UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934

Date of Report: August 15, 2023

Commission File Number: 001-39307

Legend Biotech Corporation

(Exact Name of Registrant as Specified in its Charter)

2101 Cottontail Lane
Somerset, New Jersey 08873
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F x Form 40-F o

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): o

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): o

Legend Biotech Reports Financial Results for the Six Months Ended June 30, 2023

Legend Biotech Corporation ("Legend Biotech") is furnishing this report on Form 6-K to provide its unaudited interim condensed consolidated financial statements as of June 30, 2023 and for the six months ended June 30, 2023 and 2022 and to provide Management's Discussion and Analysis of Financial Condition and Results of Operations with respect to such financial statements. In addition, Legend Biotech is updating its pipeline of product candidates, as set forth in Exhibit 99.4 to this Form 6-K.

On August 15, 2023, Legend Biotech issued a press release regarding its unaudited financial results for the six months ended June 30, 2023 and recent business highlights, which is attached to this Form 6-K as Exhibit 99.1 The unaudited condensed consolidated financial statements as of June 30, 2023 and for the six months ended June 30, 2023 and 2022 are attached to this Form 6-K as Exhibit 99.2. Management's Discussion and Analysis of Financial Condition and Results of Operations is attached to this Form 6-K as Exhibit 99.3.

This report on Form 6-K, including Exhibits 99.1 (other than the information included under "Webcast/Conference Call Details" and "About Legend Biotech"), 99.2, 99.3 and 99.4, are hereby incorporated by reference into Legend Biotech's Registration Statements on Form F-3 (Registration Nos. 333-257625, 333-257609 and 333-272222) and Legend Biotech's Registration Statement on Form S-8 (Registration No. 333-239478).

EXHIBIT INDEX

Exhibit	Title
99.1	Press Release, dated August 15, 2023.
99.2	Unaudited Interim Condensed Consolidated Financial Statements as of June 30, 2023 and for the six months ended June 30, 2023 and 2022.
99.3	Management's Discussion and Analysis of Financial Condition and Results of Operations.
99.4	Pipeline
101	The following materials from Legend Biotech's Report on Form 6-K for the six months ended June 30, 2023 formatted in XBRL (eXtensible Business Reporting Language): (i) the Unaudited Interim Condensed Consolidated Statements of Profit or Loss and Other Comprehensive Income, (ii) the Unaudited Interim Condensed Consolidated Statement of Financial Position, (iii) the Unaudited Interim Condensed Consolidated Statements of Changes in Equity, (iv) the Unaudited Interim Condensed Consolidated Statements of Cash Flows, and (v) Notes to the Unaudited Interim Condensed Consolidated Financial Statements.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

LEGEND BIOTECH CORPORATION

August 15, 2023

/s/ Ying Huang

Ying Huang, Ph.D.
Chief Executive Officer

LEGEND BIOTECH CORPORATION
UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE SIX MONTHS ENDED JUNE 30, 2023 AND 2022

	Notes	Six months ended June 30, 2023	Six months ended June 30, 2022
		US$'000, except per share data	US$'000, except per share data
		(Unaudited)	(Unaudited)
REVENUE	3		
License revenue		15,115	50,000
Collaboration revenue		94,432	11,937
Other revenue		119	74
Total revenue		109,666	62,011
Collaboration cost of revenue		(68,285)	(16,939)
Other income and gains	3	20,994	2,868
Research and development expenses		(180,680)	(150,375)
Administrative expenses		(49,958)	(30,707)
Selling and distribution expenses		(39,383)	(48,742)
Other expenses		(7,117)	(9,626)
Fair value loss of warrant liability		(85,750)	(31,000)
Finance costs	5	(10,298)	(2,687)
LOSS BEFORE TAX	4	(310,811)	(225,197)
Income tax expense	6	(418)	(320)
LOSS FOR THE PERIOD		(311,229)	(225,517)
Attributable to:			
Ordinary equity holders of the parent		(311,229)	(225,517)
LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	7		
Basic		(0.91)	(0.73)
Diluted		(0.91)	(0.73)
OTHER COMPREHENSIVE INCOME			
Other comprehensive income that may be reclassified to profit or loss in subsequent periods:			
Exchange differences:			
Exchange differences on translation of foreign operations		6,537	5,330
Net other comprehensive income that may be reclassified to profit or loss in subsequent periods		6,537	5,330
OTHER COMPREHENSIVE INCOME FOR THE PERIOD, NET OF TAX		6,537	5,330
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD		(304,692)	(220,187)
Attributable to:			
Ordinary equity holders of the parent		(304,692)	(220,187)

The accompanying notes are an integral part of the unaudited interim condensed consolidated financial statements.

LEGEND BIOTECH CORPORATION
UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS JUNE 30, 2023 AND CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT DECEMBER 31, 2022

	Notes	June 30, 2023	December 31, 2022
		US$'000	US$'000
		(Unaudited)	
NON-CURRENT ASSETS			
Property, plant and equipment	8	110,978	105,168
Advance payments for property, plant and equipment		1,061	914
Right-of-use assets	9	78,497	55,590
Time deposits	12	4,209	—
Intangible assets		2,465	3,409
Collaboration prepaid leases		119,173	65,276
Other non-current assets		1,414	1,487
Total non-current assets		317,797	231,844
CURRENT ASSETS			
Collaboration inventories	10	15,196	10,354
Trade receivables		15,064	90
Prepayments, other receivables and other assets	11	66,573	61,755
Financial assets at fair value through profit or loss		185,756	185,603
Pledged deposits	12	1,246	1,270
Time deposits	12	95,814	54,016
Cash and cash equivalents	12	1,233,213	786,031
Total current assets		1,612,862	1,099,119
Total assets		1,930,659	1,330,963
CURRENT LIABILITIES			
Trade payables		21,544	32,893
Other payables and accruals	13	165,519	184,109
Government grants		435	451
Lease liabilities	9	3,558	3,563
Tax payable		10,326	9,772
Warrant liability	14	—	67,000
Total current liabilities		201,382	297,788
NON-CURRENT LIABILITIES			
Collaboration interest-bearing advanced funding	15	270,614	260,932
Lease liabilities long term	9	44,444	20,039
Government grants		7,036	7,659
Other non-current liabilities		152	233
Total non-current liabilities		322,246	288,863
Total liabilities		523,628	586,651
EQUITY			
Share capital	16	36	33
Reserves		1,406,995	744,279
Total ordinary shareholders' equity		1,407,031	744,312
Total equity		1,407,031	744,312
Total liabilities and equity		1,930,659	1,330,963

The accompanying notes are an integral part of the unaudited interim condensed consolidated financial statements.

