of announcement(s) on any change to the expected timetable as soon as practicable.

WARNING

Upon receipt of the Composite Document and the accompanying Form(s) of Acceptance, the Shareholders, RSA Holders and Option Holders are encouraged to read them carefully, including the advice from the Independent Financial Adviser to the Independent Board Committee and the advice from the Independent Board Committee to the Shareholders and the Option Holders, before deciding whether or not to accept the Offers.

Shareholders, RSA Holders, Option Holders and potential investors are reminded to monitor the announcements to be made by the Company or jointly by the Offeror and the Company in respect of the progress of the Offers and are advised to exercise caution when dealing in the securities of the Company. If Shareholders, RSA Holders, Option Holders and potential investors are in any doubt about their position, they should consult their professional advisers.

The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings, if any, in any securities of the Company.

By order of the board of directors of
WuXi XDC Cayman Inc.

Dr. Jincai LI

Executive Director and Chief Executive Officer

By order of the board of directors of
BioDlink International Company Limited

Mr. Shan FU

Executive Director

Hong Kong, China 12 February 2026

As at the date of this announcement, the Board comprises Mr. Shan FU as executive Director; Dr. Weidong LIU as non-executive Director; and Ms. Hui SUN, Mr. Qing ZHANG and Dr. Xuelin GU as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than the information relating to the Offeror and the Offeror Concert Parties) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the directors of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the board of the Offeror comprises Dr. Jincai LI, Mr. Jerry Jingwei ZHANG and Mr. Xiaojie XI as executive directors; Dr. Zhisheng CHEN, Dr. Jijie GU and Ms. Ming SHI as non-executive directors; and Dr. Ulf GRAWUNDER, Mr. Kenneth Walton HITCHNER III and Mr. Hao ZHOU as independent non-executive directors.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than information relating to the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

This announcement is published in English and in Chinese. In the event of any inconsistency, the English text of this announcement will prevail over the Chinese text.

* For identification purposes only