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WUXI BIOLOGICS (CAYMAN) INC.
藥明生物技術有限公司*

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2269)

INSIDE INFORMATION
PLACING OF SHARES BY THE CONTROLLING SHAREHOLDER

This announcement is made by WuXi Biologics (Cayman) Inc. (the “**Company**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

PLACING OF SHARES

On December 14, 2017, the board (the “**Board**”) of directors (the “**Directors**”) of the Company has been informed by WuXi Biologics Holdings Limited (“**Biologics Holdings**”), one of the controlling shareholders (as defined in the Listing Rules) of the Company, that it has entered into a placing agreement with Morgan Stanley & Co. International plc and Merrill Lynch International (the “**Placing Agents**”) pursuant to which the Placing Agents have agreed to place 126,000,000 shares of the Company (representing approximately 10.83% of the issued share capital of the Company) held by Biologics Holdings to parties independent of and not connected with the Company at a price of HK\$40.25 each (the “**Placing**”).

Biologics Holdings has also agreed to a lock-up commitment for the period of six months beginning from the closing date of the Placing, subject to certain customary exceptions and the Proposed Transfer (as defined below). These commitments include but are not limited to (i) not selling, lending, contracting to sell, pledging, granting any option over or otherwise disposing of any equity securities of the Company or any securities convertible into equity securities of the Company and (ii) not entering into swaps or similar agreements that transfer the economic risk of

ownership of the Company's shares. G&C VII Limited, a shareholder of the Company holding approximately 4.69% of the issued share capital of the Company as at the date of this announcement, has also given a similar lock-up commitment for the period of three months from the date of signing a lock-up undertaking.

REPAYMENT OF LOANS UNDER LBO FACILITY AGREEMENT AND MANAGEMENT FACILITY AGREEMENT

References are also made to the section headed "History and Corporate Development — LBO Facility Agreement and Management Facility Agreement" in the prospectus of the Company dated May 31, 2017 (the "**Prospectus**"). The Company has been further informed by Biologics Holdings that subsequent to the completion of the Placing, Biologics Holdings will repurchase its own shares from its shareholders who will receive proceeds from the Placing, including WuXi PharmaTech (Cayman) Inc. ("**WuXi PharmaTech**") and G&C V Limited (an entity indirectly and jointly owned by Dr. Ge Li ("**Dr. Li**") and Dr. Ning Zhao) (the "**Proposed Repurchase**"). WuXi PharmaTech and G&C V Limited will in turn apply their respective proceeds from the Placing towards the repayment of the loans under the LBO Facility Agreement (as defined in the Prospectus) and the Management Facility Agreement (as defined in the Prospectus), respectively, which financed the delisting of WuXi PharmaTech in 2015. The Company has been further informed by Biologics Holdings that the loans under the LBO Facility Agreement and the Management Facility Agreement are expected to be fully paid down.

DISTRIBUTION OF SHARES TO DR. LI

In addition, a total of 1,733,971 shares of the Company, representing approximately 0.15% of the issued share capital of the Company, will be transferred by way of share repurchase from Biologics Holdings to G&C VI Limited, an entity indirectly and wholly-owned by Dr. Li. Dr. Li has directed these shares to be immediately donated to the Ge Li and Ning Zhao Family Foundation, a donor-advised fund established for the benefit of non-profit organizations, with a special emphasis on healthcare and education (the "**Proposed Transfer**").

SHAREHOLDING CHANGE IN THE COMPANY

As at the date of this announcement but before completion of the Placing, the Proposed Repurchase and the Proposed Transfer, Dr. Li, chairman of the Board and non-executive Director, controlled approximately 20.83% of the issued share capital of Biologics Holdings and 56.82% of the voting power at its general meetings. Other investors, through their shareholding interest in WuXi PharmaTech, controlled 79.17% of the issued share capital of Biologics Holdings and 43.18% of the voting power at its general meetings.

Assuming the Placing, the Proposed Repurchase and the Proposed Transfer will be completed as contemplated, (i) the shareholding held by Biologics Holdings in the Company will decrease from approximately 73.55% to approximately 62.57% of the issued share capital of the Company, and Biologics Holdings will remain as a controlling shareholder of the Company, (ii) Dr. Li will control approximately 22.77% of the issued share capital of Biologics Holdings and 59.58% of the voting power at its general meetings, and (iii) other investors, through their shareholding interest in WuXi PharmaTech, will control 77.23% of the issued share capital of Biologics Holdings and 40.42% of the voting power at its general meetings.

As the Placing, the Proposed Repurchase and the Proposed Transfer may or may not proceed, shareholders of the Company and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
WuXi Biologics (Cayman) Inc.
Dr. Ge Li
Chairman

Hong Kong, December 14, 2017

As of the date of this announcement, the Board comprises Dr. Zhisheng Chen and Dr. Weichang Zhou as executive Directors; Dr. 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.

** For identification purpose only*