LEGEND BIOTECH CORPORATION
UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE SIX MONTHS ENDED JUNE 30, 2023 AND 2022

	Attributable to equity holders of the parent					
	Share capital	**Share premium***	**Share-based compensation reserves***	**Foreign currency translation reserve***	**Retained earnings/ (accumulated losses)***	**Total equity**
	US$'000	**US$'000**	**US$'000**	**US$'000**	**US$'000**	**US$'000**
As at January 1, 2022	**31**	**1,261,454** *	**19,702** *	**4,864** *	**(520,107)** *	**765,944**
Loss for the period	—	—	—	—	(225,517)	(225,517)
Other comprehensive loss:						
Exchange differences on translation of foreign operations	—	—	—	5,330	—	5,330
Total comprehensive loss for the period	**—**	**—**	**—**	**5,330**	**(225,517)**	**(220,187)**
Exercise of share options	—	2,477	(727)	—	—	1,750
Reclassification of vested restricted share units	—	7,681	(7,681)	—	—	—
Equity-settled share-based compensation expense	—	—	15,125	—	—	15,125
As at June 30, 2022 (unaudited)	**31**	**1,271,612** *	**26,419** *	**10,194** *	**(745,624)** *	**562,632**
As at January 1, 2023	**33**	**1,657,015**	**39,049**	**14,671**	**(966,456)**	**744,312**
Loss for the period	—	—	—	—	(311,229)	(311,229)
Other comprehensive loss:						
Exchange differences on translation of foreign operations	—	—	—	6,537	—	6,537
Total comprehensive loss for the period	**—**	**—**	**—**	**6,537**	**(311,229)**	**(304,692)**
Issuance of ordinary shares relating to private placement for institutional investors, net of issuance costs	1	234,409	—	—	—	234,410
Issuance of ordinary shares relating to registered direct offering, net of issuance costs	1	349,277	—	—	—	349,278
Issuance of ordinary shares relating to the exercise of warrant	1	352,490	—	—	—	352,491
Exercise of share options	—	13,072	(4,554)	—	—	8,518
Reclassification of vested restricted share units	—	18,606	(18,606)	—	—	—
Equity-settled share-based compensation expense	—	—	22,714	—	—	22,714
As at June 30, 2023 (unaudited)	**36**	**2,624,869** *	**38,603** *	**21,208** *	**(1,277,685)** *	**1,407,031**

* These reserve accounts comprise the consolidated reserves of $1,407.0 million and $562.6 million in the consolidated statements of financial position as at June 30, 2023 and, 2022, respectively.

The accompanying notes are an integral part of the unaudited interim condensed consolidated financial statements.

LEGEND BIOTECH CORPORATION
UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE SIX MONTHS ENDED JUNE 30, 2023 AND 2022

LEGEND BIOTECH CORPORATION
UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE SIX MONTHS ENDED JUNE 30, 2023 AND 2022

	Notes	Six months ended June 30, 2023	Six months ended June 30, 2022
		US$'000	US$'000
		(Unaudited)	(Unaudited)
CASH FLOWS USED IN OPERATING ACTIVITIES			
Loss before tax		(310,811)	(225,197)
Adjustments for:			
Finance income	3	(18,765)	(1,786)
Finance costs	5	10,298	2,687
Depreciation of property, plant and equipment	8	5,303	4,748
Loss on disposal of property, plant and equipment	8	141	19
Amortization of intangible assets		943	796
Depreciation of right-of-use assets	9	3,683	2,489
Fair value loss of warrant liability	14	85,750	31,000
Fair value (gains)/losses on financial assets measured at fair value through profit or loss		(756)	10
Foreign currency exchange loss, net		7,020	9,599
Equity-settled share-based compensation expense		22,714	15,125
Deferred government grant		(360)	(156)
		(194,840)	(160,666)
(Increase)/decrease in trade receivables		(14,974)	49,948
Increase in prepayments, other receivables and other assets		(6,514)	(30,991)
Decrease in other non-current assets		—	443
Increase in collaboration inventories	10	(4,842)	(6,409)
Government grant received		—	5,024
(Decrease)/increase in trade payables		(11,349)	5,174
(Decrease)/increase in other payables and accruals		(20,263)	54,001
Decrease in other non-current liabilities		(14)	(82)
Cash used in operations		(252,796)	(83,558)
Interest income received		16,622	524
Income tax received		—	3,709
Interest on lease payments		(609)	(102)
Net cash used in operating activities		(236,783)	(79,427)

The accompanying notes are an integral part of the unaudited interim condensed consolidated financial statements.

LEGEND BIOTECH CORPORATION
UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (CONTINUED)
FOR THE SIX MONTHS ENDED JUNE 30, 2023 AND 2022

	Note	Six months ended June 30, 2023	2022
		US$'000	US$'000
		(Unaudited)	(Unaudited)
CASH FLOWS USED IN INVESTING ACTIVITIES			
Purchase of property, plant and equipment		(10,362)	(11,796)
Purchase of intangible assets		(38)	(1,292)
Prepayment to collaborator for collaboration assets		(53,018)	(7,166)
Purchase of financial assets measured at fair value through profit or loss		—	(100,000)
Cash received from withdrawal of financial assets measured at fair value through profit or loss		—	99,990
Cash received from withdrawal of financial assets measured at amortized cost		—	30,000
Cash receipts of investment income		4,037	315
Proceeds from disposal of property, plant and equipment		—	5
Addition in time deposits		(432,023)	(369,971)
Decrease in time deposits		385,753	130,000
Net cash used in investing activities		(105,651)	(229,915)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from registered direct offering, net of issuance costs		349,278	—
Proceeds from exercise of warrant by warrant holder, net of issuance cost		199,741	—
Proceeds from issuance of ordinary shares for institutional investors, net of issuance costs		234,410	—
Proceeds from exercise of share options		8,513	1,520
Principal portion of lease payments		(2,338)	(486)
Net cash provided by financing activities		789,604	1,034
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		447,170	(308,308)
Effect of foreign exchange rate changes, net		12	(854)
Cash and cash equivalents at beginning of year		786,031	688,938
CASH AND CASH EQUIVALENTS AT END OF PERIOD	12	1,233,213	379,776
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS			
Cash and bank balances		1,334,482	788,982
Less: Pledged deposits		1,246	1,402
Time deposits		100,023	407,804
Cash and cash equivalents as stated in the statement of financial position	12	1,233,213	379,776
Cash and cash equivalents as stated in the statement of cash flows		1,233,213	379,776

The accompanying notes are an integral part of the unaudited interim condensed consolidated financial statements.

