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Genscript Biotech Corporation
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 1548)

AMENDMENT TO THE 2019 RESTRICTED SHARE UNIT SCHEME AND THE 2021 RESTRICTED SHARE UNIT SCHEME

Reference is made to the Circular of the Company dated 22 April 2024 relating to, among other things, the adoption of the amended 2019 RSU Scheme and the amended 2021 RSU Scheme. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that it has resolved to amend the 2019 RSU Scheme and the 2021 RSU Scheme as follows:

Amendments to the 2019 RSU Scheme

The 2019 RSU Scheme was adopted by the Company on 22 March 2019, and amended on 21 June 2024. The key changes entailed by the amendments to the 2019 RSU Scheme are (i) to enable the usage of treasury shares as a flexible source for settling vested awards, (ii) to clarify that awards are structured as restricted share units rather than restricted share awards, (iii) to incorporate minor administrative refinements, and (iv) to incorporate certain house-keeping amendments to ensure consistency of terms and expressions throughout the scheme.

The key amendments to the 2019 RSU Scheme are set forth as below:

Section	Amendments
6.3	The Restricted Shares shall For Selected Participants, the Company's obligation to issue Shares pursuant to an RSU may be satisfied by any of the following: (i) existing Shares to be acquired by the Company or the Trustee on the market, (ii) authorized and unissued Shares, treasury shares (subject to Applicable Laws); (iii) new Shares to be allotted and issued by the Company directly to the Selected Participant, and/or (iii) new Shares to be allotted and issued to the Trustee by the Company, in each case within the Scheme Mandate Limit (and Service Provider Sublimit thereunder), in both cases the costs of which will be borne by the Company, subject to Section 14 below.

Amendments to the 2021 RSU Scheme

The 2021 RSU Scheme was adopted by the Company on 23 August 2021 and amended on 26 May 2022 and 21 June 2024. The key changes entailed by the amendments to the 2021 RSU Scheme are (i) to enable the usage of treasury shares as a flexible source for settling vested awards, (ii) to clarify that awards are structured as restricted share units rather than restricted share awards, (iii) to enable the Trustee to hold award shares for the US Participants until the relevant vesting conditions are satisfied and subsequently transfer the shares to them in accordance with the 2021 RSU Scheme, (iv) to incorporate minor administrative refinements, and (v) to incorporate certain house-keeping amendments to ensure consistency of terms and expressions throughout the scheme.

The key amendments to the 2021 RSU Scheme are set forth as below:

Section	Amendments
6.3	<p>For Selected Participants other than US Participants, the Restricted Shares shall, the <u>Company's obligation to issue Shares pursuant to an RSU may be satisfied by any of the following:</u> (i) existing Shares to be acquired by the <u>Company or the</u> Trustee on the market, (ii) authorized and unissued Shares, treasury shares (subject to <u>Applicable Laws</u>); (iii) <u>new Shares to be allotted and issued by the Company directly to the Selected Participant,</u> and/or (iv) new Shares to be allotted and issued to the Trustee by the Company, <u>in each case</u> within the Scheme Mandate Limit (and Service Provider Sublimit thereunder), in both cases the costs of which will be borne by the Company, subject to Section 14 below.</p>

Save as disclosed above, there is no other substantive change to the rules of the 2019 RSU Scheme or the 2021 RSU Scheme.

The Company is of the view that the amendments to the 2019 RSU Scheme and the 2021 RSU Scheme are procedure-related and housekeeping amendments and are not material in nature or otherwise relating to the material terms as set out in Rule 17.03 of the Listing Rules to the advantage of the participants of the 2019 RSU Scheme and the 2021 RSU Scheme. The Company confirms that the amended terms of the 2019 RSU Scheme and the 2021 RSU Scheme comply with all relevant requirements under Chapter 17 of the Listing Rules.

The Directors (including the independent non-executive Directors) are of the view that the amendments to the 2019 RSU Scheme and the 2021 RSU Scheme are consistent with the prevailing market practice and are made in line with good corporate governance standards, and also considered that the amendments to the 2019 RSU Scheme and the 2021 RSU Scheme are in line with the interest of the Group and the Shareholders as a whole as the amendments to the 2019 RSU Scheme and the 2021 RSU Scheme could facilitate the administration and implementation of the schemes.

DEFINITIONS

“2019 RSU Scheme”	the restricted share unit scheme of the Company adopted on 22 March 2019 and amended on 21 June 2024, previously known as the 2019 Restricted Share Award Scheme
“2021 RSU Scheme”	the restricted share unit scheme of the Company adopted on 23 August 2021 and amended on 26 May 2022 and 21 June 2024, previously known as the 2021 Restricted Share Award Scheme
“Board”	the board of directors of the Company
“Circular”	the circular of the Company dated 22 April 2024
“Company”	Genscript Biotech Corporation, a company incorporated in Cayman Islands with limited liability, whose shares are listed on the Stock Exchange (stock code: 1548)
“Director(s)”	the director(s) of the Company
“Group”	Company and its subsidiaries from time to time
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended or supplemented from time to time
“Shareholders”	the holders of the Shares
“Share(s)”	ordinary shares of nominal value of US\$0.001 each in the capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“treasury shares”	the meaning ascribed to it under the Listing Rules
“Trustee”	in the context of the 2019 RSU Scheme and the 2021 RSU Scheme, an entity (which is independent of and not connected with the Company, and appointed by the Company as a trustee for the administration of the 2019 RSU Scheme and the 2021 RSU Scheme, including any additional or replacement trustee
“US”	means the United States of America
“US Participant(s)”	any Selected Participant who is a US resident and/or is subject to US tax pursuant to the Code

Shareholders and potential investors of the Company are advised to pay attention to investment risks and exercise caution when they deal or contemplate dealing in the securities of the Company.

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 (“**Ms. 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**”).*