

Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated May 31, 2017 (the “**Prospectus**”) issued by the WuXi Biologics (Cayman) Inc. (the “**Company**”).

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This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Company, the Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the Shares thereby offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer to sell or solicitation to purchase or subscribe for securities in the United States or in 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 laws of the United States and may be offered and sold (a) in the United States only to persons who are both “*Qualified Institutional Buyers*” and “*Qualified Purchasers*” in reliance on Rule 144A or another exemption from, or in a transaction not subject to, registration under the U.S. Securities Act and (b) outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act. The Company has not intended and does not intend to make any public offer of securities in the United States. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the Company and that will contain detailed information about the Company and management, as well as financial statements. No registration has been or will be made under the United States Investment Company Act of 1940.

In connection with the Global Offering, Morgan Stanley Asia Limited as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, to the extent permitted by the applicable laws of Hong Kong or elsewhere, 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 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 the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if commenced, 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, 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 Wednesday, July 5, 2017 being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

WUXI BIOLOGICS (CAYMAN) INC.

藥明生物技術有限公司*

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

- Total number of Offer Shares under the Global Offering** : 192,982,500 Shares (comprising 170,118,057 New Shares and 22,864,443 Sale Shares), subject to the Over-allotment Option)
- Number of Hong Kong Public Offer Shares** : 19,298,500 New Shares (subject to adjustment)
- Number of International Offer Shares** : 173,684,000 Shares (comprising 150,819,557 New Shares and 22,864,443 Sale Shares, subject to adjustment and the Over-allotment Option)
- Maximum Offer Price** : HK\$20.60 per Share, plus: brokerage of 1.0%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund on final pricing)
- Nominal value** : US\$0.000025 per Share
- Stock code** : 2269

Joint Sponsors, Joint Global Coordinators and Joint Bookrunners

**Bank of America
Merrill Lynch** 

Morgan Stanley **CMS**  **招商證券國際**

* For identification only

Application has been made by the Company to the Listing Committee of the Hong Kong Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering (including any additional Shares which may be issued pursuant to the exercise of the Over-allotment Option and the Pre-IPO Share Options). Dealings in the Shares on the Main Board are expected to commence at 9:00 a.m. on Tuesday, June 13, 2017.

The Global Offering comprises the Hong Kong Public Offering of 19,298,500 New Shares (subject to adjustment), representing approximately 10% of the total Offer Shares, and the International Offering of an aggregate of 173,684,000 Shares (comprising 150,819,557 New Shares and 22,864,443 Sale Shares, subject to adjustment and the Over-allotment Option), representing approximately 90% of the total Offer Shares. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to adjustment as described in the section headed “Structure of the Global Offering” in the Prospectus.

The Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Joint Global Coordinators (for themselves and on behalf of the International Underwriters) at any time from the Listing Date until Wednesday, July 5, 2017, 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 28,947,000 additional Offer Shares representing not more than 15% of the number of Offer Shares initially being offered under the Global Offering, at the Offer Price to solely cover over-allocations in the International Offering, if any.

In the event the Over-allotment Option is exercised, an announcement will be made by the Company on the Company’s website at www.wuxibiologics.com.cn and the website of the Hong Kong Stock Exchange at www.hkexnews.hk.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares (including any Shares which may be issued pursuant to the exercise of the Over-allotment Option and the Pre-IPO Share Options) on the Hong Kong Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Hong Kong Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Hong Kong Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$20.60 per Offer Share and is currently expected to be not less than HK\$18.60 per Offer Share, unless otherwise announced before the last day for lodging applications under the Hong Kong Public Offering. Applicants for the Hong Kong Public Offer Shares are required to pay, on application, the maximum Offer Price of HK\$20.60 per Offer Share together with

brokerage of 1.0%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005%. If the Offer Price as finally determined is less than the maximum Offer Price of HK\$20.60 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with the section headed “Structure of the Global Offering — Conditions of the Hong Kong Public Offering” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared.