LEGEND BIOTECH CORPORATION
NOTES TO THE UNAUDITED INTERIM CONDENSED
CONSOLIDATED FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

Legend Biotech Corporation ("Legend") was incorporated on May 27, 2015 as an exempted company in the Cayman Islands with limited liability under the Companies Law of the Cayman Islands. The address of Legend's registered office is PO Box 10240, Harbour Place, 103 South Church Street, George Town, Grant Cayman KY1-1002, Cayman Islands.

Legend is an investment holding company. Legend's subsidiaries are principally engaged in the discovery, development, manufacturing and commercialization of novel cell therapies for oncology and other indications.

2.1. BASIS OF PREPARATION

The unaudited interim condensed consolidated financial statements of Legend and its subsidiaries (collectively referred to as the "Company") for the six months ended June 30, 2023 have been prepared in accordance with International Accounting Standard ("IAS") 34 *Interim Financial Reporting* ("IAS34") issued by the International Accounting Standards Board (the "IASB").

The accounting policies and basis of preparation adopted in the preparation of these unaudited interim condensed consolidated financial statements are consistent with those followed in the preparation of the Company financial statements for the year ended December 31, 2022, except for the adoption of new standards effective as of January 1, 2023 set out below. The Company has not early adopted any other standards, interpretation or amendments that have been issued but are not yet effective.

In the opinion of the Company's management, the accompanying unaudited interim condensed consolidated financial statements contain all normal recurring adjustments necessary to present fairly the financial position, operating results and cash flows of the Company for each of the periods presented. The results of operations for the six months ended June 30, 2023 are not necessarily indicative of results to be expected for any other interim periods or for the year ended December 31, 2023. The condensed consolidated statement of financial position as of December 31, 2022 was derived from the audited consolidated financial statements at that date but does not include all of the disclosures required by the IASB for annual financial statements. These unaudited interim condensed consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended December 31, 2022.

2.2. NEW STANDARDS, INTERPRETATIONS AND AMENDMENTS ADOPTED BY THE COMPANY

There were no new International Financial Reporting Standards ("IFRS"), amendments or interpretations issued by the IASB that became effective in the six months ended June 30, 2023 that had a material impact on the Company's unaudited interim condensed consolidated financial statements.

3. REVENUE, OTHER INCOME AND GAINS

An analysis of revenue is as follows:

	Six months ended June 30,	
	2023	2022
	US$'000 (Unaudited)	US$'000 (Unaudited)
Revenue		
Licensing of intellectual property	15,115	50,000
Collaboration revenue	94,432	11,937
Other revenue	119	74
Total	109,666	62,011

Revenue from licensing of intellectual property is recognized at a point in time. Revenue from licensing of intellectual property represents variable consideration relating to the milestone payments that were constrained in prior years but included in the transaction price when the achievement of the milestones was highly probable. Collaboration revenue includes our pro-rata share of collaboration net trade sales for which Janssen Biotech, Inc. ("Janssen") is the principal in the sale to the customer under the collaboration and license agreement with Janssen (the "Janssen Agreement"). Other revenue is related to an exclusive licensing of certain patents to Nanjing Probio Biotech Co., Ltd. and its affiliates and related subsequent sales-based royalties.

	Six months ended June 30,	
	2023	2022
	US$'000 (Unaudited)	US$'000 (Unaudited)
Other income and gains		
Other income:		
Finance income	18,765	1,786
Government grants*	1,352	931
Other	4	2
Total income	20,121	2,719
Gains:		
Fair value gains on financial assets measured at fair value change through profit or loss	756	—
Other	117	149
Total gains	873	149
Total other income and gains	20,994	2,868

* The amount represents subsidies received from local government authorities to support the Company's business. There were no unfulfilled conditions and other contingencies attached to these government grants.

4. LOSS BEFORE TAX

The Company's loss before tax is arrived at after charging:

	Six months ended June 30,	
	2023	2022
	US$'000 (Unaudited)	US$'000 (Unaudited)
Employee benefit expense (including directors' remuneration):		
Wages and salaries	96,585	58,212
Pension scheme contributions (defined contribution schemes)	3,361	1,309
Equity-settled share-based compensation expense	22,714	15,125

5. FINANCE COSTS

	Six months ended June 30,	
	2023	2022
	US$'000 (Unaudited)	US$'000 (Unaudited)
Interest on lease liabilities	609	172
Collaboration interest-bearing advanced funding	9,689	2,515
Total	10,298	2,687

6. INCOME TAX

The Company is subject to income tax on an entity basis on profits arising in or derived from jurisdictions in which Legend or its subsidiaries are domiciled and operate.

Cayman Islands

Under the current laws of the Cayman Islands, Legend is not subject to tax on income or capital gains. Legend is subject to withholding tax on intercompany notes, which is insignificant.

British Virgin Islands

Under the current laws of the British Virgin Islands (“BVI”), the subsidiary that operates in BVI is not subject to tax on income or capital gains. Additionally, upon payments of dividends by the Company’s subsidiaries incorporated in BVI to its shareholders, no withholding tax will be imposed.

Hong Kong

Under the current tax laws of Hong Kong, the subsidiary which operates in Hong Kong is subject to the two-tiered profits tax rates regime. The first HK$2,000,000 (2022: HK$2,000,000) of assessable profits were taxed at 8.25% (2022: 8.25%) and the remaining assessable profits were taxed at 16.5% (2022: 16.5%). Under the Hong Kong tax law, Legend's subsidiary in Hong Kong is exempted from income tax on its foreign derived income and there are no withholding taxes in Hong Kong on remittance of dividends.

United States of America

Under the current tax laws of the United States, Legend's subsidiary which operates in the United States is subject to federal tax at a rate of 21% (2022: 21%) and a blended state tax rate of 5.5% (2022: 9%). Dividends payable by Legend's subsidiary in the United States, to non-US resident enterprises shall be subject to 30% withholding tax, unless the respective non-US resident enterprise’s jurisdiction of incorporation has a tax treaty or arrangement with the United States that provides for a reduced withholding tax rate or an exemption from withholding tax.

