

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (the “**Meeting**”) of WuXi XDC Cayman Inc. 藥明合聯生物技術有限公司* (the “**Company**”) will be held at Atour Hotel, No. 5 Xinhua Road, Xinwu District, Wuxi City, Jiangsu Province, China on Friday, December 12, 2025 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications the following as ordinary resolutions of the Company. Unless otherwise defined, capitalized terms used in this notice shall have the same meaning as those defined in the circular of the Company dated November 26, 2025.

ORDINARY RESOLUTIONS

“That:

1. (i) the revised maximum service fees from the Company and/or its subsidiaries to WuXi Biologics and/or its subsidiaries for the transactions contemplated under the Existing Antibodies Master Services Agreement in the amount of RMB3,000.00 million for the year ending December 31, 2025, and the transactions thereunder be and are hereby approved, ratified and confirmed;
- (ii) the antibodies master services framework agreement dated September 22, 2025 (the “**New Antibodies Master Services Agreement**”) (a copy of which is tabled at the Meeting and marked “A” and signed by the chairman of the Meeting for identification purposes) entered between the Company and WuXi Biologics, and all the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (iii) the annual caps with respect to the New Antibodies Master Services Agreement for each of the years ending December 31, 2026, 2027 and 2028 be and are hereby approved;

- (iv) the payload-linkers master services framework agreement dated September 2, 2025 (the “**New Payload-Linkers Master Services Agreement**”) (a copy of which is tabled at the Meeting and marked “B” and signed by the chairman of the Meeting for identification purposes) entered between the Company and WuXi AppTec, and all the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (v) the annual caps with respect to the New Payload-Linkers Master Services Agreement for each of the years ending December 31, 2026, 2027 and 2028 be and are hereby approved; and
- (vi) any Director or any other person authorized by the Directors be and is hereby authorized for and on behalf of the Company to do all acts and things and execute any agreements, deeds, instruments and any other documents, under hand or under seal, or make such arrangement as he/she may determine to be appropriate, necessary or desirable to give effect to or in connection with the Revised Annual Cap, the renewal of the Existing CCT Agreements, the adoption of annual caps contemplated thereunder and the transactions thereunder and, subject to and in accordance with the applicable laws and regulations, to approve and make such immaterial variation, amendment, supplement or waiver of immaterial matters relating thereto in the interests of the Company and its shareholders as a whole.”

By order of the Board
WuXi XDC Cayman Inc.
Dr. Jincai LI

Executive Director and Chief Executive Officer

Hong Kong, November 26, 2025

Notes:

- (i) All resolutions at the Meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
- (ii) Any shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint another person (who must be an individual) as his/her proxy to attend and vote instead of him/her and a proxy so appointed shall have the same right as the shareholder to speak at the Meeting. A proxy need not be a shareholder of the Company. A shareholder may appoint any number of proxies to attend in his/her stead at the Meeting. For the avoidance of doubt, holders of treasury shares of the Company (if any) are not entitled to voting at the Meeting.
- (iii) In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority, must be deposited at the Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting (i.e. no later than 10:00 a.m. on Wednesday, December 10, 2025, Hong Kong time) or any adjournment thereof. Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the Meeting, and in such event, the form of proxy shall be deemed to be revoked.

- (iv) For determining the qualification as shareholders of the Company to attend and vote at the Meeting, the register of members of the Company will be closed from Tuesday, December 9, 2025 to Friday, December 12, 2025, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Meeting, investors are required to lodge all transfer documents accompanied by the relevant share certificates with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Monday, December 8, 2025.
- (v) Detailed information of all resolutions as set out in the Notice of Extraordinary General Meeting is included in the circular dated November 26, 2025 (the “**Circular**”), which is available on the website of the Company (www.wuxixdc.com) and the website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).
- (vi) In case of joint shareholding, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding. Accordingly, investors who wish to have joint shareholding in the Company should bear in mind the above provision when they decide the way in which their names being provided for share registration.
- (vii) If tropical cyclone warning signal no. 8 or above, or a black rainstorm warning or “extreme conditions” caused by super typhoon is in effect at any time after 8:00 a.m. on Friday, December 12, 2025, the Meeting will be postponed and further announcement for details of alternative meeting arrangements will be made. The Meeting will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether you would attend the meeting under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.
- (viii) References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, 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. Jijie GU and Ms. Ming SHI as non-executive directors; and (iii) Dr. Ulf GRAWUNDER, Mr. Kenneth Walton HITCHNER III and Mr. Hao ZHOU as independent non-executive directors.

* *For identification purpose only*