Applications for the Hong Kong Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the Application Forms and the designated website (www.hkeipo.hk) in relation to the HK eIPO White Form. Applicants who would like to have the allotted Hong Kong Public Offer Shares registered in their own names should either (i) complete and sign the **WHITE** Application Forms, or (ii) submit applications online through the designated website of the **HK eIPO White Form Service Provider** at **www.hkeipo.hk** under the **HK eIPO White Form** service. Applicants who would like to have the allotted Hong Kong Public Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms, or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Wednesday, May 31, 2017, until 12:00 noon on Monday, June 5, 2017 from:

1. the following addresses of certain Hong Kong Underwriters:

Merrill Lynch Far East Limited
55/F Cheung Kong Center, 2 Queen’s Road Central, Central Hong Kong

Morgan Stanley Asia Limited
Level 46 International Commerce Centre, No. 1 Austin Road West, Kowloon,
Hong Kong

China Merchants Securities (HK) Co., Limited
48/F, One Exchange Square, 8 Connaught Place, Central, Hong Kong

Head & Shoulders Securities Limited
Room 2511, 25/F Cosco Tower, 183 Queen’s Road Central, Central, Hong Kong

2. any of the following branches of the receiving bank:

Wing Lung Bank Limited

	Branch Name	Address
Hong Kong Island	Head Office	45 Des Voeux Road Central
	Kennedy Town Branch	28 Catchick Street
Kowloon	Tsim Sha Tsui Branch	4 Carnarvon Road
	Sham Shui Po Branch	111 Tai Po Road
New Territories	Tsuen Wan Branch	251 Sha Tsui Road

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Wednesday, May 31, 2017 until 12:00 noon on Monday, June 5, 2017 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker, who may have such Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "WING LUNG BANK (NOMINEES) LIMITED — WUXI BIOLOGICS PUBLIC OFFER" attached should be deposited in the special collection boxes provided at any of the branches referred to above, at the following times:

Wednesday, May 31, 2017 — 9:00 a.m. to 5:00 p.m.
Thursday, June 1, 2017 — 9:00 a.m. to 5:00 p.m.
Friday, June 2, 2017 — 9:00 a.m. to 5:00 p.m.
Saturday, June 3, 2017 — 9:00 a.m. to 12:00 noon
Monday, June 5, 2017 — 9:00 a.m. to 12:00 noon

Applicants applying by **HK eIPO White Form** may submit applications through the **HK eIPO White Form** service at www.hkeipo.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Wednesday, May 31, 2017 until 11:30 a.m. on Monday, June 5, 2017 or such later time as described in the section headed "How to Apply for the Hong Kong Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus (24 hours daily, except on the last application day).

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

Wednesday, May 31, 2017 — 9:00 a.m. to 8:30 p.m.⁽¹⁾
Thursday, June 1, 2017 — 8:00 a.m. to 8:30 p.m.⁽¹⁾
Friday, June 2, 2017 — 8:00 a.m. to 8:30 p.m.⁽¹⁾
Monday, June 5, 2017 — 8:00 a.m.⁽¹⁾ to 12:00 noon

Note:

(1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/ Custodian Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Wednesday, May 31, 2017 until 8:30 p.m. on Friday, June 2, 2017 and from 8:00 a.m. until 12:00 noon on Monday, June 5, 2017 (24 hours daily, except on the last application day).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Monday, June 5, 2017, the last application day or such later time as described in the section headed “Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for the Hong Kong Public Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to publish the announcement on the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Public Offer Shares under the Hong Kong Public Offering (i) in the South China Morning Post (in English); (ii) in the Hong Kong Economic Journal (in Chinese); (iii) on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and (iv) on the Company’s website (www.wuxibiologics.com.cn) on or before Monday, June 12, 2017. The results of allocations and the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants (where applicable) under the Hong Kong Public Offering will be available through a variety of channels from Monday, June 12, 2017 as described in the section headed “How to Apply for the Hong Kong Public Offer Shares — 11. Publication of Results” in the Prospectus.

The Company will not issue temporary documents of title. No receipt will be issued for application monies received. Share certificates will only become valid at 8:00 a.m. on Tuesday, June 13, 2017 provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Hong Kong Underwriting Agreement — Grounds for Termination” in the Prospectus has not been exercised. Dealings in the Shares on the Hong Kong Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, June 13, 2017. The Shares will be traded in board lots of 500 Shares each. The stock code of the Company is 2269.

By order of the Board of Directors of the Company

Dr. Ge Li

Chairman

Hong Kong, Wednesday, May 31, 2017

As of the date of this announcement, the Board of Directors comprises Dr. Zhisheng Chen and Dr. Weichang Zhou as executive Directors; Dr. Ge Li, Mr. Edward Hu, Mr. Yibing Wu and Mr. Yanling Cao as non-executive Directors; and Mr. William Robert Keller, Mr. Teh-Ming Walter Kwauk and Mr. Wo Felix Fong as independent non-executive Directors.

*Please also refer to the published version of this announcement in the **South China Morning Post** (in English).*