Ireland

Under the current laws of Ireland, Legend's subsidiary which operates in Ireland is subject to Corporate Income Tax ("CIT") at a rate of 12.5% (2022: 12.5%) on its taxable trading income. Any non-trading income is subject to CIT at a rate of 25% (2022: 25%). Dividend withholding tax is imposed on distributions made by Irish companies at a rate of 25% in 2022 (2022: 25%) with many exemptions provided.

Greater China

Pursuant to the Corporate Income Tax Law of the People's Republic of China (the "PRC") and the respective regulations (the “CIT Law”), Legend's subsidiaries which operate in the PRC are subject to CIT at a rate of 25% on the taxable income. During the six months ended June 30, 2023 and 2022, the applicable income tax rate was 25%. Dividends, interests, rent or royalties payable by Legend's PRC subsidiaries, to non-PRC resident enterprises, and proceeds from any such non-resident enterprise investor’s disposition of assets (after deducting the net value of such assets) shall be subject to 10% CIT, namely withholding tax, unless the respective non-PRC resident enterprise’s jurisdiction of incorporation has a tax treaty or arrangements with the PRC that provides for a reduced withholding tax rate or an exemption from withholding tax.

Belgium

Under the current laws of Belgium, the subsidiary which operates in Belgium is subject to CIT at a rate of 25% on its taxable trading income. Dividend withholding tax is imposed on distributions made by Belgium companies at a rate of 30% with many exemptions provided.

Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the jurisdictions in which the Company operates.

Total income tax expense for the six months ended June 30, 2023 and 2022 was $0.4 million and $0.3 million, respectively.

7. LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of the basic loss per share amount is based on the loss for the period attributable to ordinary equity holders of Legend (the "parent"), and the weighted average number of ordinary shares of 340,779,779 and 309,241,404 in issue during the six months ended June 30, 2023 and 2022, respectively.

The calculation of the diluted earnings per share amount is based on the loss for the period attributable to ordinary equity holders of the parent. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares in issue during the period, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise of all potentially dilutive securities into ordinary shares.

No adjustment for dilution has been made to the basic loss per share amounts presented for the six months ended June 30, 2023 and 2022, as the impact of the outstanding share options, restricted share units (the "RSUs"), and warrant liability had an anti-dilutive effect on the basic loss per share amounts presented.

The calculations of basic and diluted loss per share are based on:

	Six months ended June 30,	
	2023	2022
	US$'000 (Unaudited)	US$'000 (Unaudited)
Losses		
Loss attributable to ordinary equity holders of the parent, used in the basic earnings per share calculation	(311,229)	(225,517)

	Number of shares Six months ended June 30,	
	2023	2022
	(Unaudited)	(Unaudited)
Shares		
Weighted average number of ordinary shares in issue during the period used in the basic earnings per share calculation	340,779,779	309,241,404

8. PROPERTY, PLANT AND EQUIPMENT

The carrying amounts of the Company's property, plant and equipment and the movements for the six months ended June 30, 2023 are as follows:

	2023 US$'000 (Unaudited)
At January 1, 2023	
Cost	130,377
Accumulated depreciation	(25,209)
Net carrying amount	105,168
At January 1, 2023, net of accumulated depreciation	105,168
Additions	13,204
Disposals	(141)
Depreciation provided during the period	(5,303)
Exchange realignment	(1,950)
Transfers	—
At June 30, 2023, net of accumulated depreciation	110,978
At June 30, 2023	
Cost	140,232
Accumulated depreciation	(29,254)
Net carrying amount	110,978

9. LEASES

The Company as a lessee

The Company has lease contracts for leasehold land, buildings and collaboration assets. Lump sum payments were made upfront to acquire the leasehold land from the owners with lease periods of 50 years, and no ongoing payments will be made under the terms of these leasehold land contracts. Collaboration assets represent the Company's share of assets leased to the collaboration from Janssen, which purchased the assets on behalf of the collaboration, in connection with the Janssen Agreement. Collaboration assets under construction that will be leased to the collaboration from Janssen when placed into service are classified as collaboration prepaid leases on the condensed consolidated financial statements. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease terms and the estimated useful lives of the assets.

(a) Right-of-use assets

The carrying amounts of the Company's right-of-use assets and the movements for the six months ended June 30, 2023 are as follows:

	2023 US$'000 (Unaudited)
Right-of-use assets at January 1, 2023	55,590
Additions	26,206
Disposals	—
Exchange realignment	384
Depreciation of right-of-use assets	(3,683)
Right-of-use assets at June 30, 2023	78,497

(b) Lease liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The balance of the Company's lease liabilities and the movements for the six months ended June 30, 2023 are as follows:

	2023 US$'000 (Unaudited)
Carrying amount at January 1, 2023	(23,602)
Additions	(26,208)
Accretion of interest recognized during the period	(609)
Payments	2,947
Exchange realignment	(530)
Carrying amount at June 30, 2023	(48,002)
Analyzed into:	
Current portion	(3,558)
Non-current portion	(44,444)
Total	(48,002)

10. COLLABORATION INVENTORIES

	June 30, 2023 US$'000 (Unaudited)	December 31, 2022 US$'000
Raw materials	9,301	6,989
Work-in-process	2,143	690
Finished goods	3,752	2,675
Total collaboration inventories	15,196	10,354

The Company's reserve for inventory was $5.9 million and $5.3 million as of June 30, 2023 and December 31, 2022, respectively. The Company's reserve for inventory primarily represented expired material and certain batches or units of product that did not meet quality specifications that were charged to collaboration cost of sales.

11. PREPAYMENTS, OTHER RECEIVABLES AND OTHER ASSETS

	June 30, 2023	December 31, 2022
	US$'000 (Unaudited)	US$'000
Interest receivable	—	1,517
Other receivables	46,685	41,324
Lease receivables	96	188
Income tax refund	1,003	1,003
VAT recoverable	47	1,396
Prepayments	18,742	16,327
Total	66,573	61,755

None of the above assets are either past due or impaired. The financial assets included in the above balances relate to receivables for which there was no recent history of default. The Company estimated that the expected credit loss for the above receivables as at June 30, 2023 and December 31, 2022 is insignificant.

