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This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information provided in the Prospectus.

*This announcement does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States or any other jurisdiction where such distribution is prohibited by law, nor is this announcement an offer of Shares for sale or solicitation to purchase or subscribe for securities in the United States or any other jurisdictions. The Offer Shares have not been and will not be registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”) or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of each jurisdiction where those offers and sales occur. There will not be and is not currently intended to be any public offering of securities of the Company in the United States.*

*In connection with the Global Offering, Morgan Stanley Asia Limited, as the stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on Sunday, December 10, 2023, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilizing action, if taken, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).*

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Sunday, December 10, 2023, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, and demand for the Shares and therefore the price of the Shares could fall.

The Hong Kong Offer Shares will be offered to the public in Hong Kong subject to the terms and conditions set out in the Prospectus and the related application forms. The Hong Kong Offer Shares will not be offered to any person who is outside Hong Kong and/or not resident in Hong Kong. Potential investors of the Offer Shares should note that the Joint Sponsors and the Overall Coordinators (for themselves and on behalf of the Hong Kong Underwriters) shall be entitled to terminate the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the section headed “Underwriting – Underwriting Arrangements and Expenses – Grounds for Termination” in the Prospectus at any time prior to 8:00 a.m. on the Listing Date.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Overall Coordinators (for themselves and on behalf of the International Underwriters). Pursuant to the Over-allotment Option, the International Underwriters will have the right, exercisable by the Overall Coordinators (for themselves and on behalf of the International Underwriters) at any time from the Listing Date until Sunday, December 10, 2023, being the 30th day from the last day for lodging applications under the Hong Kong Public Offering, to require the Company to allot and issue up to an aggregate of 19,158,500 Shares, representing approximately 10.74% of the number of Offer Shares initially available under the Global Offering, at the Offer Price, to cover the over-allocations in the International Offering, if any.



WuXi XDC Cayman Inc.

藥明合聯生物技術有限公司*

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Total Number of Offer Shares under the Global Offering	: 178,446,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 53,534,000 Shares (as adjusted after reallocation)
Number of International Offer Shares	: 124,912,000 Shares (including 8,922,000 Reserved Shares under the Preferential Offering) (as adjusted after reallocation and subject to the Over-allotment Option)
Final Offer Price	: HK\$20.60 per Share, plus brokerage of 1%, SFC transaction levy of 0.0027%, the Stock Exchange trading fee of 0.00565% and AFRC transaction levy of 0.00015%
Nominal Value	: US\$0.00005 per Share
Stock Code	: 2268

*Joint Sponsors, Overall Coordinators,
Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers*

Morgan Stanley

Goldman Sachs

J.P. Morgan

*Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers
(in alphabetical order)*

CICC

Citigroup

HTSC

UPDATE ANNOUNCEMENT

Reference is made to announcement and prospectus of WuXi XDC Cayman Inc. (the “**Company**”) both dated November 7, 2023 respectively (the “**Announcement**” and the “**Prospectus**”) and the announcement of offer price and allotment results of the Company dated November 16, 2023 (the “**Results Announcement**”). This update announcement is supplemental to the Announcement, the Prospectus and the Results Announcement and should be read in conjunction with the Announcement, the Prospectus and the Results Announcement. Unless otherwise stated, terms used in this announcement shall have the same meanings as defined in the Prospectus.

UPDATE ON THE PREFERENTIAL OFFERING

The board of directors of the Company (the “**Board**”) wishes to draw the attention of the Qualifying WXB Shareholders who have made applications for the Reserved Shares in the Preferential Offering. Due to a change in the number of Reserved Shares applied for in the Preferential Offering pursuant to the Assured Entitlement as a result of certain withdrawals of subscriptions for the Reserved Shares, details of the Preferential Offering are updated as follows: applications for a total of 95,630,661 Reserved Shares have been received under the Preferential Offering, representing approximately 10.72 times the total number of 8,922,000 Reserved Shares initially available under the Preferential Offering. Among the Reserved Shares allocated, 4 valid applications in respect of a total of 1,587,989 Reserved Shares will be allocated to Qualifying WXB Shareholders as their Assured Entitlement and 15 valid applications in respect of a total of 7,334,011 Reserved Shares will be allocated to Qualifying WXB Shareholders under their valid applications for excess Reserved Shares.

