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Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated Friday, June 18, 2021 (the “**Prospectus**”) of HUTCHMED (China) Limited (the “**Company**”).

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 any securities. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering before deciding whether or not to invest in the Offer Shares.

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No prospectus required for the purposes of Regulation (EU) 2017/1129 (“**EU Prospectus Regulation**”) or Regulation (EU) 2017/1129 (as it forms part of retained EU law as defined in the European Union (Withdrawal) Act 2018) (“**UK Prospectus Regulation**”) or admission document (as defined in the AIM Rules for Companies published by the London Stock Exchange plc) will be made available in connection with the matters contained in this announcement. In any member state of the European Economic Area, this announcement is only addressed to and directed at qualified investors in that member state as defined in article 2(e) of the EU Prospectus Regulation.

This announcement, insofar as it constitutes an invitation or inducement to enter into investment activity (within the meaning of section 21 of the U.K. Financial Services and Markets Act 2000, as amended) in connection with the securities which are the subject of the Global Offering, is being directed only at (i) persons who are outside the United Kingdom or (ii) if in the United Kingdom, persons who are qualified investors as defined in article 2(e) of the UK Prospectus Regulation who also (a) have professional experience in matters relating to investments who fall within Article 19(5) (investment professionals) of the U.K. Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “**Order**”) or (b) fall within Article 49(2)(a) to (d) (high net worth companies, unincorporated associations etc.) of the Order; or (iii) any other person to whom it may lawfully be communicated (all such persons in (i) to (iii) together being referred to as “**specified persons**”). This announcement is directed only at specified persons and must not be acted on or relied on in the United Kingdom by persons who are not specified persons. Any investment or investment activity to which this announcement relates is available only to specified persons and will be engaged in only with specified persons.



# HUTCHMED

**HUTCHMED (China) Limited**

**和黃醫藥(中國)有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 13)**

## **FULL EXERCISE OF THE OVER-ALLOTMENT OPTION**

### **FULL EXERCISE OF THE OVER-ALLOTMENT OPTION**

The Company announces that the Over-allotment Option described in the Prospectus and the announcement of the offer price and allotment results dated June 29, 2021 (the “**Announcement**”) has been fully exercised by the Joint Global Coordinators, on behalf of the International Underwriters, on July 12, 2021 in respect of an aggregate of 15,600,000 Offer Shares (the “**Over-allotment Shares**”), representing approximately 15% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option, to (among other things) facilitate the return to Hutchison Healthcare Holdings Limited (an indirect wholly-owned subsidiary of CK Hutchison Holdings Limited) the borrowed Shares under the Stock Borrowing Agreement which were used to cover over-allocations in the International Offering.

The Over-allotment Shares will be issued and allotted by the Company at HK\$40.10 per Offer Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%), being the Offer Price per Offer Share under the Global Offering.

A further announcement will be made by the Company after the end of the stabilization period in connection with the Global Offering pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).

### **FULL EXERCISE OF THE OVER-ALLOTMENT OPTION**

The Company announces that the Over-allotment Option described in the Prospectus and the Announcement has been fully exercised by the Joint Global Coordinators, on behalf of the International Underwriters, on July 12, 2021 in respect of an aggregate of 15,600,000 Offer Shares, representing approximately 15% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option, to (among other things) facilitate the return to Hutchison Healthcare Holdings Limited (an indirect wholly-owned subsidiary of CK Hutchison Holdings Limited) the borrowed Shares under the Stock Borrowing Agreement which were used to cover over-allocations in the International Offering.

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### **Approval of Listing**

Approval for the listing of and permission to deal in the Over-allotment Shares has already been granted by the Listing Committee of the Stock Exchange. Listing of and dealings in the Over-allotment Shares are expected to commence on the Main Board of the Stock Exchange at 9:00 a.m. on Thursday, July 15, 2021.

## Shareholding Structure of the Company upon the Completion of the Full Exercise of the Over-allotment Option

The shareholding structure of the Company immediately before and immediately after the completion of the full exercise of the Over-allotment Option is as follows:

Shareholders	Immediately before the issue of the Over-allotment Shares		Immediately after the issue of the Over-allotment Shares	
	Number of issued Shares	Approximate % of issued share capital	Number of issued Shares	Approximate % of issued share capital
<b>Controlling Shareholders</b>				
Hutchison Healthcare Holdings Limited	316,878,770 <sup>(2)</sup>	37.35%	332,478,770	38.48%
Hutchison Whampoa (China) Limited <sup>(1)</sup>	316,890,755 <sup>(2)</sup>	37.35%	332,490,755	38.48%
CK Hutchison Global Investments Limited <sup>(1)</sup>	316,902,740 <sup>(2)</sup>	37.35%	332,502,740	38.48%
CK Hutchison Holdings Limited <sup>(1)</sup>	316,902,740 <sup>(2)</sup>	37.35%	332,502,740	38.48%
<b>Directors and Senior Management</b>				
	18,200,695	2.14%	18,200,695	2.11%
<b>Other Shareholders</b>				
	513,412,225	60.51%	513,412,225	59.41%
<b>Total</b>	<b>848,515,660</b>	<b>100%</b>	<b>864,115,660</b>	<b>100%</b>

Notes:

- (1) CK Hutchison Holdings Limited wholly owns CK Hutchison Global Investments Limited, which holds more than one-third of the issued share capital of Hutchison Whampoa (China) Limited, which wholly owns Hutchison Healthcare Holdings Limited. Accordingly, Hutchison Whampoa (China) Limited is deemed to be interested in the Shares Hutchison Healthcare Holdings Limited holds; CK Hutchison Global Investments Limited is deemed to be interested in the Shares Hutchison Whampoa (China) Limited holds and is deemed to be interested in; and CK Hutchison Holdings Limited is deemed to be interested in the Shares CK Hutchison Global Investments Limited is deemed to be interested in.
- (2) Exclusive of the 15,600,000 Shares borrowed from Hutchison Healthcare Holdings Limited by Morgan Stanley & Co. International plc under the Stock Borrowing Agreement.

## **Use of Proceeds**

The Company will receive additional net proceeds of approximately HK\$603.6 million from the issue of the Over-allotment Shares, after deducting the commissions and other offering expenses payable by the Company in relation to the exercise of the Over-allotment Option. The Company intends to apply the additional net proceeds on a pro rata basis for the purposes as set out in the section headed “*Future Plans and Use of Proceeds – Use of Proceeds*” in the Prospectus.

## **PUBLIC FLOAT**

Immediately after the issue of the Over-allotment Shares, the Company will continue to comply with the public float requirements under Rule 8.08(1)(a) of the Listing Rules.

A further announcement will be made by the Company after the end of the stabilization period in connection with the Global Offering pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).

By order of the Board  
**HUTCHMED (China) Limited**  
和黃醫藥(中國)有限公司

**Edith Shih**

*Non-executive Director and Company Secretary*

Hong Kong, July 12, 2021

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. To Chi Keung, Simon as Chairman and Executive Director, Mr. Christian Lawrence Hogg, Mr. Cheng Chig Fung, Johnny and Dr. Wei-guo Su as Executive Directors, Dr. Dan Eldar and Ms. Edith Shih as Non-executive Directors, Mr. Paul Rutherford Carter, Dr. Karen Jean Ferrante, Mr. Graeme Allan Jack and Professor Mok Shu Kam Tony as Independent Non-executive Directors.*