12. CASH AND CASH EQUIVALENTS, TIME DEPOSITS AND PLEDGED DEPOSITS

	June 30, 2023	December 31, 2022
	US$'000 (Unaudited)	US$'000
Cash and bank balances	1,334,482	841,317
Pledged deposits	(1,246)	(1,270)
Time deposits	(100,023)	(54,016)
Cash and cash equivalents	1,233,213	786,031
Denominated in USD	1,189,864	727,160
Denominated in RMB	17,098	21,472
Denominated in EUR	26,251	37,399
Cash and cash equivalents	1,233,213	786,031

The cash and cash equivalents of the Company denominated in Renminbi ("RMB") amounted to $17.1 million and $21.5 million as at June 30, 2023 and December 31, 2022, respectively. The RMB is not freely convertible into other currencies, however, under Greater China Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations, the Company is permitted to exchange RMB for other currencies through banks authorized to conduct foreign exchange business.

The pledged deposit as at June 30, 2023 and December 31, 2022 was pledged for issuing a letter of guarantee to a supplier of the Company and for credit card facilities.

Cash and cash equivalents earns interest at floating rates based on daily bank deposit rates. The bank balances are deposited with creditworthy banks with no recent history of default. The carrying amounts of the cash and cash equivalents approximate to their fair values.

13. OTHER PAYABLES AND ACCRUALS

	June 30, 2023	December 31, 2022
	US$'000 (Unaudited)	US$'000
Accrued payroll	17,382	21,892
Accrued expense	106,467	127,390
Other payables	13,920	10,960
Payable for Collaboration Assets	24,518	22,852
Other tax payables	3,232	1,015
Total	165,519	184,109

Other payables are non-interest-bearing and repayable on demand.

14. WARRANT LIABILITY

On May 13, 2021, the Company entered into a subscription agreement with an institutional investor (the "PIPE Investor") relating to the offer and sale of 20,809,850 ordinary shares of the Company, par value $0.0001 per share (the "ordinary shares"), in a private placement at a purchase price of $14.41625 per ordinary share (the "PIPE Offering"). The total proceeds from the PIPE Offering were $300.0 million. Pursuant to the subscription agreement, the Company also issued to the PIPE Investor, concurrently with the PIPE offering, a warrant (the "Warrant") exercisable for up to an aggregate of 10,000,000 ordinary shares (such transaction together with the PIPE Offering, the "Transactions"). The Transactions closed on May 21, 2021 (the "Closing Date"). The Warrant was exercisable, in whole or in part, at an exercise price of $20.00 per ordinary share. The Warrant was exercisable after the Closing Date and prior to the two-year anniversary of the Closing Date.

On May 11, 2023, the PIPE Investor exercised the Warrant in full for an aggregate exercise price of $200.0 million, and, as a result, the Company issued 10,000,000 ordinary shares to the PIPE Investor. The Warrant was accounted for as a financial liability because the Warrant was net share settleable at the holder's option. In 2023, up to the exercise of the warrant, the Company recorded a fair value loss of $85.8 million.

The movement of the warrant liability is set out as below:

	Total
	US$'000 (Unaudited)
At January 1, 2023	67,000
Fair value loss of the warrant liability	85,750
Exercise of the warrant liability	(152,750)
At June 30, 2023	—

15. COLLABORATION INTEREST-BEARING ADVANCED FUNDING

	Effective interest rate (%)	Maturity	June 30, 2023
			US$'000 (Unaudited)
Non-current			
Loans from a collaborator	8.38	No specific maturity date	270,614

Pursuant to the Janssen Agreement, the Company is entitled to receive funding advances from Janssen when certain operational conditions are met. As a result, the Company took an initial funding advance with principal amounting to $17.3 million on June 18, 2021, a second funding advance with principal amounting to $53.1 million on September 17,

2021, a third funding advance with principal amounting to $49.3 million on December 17, 2021, a forth funding advance with principal amounting to $5.3 million on March 18, 2022, a fifth funding advance with principal amounting to $60.9 million on June 17, 2022, a sixth funding advance with principal amounting to $60.5 million on September 16, 2022, and a seventh funding advance with principal amounting to $3.6 million on December 16, 2022, by reducing the same amount of other payables due to Janssen, respectively (collectively, the "Funding Advances").

These Funding Advances are accounted for as interest-bearing borrowings funded by Janssen, constituted by a principal amounting to $250.0 million and applicable interests accrued amounting to $20.6 million upon such principal. The respective interest rate of each borrowing is based on the average annual London Interbank Offered Rate (LIBOR) for U.S. Dollars as reported in the Wall Street Journal on the due date of the quarterly invoice or the next business date should the due date fall on a weekend or holiday, plus 250 basis points, calculated on the number of days from the date on which the Company applied such borrowings. For each of the seven batches of funding advances, interest started to accrue from June 18, 2021, September 17, 2021, December 17, 2021, March 18, 2022, June 17, 2022, September 16, 2022, and December 16, 2022, respectively

Pursuant to the terms of the Janssen Agreement, Janssen may recoup the aggregate amount of Funding Advances, together with interest thereon, from Company's share of pre-tax profits from the first profitable year of the collaboration program and, subject to some limitations, from milestone payments due to the Company under the Janssen Agreement. The Company's management estimated the loan will not be recouped by Janssen within one year, nor does the Company expect to repay the funding advances within one year, and thus the loan was classified as a long-term liability.

16. SHARE CAPITAL AND SHARE PREMIUM

Shares

	June 30, 2023	December 31, 2022
	US$'000 (Unaudited)	US$'000
Authorized:		
2,000,000,000 ordinary shares of $0.0001 each	200	200
Issued and fully paid:		
362,712,303 and 330,134,480 ordinary shares of $0.0001 each	36	33

A summary of movements in the Company's share capital and share premium is as follows:

	Number of shares in issue	Share capital	Share premium	Total
		US$'000	US$'000	US$'000
At December 31, 2022 and January 1, 2023	330,134,480	33	1,657,015	1,657,048
Issuance of ordinary shares for private placements, net of issuance cost	8,834,742	1	234,409	234,410
Issuance of ordinary shares for registered direct offering, net of issuance cost	10,937,500	1	349,277	349,278
Issuance of ordinary shares for exercise of warrants	10,000,000	1	352,490	352,491
Exercise of share option	1,746,090	—	13,072	13,072
Reclassification of vesting of restricted share units	1,059,491	—	18,606	18,606
At June 30, 2023 (Unaudited)	362,712,303	36	2,624,869	2,624,905

On April 24, 2023, May 2, 2023 and May 19, 2023 the Company sold 7,656,968, 484,992 and 692,782 ordinary shares to institutional investors in private placement transactions, respectively, for net proceeds of $234.4 million, after deduction of related issuance costs of $0.4 million. On May 10, 2023, the Company sold 10,937,500 ordinary shares to certain investors in a registered direct offering at a price of $32.00 per share, for net proceeds of $349.3 million, after deduction of related issuance costs of $0.7 million. On May 11, 2023, the PIPE Investor exercised the Warrant in full for an

aggregate exercise price of $200 million, and, as a result, the Company issued 10,000,000 ordinary shares to the PIPE Investor.