Valid applications made by Qualifying WXB Shareholders for excess Reserved Shares on **BLUE** Application Forms will be conditionally allotted on the updated basis set out below:

NO. OF SHARES APPLIED FOR	NO. OF APPLICATIONS	TOTAL NO. OF EXCESS RESERVED SHARES APPLIED FOR	BASIS OF ALLOTMENT/BALLOT	TOTAL NO. OF RESERVED SHARES ALLOTTED	APPROXIMATE PERCENTAGE OF ALLOCATION BASED ON THE THE TOTAL NO. OF EXCESS RESERVED SHARES APPLIED FOR IN THIS CATEGORY
5 to 80,000	14	203,015	Allot Excess Reserved Shares applied for in full	203,015	100.00%
93,839,657	1	93,839,657	Approximately 7.59% of the Excess Reserved Shares applied for (HKSCC Nominees Limited apply on behalf of the applicants who apply in CCASS indirectly through a broker/custodian)	7,130,996	7.60%
	<u>15</u>	<u>94,042,672</u>		<u>7,334,011</u>	

Updates on the Allocation of Reserved Shares to Certain Directors and/or their Close Associates

Due to the update on the Preferential Offering as mentioned above, to the best knowledge of the Company and after all reasonable enquiries, among the Reserved Shares allocated to the Qualifying WXB Shareholders, approximately 78,885 and 6 Reserved Shares, representing approximately 0.0067% and 0.0000% of the total issued share capital of the Company immediately upon completion of the Global Offering (assuming the Over-allotment Option is not exercised and without taking into account any exercise of the share options granted under the Pre-IPO Share Option Schemes), are expected to be allocated to our Directors Dr. Zhisheng Chen and Ms. Ming Shi (the “**Relevant Directors**”) and/or their close associates based on their respective applications made by **BLUE** Application Forms, respectively, each of whom is a core connected person of the Company.

The Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver from strict compliance with Rule 10.03 and Rule 9.09(b) of the Listing Rules and a consent under Paragraph 5(2) of the Placing Guidelines to permit the Company to allocate the Reserved Shares to the Relevant Directors and/or their close associates in the Preferential Offering, subject to the conditions disclosed in the section headed “Waivers and Exemption from Strict Compliance with the Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance – Waiver and Consent in respect to Allocation of Shares to Directors and their Close Associates in Preferential Offering” in the Prospectus. Such conditions have been satisfied.

UPDATE ON THE INTERNATIONAL OFFERING

The Board also wishes to update that a total number of 3,147,728,898 International Offer Shares have been subscribed (including the subscription by the Cornerstone Investors), representing approximately 19.60 times of the total number of 160,601,000 International Offer Shares initially available for subscription under the International Offering (including 8,922,000 Reserved Shares under the Preferential Offering).

PUBLIC FLOAT

Immediately following completion of the Global Offering, assuming the Over-allotment Option is not exercised and without taking into account any exercise of the share options granted under the Pre-IPO Share Option Schemes, the number of Shares in public hands will represent approximately 15.14% of the total issued share capital of the Company. The Company has applied to the Stock Exchange for, and the Stock Exchange has granted to the Company, a waiver from strict compliance with the requirements of Rule 8.08(1)(a) of the Listing Rules to exercise its discretion subject to certain conditions under Rule 8.08(1)(d) of the Listing Rules.

Save as disclosed above, all other information as set out in the Announcement, the Prospectus and the Results Announcement remains unchanged and shall continue to be valid for all purposes.

By order of the Board
WuXi XDC Cayman Inc.
Dr. Jincal LI
Executive Director and Chief Executive Officer

Hong Kong, November 16, 2023

As at the date of this announcement, the board of directors of the Company comprises (i) Dr. Jincal LI, Mr. Jerry Jingwei ZHANG and Mr. Xiaojie XI as executive directors; (ii) Dr. Zhisheng CHEN, Dr. Weichang ZHOU and Ms. Ming SHI as non-executive directors; and (iii) Dr. Ulf GRAWUNDER, Mr. Stewart John HEN and Mr. Hao ZHOU as independent non-executive directors.

* *For identification purpose only*