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
東曜藥業股份有限公司
(Incorporated in Hong Kong with limited liability)
(Stock Code: 1875)

JOINT ANNOUNCEMENT

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

(1) CLOSE OF THE OFFERS AND RESULTS OF THE OFFERS
(2) SETTLEMENT OF THE OFFERS
AND
(3) PUBLIC FLOAT OF THE COMPANY

FINANCIAL ADVISER TO THE OFFEROR

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INDEPENDENT FINANCIAL ADVISER TO THE INDEPENDENT BOARD COMMITTEE

中毅資本有限公司
Grand Moore Capital Limited

Reference is made to (i) 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**"); (ii) the joint announcement of the Company dated 13 March 2026 issued by the Offeror and the Company in relation to the level of acceptances on the First Closing Date and the extension of the Offers; and (iii) the joint announcement of the Company dated 17 March 2026 issued by the Offeror and the Company in relation to, among others, the Offers having become unconditional in all respects on the same day.

Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Composite Document. All times and dates contained in this announcement refer to Hong Kong times and dates.

CLOSE OF THE OFFERS AND RESULTS OF THE OFFERS

As at 4:00 p.m. on Tuesday, 31 March 2026:

(a) the Offeror had received valid acceptances for the Share Offer in respect of 475,069,724 Offer Shares (the "**Acceptance Shares**"), representing approximately 61.47% of the total issued share capital and voting rights of the Company as at the date of this announcement; and

(b) the Offeror had received valid acceptances for the Option Offer in respect of 7,612,600 Share Options, representing approximately 99.74% of the total outstanding Share Options as at the date of this announcement.

The Offeror announces that the Share Offer and the Option Offer were closed at 4:00 p.m. on Tuesday, 31 March 2026, and were not revised or extended.

7,612,600 Share Options have been cancelled pursuant to the valid acceptances in respect of a total of 7,612,600 Share Options under the Option Offer. As at the date of this announcement, the Company has 20,000 outstanding Options.

Interests of the Offeror and the Offeror Concert Parties in securities of the Company

Immediately following Completion, taking into account the Acceptance Shares and subject to due registration of the transfer of such Shares by the Registrar, the Offeror and the Offeror Concert Parties owned, controlled or had direction over a total of 475,069,724 Shares, representing approximately 61.47% of the issued share capital and voting rights of the Company as at the date of this announcement.

None of the Offeror and the Offeror Concert Parties (for the avoidance of doubt, excluding Citi group's exempt principal traders and exempt fund managers, in each case recognised by the Executive as such for the purpose of the Takeovers Code):

(a) held, controlled or directed any (i) Shares or rights over Shares (excluding Shares held on behalf of non-discretionary investment clients of Citi group, if any), or (ii) Share Options immediately before the commencement of the Offer Period;

(b) save in respect of the Offer Shares, acquired or agreed to acquire any (i) Shares or rights over Shares (excluding Shares held on behalf of non-discretionary investment clients of Citi group, if any), or (ii) Share Options during the Offer Period and up to the date of this announcement; or

(c) borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) in the Company during the Offer Period and up to the date of this announcement.

Further, members of the Citi group acting in the capacity of an exempt principal trader did not tender any Shares for acceptance (other than those Shares held by such exempt principal trader as a simple custodian for and on behalf of non-discretionary clients) prior to the Share Offer becoming unconditional as to acceptance in accordance with the requirements under Rule 35.3 of the Takeovers Code.

SETTLEMENT OF THE OFFERS

Settlement of the consideration payable by the Offeror in respect of acceptances of the Share Offer and the Option Offer will be made in cash as soon as possible and in any event no later than seven (7) Business Days after the later of: (a) the date of receipt of a completed and valid acceptance of the Share Offer or the Option Offer (as the case may be) or (b) the Unconditional Date (i.e. 17 March 2026), in accordance with the Takeovers Code.

For details, please refer to the section headed "Appendix I – Further Terms and Procedures for Acceptance of the Offers" to the Composite Document.

The latest date for despatch of cheques for payment of the amounts due under the Offers in respect of valid acceptances received under the Offers is Tuesday, 14 April 2026.

POST-COMPLETION UNDERTAKINGS UNDER THE IRREVOCABLE UNDERTAKINGS

As stated in the Composite Document and pursuant to the terms of the Irrevocable Undertakings, as the Completion Shareholding is above the number of Shares required to meet the Acceptance Condition, the Offeror will sell to Center Laboratories, Vivo Suzhou and Advantech Capital Investment, and each of Center Laboratories, Vivo Suzhou and Advantech Capital Investment irrevocably will acquire, in each case at the Share Offer Price (being HK$4.00), the following number of Shares at the Share Offer Price within five Business Days after Completion (collectively, the "**Post-Completion Transfer**"):

(a) **Center Laboratories**: 5,180,450 Shares, representing the lower of: (i) the Center Laboratories Shortfall Undertaking Shares validly tendered to the Offeror under the Share Offer; and (ii) such number of Shares as is equal to five-elevenths (5/11) of the difference in number of Shares between the Completion Shareholding and the number of Shares required to meet the Acceptance Condition (the "**Acceptance Excess**") (rounded down to the nearest integer);

(b) **Vivo Suzhou**: 5,180,450 Shares, representing the lower of: (i) the Vivo Suzhou Shortfall Undertaking Shares validly tendered to the Offeror under the Share Offer; and (ii) such number of Shares as is equal to five-elevenths (5/11) of the Acceptance Excess (rounded down to the nearest integer); and

(c) **Advantech Capital Investment**: 1,036,090 Shares, representing the lower of: (i) the Advantech Undertaking Shares validly tendered to the Offeror under the Share Offer; and (ii) such number of Shares as is equal to one-eleventh (1/11) of the Acceptance Excess (rounded down to the nearest integer).

SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company (i) immediately prior to the commencement of the Offers and as at the Latest Practicable Date; (ii) immediately following Completion and as at the date of this announcement (subject to due registration of the transfer of the Acceptance Shares by the Registrar); and (iii) immediately following Completion and the Post-Completion Transfer.

	Immediately prior to the commencement of the Offers and as at the Latest Practicable Date[1]		Immediately following Completion and as at the date of this announcement[1]		Immediately following Completion and the Post-Completion Transfer[1]	
	Number of Shares	Number of Shares as a percentage of total number of Shares in issue (%)	Number of Shares	Number of Shares as a percentage of total number of Shares in issue (%)	Number of Shares	Number of Shares as a percentage of total number of Shares in issue (%)
(A) Offeror and the Offeror Concert Parties[1]						
Offeror	–	–	475,069,724	61.47	463,672,734	60.00
Offeror Concert Party	–	–	–	–	–	–
(A) Sub-total	**–**	**–**	**475,069,724**	**61.47**	**463,672,734**	**60.00**
(B) IU Shareholders						
Advantech Capital Investment[2]	49,136,800	6.36	15,110,244	1.96	16,146,334	2.09
Center Laboratories	220,958,000	28.59	29,910,733	3.87	35,091,183	4.54
Chengwei Evergreen Capital	54,230,800	7.02	–	–	–	–
Vivo Capital	103,245,000	13.36	–	–	–	–
Vivo Suzhou[3]	116,250,000	15.04	68,959,223	8.92	74,139,673	9.59
(B) Sub-total	**543,820,600**	**70.37**	**113,980,200**	**14.75**	**125,377,190**	**16.22**
(C) Trustees[4]	**47,590,948**	**6.16**	**12,972,993**	**1.68**	**12,972,993**	**1.68**
(D) Other Public Shareholders[5]	**181,376,339**	**23.47**	**170,764,970**	**22.10**	**170,764,970**	**22.10**
Total	**772,787,887**	**100.00**	**772,787,887**	**100.00**	**772,787,887**	**100.00**

Notes:

(1) Citi is the financial adviser to the Offeror in respect of the Offers. Accordingly, Citi and persons controlling, controlled by or under the same control as Citi (except exempt principal traders and exempt fund managers, in each case recognised by the Executive as such for the purpose of the Takeovers Code) are presumed to be acting in concert with the Offeror in relation to the Company in accordance with class (5) of the definition of "acting in concert" under the Takeovers Code. As at the date of this announcement, members of the Citi group did not hold, own, control or have direction over any Shares (except in respect of Shares held by exempt principal traders or exempt fund managers, in each case recognised by the Executive as such for the purposes of the Takeovers Code and also excluding Shares held on behalf of non-discretionary investment clients of the Citi group).

(2) Advantech Capital Investment is an exempted company with limited liability incorporated under the laws of Cayman Islands. Advantech Capital Investment is wholly owned by Advantech Capital II Master Investment Limited, an exempted company with limited liability incorporated under the laws of the Cayman Islands, which is in turn wholly owned by Advantech Capital II L.P., a private equity fund incorporated under the laws of the Cayman Islands. The general partner of Advantech Capital II L.P. is Advantech Capital Partners II Limited, an exempted company with limited liability incorporated under the laws of the Cayman Islands. Advantech Capital Partners II Limited is wholly owned by Mr. Pang Kee Chan Hebert. By virtue of Part XV of the SFO, Advantech Capital II Master Investment Limited, Advantech Capital II L.P., Advantech Capital Partners II Limited and Mr. Pang Kee Chan Hebert are deemed to have an interest in the Shares held by Advantech Capital Investment.

(3) Vivo Suzhou is a limited partnership organised under the laws of the PRC. The general partner of Vivo Suzhou is Suzhou Vivo Management Consulting Partnership (Limited Partnership), which is a limited partnership organised under the laws of the PRC. By virtue of Part XV of the SFO, Suzhou Vivo Management Consulting Partnership (Limited Partnership) is deemed to have an interest in the Shares held by Vivo Suzhou.

(4) Teeroy Limited and Tricor Trust (Hong Kong) Limited have been appointed by the Company to, among others, hold the RSA Shares for the benefit of the relevant RSA Holders under the 2020 Restricted Share Award Scheme and/or the 2024 Restricted Share Award Scheme.

(5) For the avoidance of doubt, as at the date of this announcement, Advantech Capital Investment, Center Laboratories, Vivo Suzhou and the Trustees are regarded as public shareholders of the Company in accordance with Rule 8.24 of the Listing Rules. 170,764,970 Shares, representing 22.10% of the total number of Shares in issue, were held by the other public shareholders of the Company, other than Advantech Capital Investment, Center Laboratories, Vivo Suzhou and the Trustees.

(6) All percentages in this table are approximations.

(7) As at the date of this announcement, no Shares were held by any of the Directors.

Public float of the Company

Immediately following Completion (subject to the due registration by the Registrar of the transfer of the Offer Shares in respect of which valid acceptances were received) and the Post-Completion Transfer, an aggregate of 309,115,153 Shares, representing approximately 40.00% of the total issued Shares as at the date of this announcement, are held by the public (as defined under the Listing Rules). As at the date of this announcement and upon completion of the Post-Completion Transfer, the Company continues to satisfy the minimum public float requirement under Rule 13.32B of the Listing Rules.

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
BioDlink International Company Limited
Mr. Shan FU
Executive Director

Hong Kong, China, 31 March 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*