17.COMMITMENTS AND CONTINGENCIES

(a) Capital commitments

The Company had the following capital commitments as at June 30, 2023:

	June 30, 2023
	(Unaudited)
Construction in progress	16,084

(b) Lease contingency

We are party to a lease with Janssen under which we expect to lease an approximately 106,000 square foot manufacturing facility from Janssen located in Raritan, New Jersey. That lease will become effective and recorded as a lease on a future date in connection with the Company's assumption of control of such facility in accordance with the Janssen Agreement. For this facility, which we will collaboratively operate with Janssen, we continue to invest in manufacturing, quality, information technology and distribution capabilities to support the launch of CARVYKTI.

18. RELATED PARTY TRANSACTIONS

Company	Relationship
Genscript Biotech Corporation ("Genscript")	The Company's most significant shareholder
Nanjing GenScript Biotech Co., Ltd. (formerly named as Nanjing Jinsirui Biotechnology Co., Ltd.)	Controlled by Genscript or its parent, Genscript Corporation
Jiangsu GenScript Biotech Co., Ltd.	Controlled by Genscript or its parent, Genscript Corporation
Genscript USA Incorporated	Controlled by Genscript or its parent, Genscript Corporation
Genscript USA Holdings Inc	Controlled by Genscript or its parent, Genscript Corporation
Nanjing Probio Biotech Co., Ltd.	Controlled by Genscript or its parent, Genscript Corporation
Jiangsu GenScript Probio Biotech Co., Ltd.	Controlled by Genscript or its parent, Genscript Corporation
Genscript Netherlands	Controlled by Genscript or its parent, Genscript Corporation

(a) In addition to the transactions detailed elsewhere in the interim unaudited condensed consolidated financial statements, the Company had the following transactions with related parties during the periods presented:

The sale was generated from an exclusive licensing of certain patents to Nanjing Probio Biotech Co., Ltd and its affiliates.

(i) Sales-based royalties from related parties:

	Six months ended June 30,	
	2023	2022
	US$'000 (Unaudited)	US$'000 (Unaudited)
Nanjing Probio Biotech Co., Ltd.	119	74

The sale was generated from sales-based royalties related to the exclusive licensing of certain patents to Nanjing Probio Biotech Co., Ltd and its affiliates.

(ii) Purchases from related parties:

	Six months ended June 30,	
	2023	2022
	US$'000 (Unaudited)	US$'000 (Unaudited)
Nanjing GenScript Biotech Co., Ltd.	1,990	3,473
Genscript USA Incorporated	232	663
Jiangsu GenScript Probio Biotech Co., Ltd	158	1,189
Genscript USA Holdings Inc	—	190
Nanjing Probio Biotech Co., Ltd.	24	216
Jiangsu GenScript Biotech Co., Ltd	—	50
Total	2,404	5,781

The transactions were made according to the price and terms agreed with related parties.

(iii) Shared services:

During the six months ended June 30, 2023, no material shared services were provided to the Company by related parties. During the six months ended June 30, 2022, Nanjing Genscript Biotech Co., Ltd provided certain accounting, legal, IT and administrative shared services to the Company for consideration of $1.3 million.

(iv) Lease contract guarantee

In 2018, Legend Biotech Ireland Limited ("Legend Ireland") entered into a property lease agreement with a third party in Dublin with lease period from 2018 to August 2028. Genscript provided a guarantee on Legend Ireland's payment obligations under the lease agreement for nil consideration.

(b) Outstanding balances with related parties:

The Company had the following significant balances with its related parties at the end of the year:

(i) Due from related parties

	June 30, 2023	December 31, 2022
	US$'000 (Unaudited)	US$'000
Trade receivables		
Nanjing Probio Biotech Co., Ltd.	64	90

	June 30, 2023	December 31, 2022
	US$'000 (Unaudited)	US$'000
Other receivables		
Nanjing GenScript Biotech Co., Ltd.	309	321
Genscript USA Incorporated	16	16
Jiangsu Genscript Biotech Co., Ltd	3	3
Total	328	340

	June 30, 2023	December 31, 2022
	US$'000 (Unaudited)	US$'000
Prepayment		
Nanjing Probio Biotech Co., Ltd.	242	251
Jiangsu GenScript Probio Biotech Co., Ltd	—	21
Total	242	272

(ii) Due to related parties

	June 30, 2023	December 31, 2022
	US$'000 (Unaudited)	US$'000
Trade payables		
Nanjing GenScript Biotech Co., Ltd.	307	935
Jiangsu GenScript Biotech Co., Ltd	89	93
Genscript USA Incorporated	83	134
Nanjing Probio Biotech Co., Ltd.	—	21
Total	479	1,183

	June 30, 2023	December 31, 2022
	US$'000 (Unaudited)	US$'000
Other payables		
Nanjing GenScript Biotech Co., Ltd.	1,111	2,435
Jiangsu Genscript Probio Biotech Co., Ltd	74	4
GenScript USA Incorporated.	22	58
Jiangsu Genscript Biotech Co., Ltd	6	7
Nanjing Probio Biotech Co., Limited	1	3
Genscript Netherlands	—	1
Total	1,214	2,508

	June 30, 2023	December 31, 2022
	US$'000 (Unaudited)	US$'000
Lease liabilities		
Genscript USA Holdings Inc	218	427
Nanjing GenScript Biotech Co., Ltd.	169	205
Total	387	632

Except for lease liabilities with incremental borrowing rates between 5.14% and 7.94% repayable over 5 years, all other related party balances are unsecured and repayable on demand and interest free.

(iii) Compensation of key management personnel of the Company:

	Six months ended June 30,	
	2023	2022
	US$'000 (Unaudited)	US$'000 (Unaudited)
Equity-settled share-based compensation expense	3,006	1,219
Short-term employee benefits	1,586	1,252
Total	4,592	2,470

19. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

Management has assessed that the fair values of cash and cash equivalents, pledged deposits, time deposits, financial assets included in prepayments, other receivables and other assets, trade receivables, trade payables and financial liabilities included in other payables and accruals approximate to their carrying amounts largely due to the short-term maturities of these instruments.

The Company's finance department headed by the finance manager is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The finance department reports directly to the finance manager. At June 30, 2023, the finance department analyzed the movements in the values of financial instruments and determined the major inputs applied in the valuation. The valuation was reviewed and approved by the finance manager. The valuation process and results are discussed with the directors once a year for annual financial reporting.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following table illustrates the fair value measurement hierarchy of the Company's financial instruments:

Asset measured at fair value:

As at June 30, 2023 (Unaudited)

	Fair value measurement using			
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
	US$'000	US$'000	US$'000	US$'000
Financial assets at fair value through profit or loss	185,756	—	—	185,756

Financial assets measured at fair value consist of money market funds.

During the six months ended June 30, 2023, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for both financial assets and financial liabilities.

20. SUBSEQUENT EVENT

On August 4, 2023, the Company earned a milestone payment of $20 million in connection with the U.S. Food and Drug Administration's acceptance of the supplemental Biologics License Application for CARVYKTI, in accordance with the Janssen Agreement.

21. APPROVAL OF THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The interim condensed consolidated financial statements were approved and authorized for issue by the Board of Directors on August 14, 2023.

Exhibit 99.3

In this Management's Discussion and Analysis of Financial Condition and Results of Operations ("MD&A"), unless otherwise indicated or the context otherwise requires, "we," "us," "our," the "Company" and "Legend Biotech" refer to Legend Biotech Corporation and its consolidated subsidiaries. References to "GenScript" refer to GenScript Biotech Corporation, our most significant shareholder. "Legend Biotech," the Legend logo and other trademarks or service marks of the Company appearing in this MD&A are the property of the Company. Solely for convenience, the trademarks, service marks and trade names referred to in this MD&A are without the ®, ™ and other similar symbols, but such references are not intended to indicate, in any way, that we will not assert, to the fullest extent under applicable law, our rights or the rights of the applicable licensors to these trademarks, service marks and trade names. CARVYKTI is a registered trademark in the United States of Johnson & Johnson. Other trade names, trademarks and service marks of other companies appearing in this Annual Report are the property of their respective holders. We do not intend our use or display of other companies' trademarks, service marks or trade names to imply a relationship with, or endorsement or sponsorship of us by, any other person.

Management's Discussion and Analysis of Financial Condition and Results of Operations

You should read the following discussion and analysis of our financial condition and results of operations together with our interim condensed consolidated financial statements and the accompanying notes.

This MD&A contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, or the Securities Act, and Section 21E of the Securities Exchange Act of 1934, as amended, or the Exchange Act. All statements other than statements of present and historical facts and conditions are forward-looking statements. Forward-looking statements can often be identified by words or phrases, such as "may," "will," "expect," "anticipate," "aim," "estimate," "intend," "plan," "believe," "is/are likely to," "potential," "continue" or other similar expressions. Such forward-looking statements reflect our current expectations and views of future events, but are not assurances of future performance. Instead, they are based on our current beliefs, expectations and assumptions regarding the future of our business, future plans and strategies, our financial needs, our operational results and other future conditions. These forward-looking statements involve various risks and uncertainties. Many important factors may adversely affect such forward-looking statements and cause actual results to differ from those in any forward-looking statement, including, without limitation, our strategies and objectives; statements relating to CARVYKTI, including our expectations for CARVYKTI, such as our manufacturing and commercialization expectations for CARVYKTI and the potential effect of treatment with CARVYKTI; uncertainties involved in the development of new pharmaceutical products; unexpected clinical trial results, including as a result of additional analysis of existing clinical data or unexpected new clinical data; unexpected regulatory actions or delays, including requests for additional safety and/or efficacy data or analysis of data, or government regulation generally; unexpected delays as a result of actions undertaken, or failures to act, by our third party partners; uncertainties arising from challenges to Legend Biotech's patent or other proprietary intellectual property protection, including the uncertainties involved in the U.S. litigation process; competition in general; government, industry, and general product pricing and other political pressures; the duration and severity of the COVID-19 pandemic and governmental and regulatory measures implemented in response to the evolving situation, our strategies and objectives; statements relating to CARVYKTI including our expectations for CARVYKTI, such as our manufacturing and commercialization expectations for CARVYKTI and the potential effect of treatment with CARVYKTI uncertainties involved in the development of new pharmaceutical products; unexpected clinical trial results, including as a result of additional analysis of existing clinical data or unexpected new clinical data; unexpected regulatory actions or delays, including requests for additional safety and/or efficacy data or analysis of data, or government regulation generally; unexpected delays as a result of actions undertaken, or failures to act, by our third party partners; uncertainties arising from challenges to Legend Biotech's patent or other proprietary intellectual property protection, including the uncertainties involved in the U.S. litigation process; competition in general; government, industry, and general product pricing and other political pressures; the duration and severity of the COVID-19 pandemic and governmental and regulatory measures implemented in response to the evolving situation; commercialization factors, including regulatory approval and pricing determinations; disruptions to access to raw materials; delays or disruptions at manufacturing facilities; proliferation and continuous evolution of new technologies; dislocations in the capital markets; and other important factors described under "Risk Factors" in our Annual Report on Form 20-F filed with the Securities and Exchange Commission on March 30, 2023 (the "Annual Report") and under "Risk Factors" in any other reports that we file with the Securities and Exchange Commission. As a result of these factors, we cannot assure you that the forward-looking statements in this interim report will prove to be accurate. Furthermore, if our forward-looking statements prove to be inaccurate, the inaccuracy may be material. In light of the significant uncertainties in these forward-looking statements, you should not regard these statements as a representation or warranty by us or any other person that we will achieve our objectives and plans in any specified time frame or at all. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law. In addition, even if our results of operations, financial condition and liquidity are consistent with the forward-looking statements contained in this report, those results or developments may not be indicative of results or developments in subsequent periods.

Overview

We are primarily a global, clinical-stage biopharmaceutical company engaged in the discovery, development, manufacturing and commercialization of novel cell therapies for oncology and other indications. Our team of approximately 1,576 employees in the United States, China and Europe, our differentiated technology, global development and manufacturing strategy and expertise provide us with the ability to generate, test and manufacture next-generation cell therapies targeting indications with high unmet needs. Our lead product candidate, ciltacabtagene autoleucel, ("cilta-cel") (referred to as LCAR- B38M for purposes of our LEGEND-2 trial), is a CAR-T cell therapy we are jointly developing with our strategic partner, Janssen Biotech, Inc. ("Janssen"), for the treatment of multiple myeloma ("MM"). Clinical trial results achieved to date demonstrate that cilta-cel has the potential to deliver deep and durable anti-tumor responses in relapsed and refractory multiple myeloma ("RRMM") patients with a manageable safety profile.

On February 28, 2022, cilta-cel was approved by the U.S. Food and Drug Administration (the "FDA") under the trademark CARVYKTI for the treatment of adults with RRMM who have received four or more prior lines of therapy, including a proteasome inhibitor, an immunomodulatory agent, and an anti-CD38 monoclonal antibody. CARVYKTI was our first product approved by a health authority.

Recent Business Developments

- A supplemental Biologics License Application ("sBLA") was submitted to the FDA and a Type II Variation Application was submitted to the European Medicines Agency ("EMA") by Janssen, seeking approval of CARVYKTI (*ciltacabtagene autoleucel; cilta-cel)* for the earlier treatment of patients with RRMM
- The FDA set the Prescription Drug User Fee Act target date for the CARVYKTI sBLA to April 5, 2024
- The FDA granted Orphan Drug Designation for LB2102 (DLL-3), which is being evaluated for the treatment of small cell lung cancer. The clinical trial in the United States is actively recruiting at two sites
- On August 3, 2023, we received a payment in the amount of $15 million for the EMA's acceptance of the Type II Variation Application for CARVYKTI, in accordance with our license and collaboration agreement with Janssen ("Janssen Agreement")
- On August 4, 2023, we earned a milestone payment of $20 million in connection with the FDA's acceptance of the sBLA, in accordance with the Janssen Agreement
- New data from the CARTITUDE-4 study of cilta-cel were featured at the 2023 American Society of Clinical Oncology (ASCO) Annual Meeting and European Hematology Association (EHA) 2023 Hybrid Congress; these data were also published in *The New England Journal of Medicine*
- Long-term data from the cilta-cel CARTITUDE-1 and LEGEND-2 studies were also presented at ASCO and EHA
- Cash and cash equivalents, deposits and investments of $1.5 billion, as of June 30, 2023, extends Legend Biotech's cash runway through 2025, strengthened by recently completed financings
- On April 24, 2023, May 2, 2023 and May 19, 2023, we entered into subscription agreements with certain institutional investors pursuant to which we sold an aggregate of 8,834,742 ordinary shares for aggregate gross proceeds of approximately $235 million
- On May 10, 2023, we sold 5,468,750 American Depositary Shares (the "ADSs"), each representing two ordinary shares, to certain investors in a registered direct offering at a price of $64.00 per ADS for aggregate gross proceeds of $350 million
- On May 11, 2023, an institutional investor exercised in full a warrant to purchase 10,000,000 of our ordinary shares at an exercise price of $20.00 per ordinary share for an aggregate exercise price of $200 million

Global Economic Conditions

Worldwide economic conditions remain uncertain and we continue to monitor the impact of macroeconomic conditions, including those related to the COVID-19 pandemic, the Russia-Ukraine war, the failure and instability of financial institutions and rising inflation rates.

Changes in economic conditions, supply chain constraints, logistics challenges, labor shortages, the Russia-Ukraine war, and steps taken by governments and central banks, particularly in response to the COVID-19 pandemic, have led to higher inflation, which has led to an increase in costs and has caused changes in fiscal and monetary policy, including increased interest rates. Product manufacturing in both the U.S. and China have continued. Currently we have not experienced any material impact to our material supply chain or as a result of inflation and rising interest rates. Increased quantities of certain raw materials and consumables have been stocked as an appropriate safety measure. We believe we have established robust sourcing strategies for all necessary materials and do not expect any significant impact.

In addition, in China, although we experienced disruptions from COVID-19 during the six months ended June 30, 2023, we do not believe they had a material impact to our business. There are still uncertainties of COVID-19's future impact on our business, results of operations and financial condition, and the extent of the impact will depend on numerous evolving factors including, but not limited to: the magnitude and duration of COVID-19, the development and progress of distribution of COVID-19 vaccines and other medical treatments, the speed of the anticipated recovery, and governmental and business reactions to the pandemic. If the situation materially deteriorates, our business, results of operations and financial condition could be materially and adversely affected. We will continue to monitor and assess the impact of the ongoing development of the pandemic on our financial position and operating results and respond accordingly.

If these changes in economic conditions continue or if they increase in severity, it could result in further economic uncertainty and volatility in the capital markets in the near term, and could negatively affect our operations. Although we do not believe that these macroeconomic conditions have had a material impact on our financial position or results of operations to date, we may experience impacts in the near future (especially if inflation rates continue to rise) on our operating costs, including our labor costs and research and development costs, due to supply chain constraints, consequences associated with COVID-19 and the ongoing conflict between Russia and Ukraine, and employee availability and wage increases, which may result in additional stress on our working capital resources.

Comparison of Six Months Ended June 30, 2023 and 2022

The following table summarizes our results of operations for the six months ended June 30, 2023 and 2022:

	Six months ended June 30,		
	2023	2022	Variance
	(in thousands)		
Consolidated Statement of Operations Data:			
Revenue			
License revenue	15,115	50,000	(34,885)
Collaboration revenue	94,432	11,937	82,495
Other revenue	119	74	45
Total revenue	109,666	62,011	47,655
Operating expenses:			
Collaboration cost of revenue	(68,285)	(16,939)	(51,346)
Research and development expenses	(180,680)	(150,375)	(30,305)
Administrative expenses	(49,958)	(30,707)	(19,251)
Selling and distribution expenses	(39,383)	(48,742)	9,359
Other income and gains	20,994	2,868	18,126
Other expenses	(7,117)	(9,626)	2,509
Fair value loss of warrant liability	(85,750)	(31,000)	(54,750)
Finance costs	(10,298)	(2,687)	(7,611)
Loss before tax	(310,811)	(225,197)	(85,614)
Income tax expense	(418)	(320)	(98)
Loss for the period	(311,229)	(225,517)	(85,712)

Revenue

License Revenue

License revenue for the six months ended June 30, 2023 was $15.1 million, compared to $50.0 million for the six months ended June 30, 2022. This decrease of $34.9 million was primarily driven by the nature and timing of milestones achieved as outlined in the Global Development Plan under the Janssen Agreement for cilta-cel for the six months ended June 30, 2023.

Collaboration Revenue

Collaboration revenue for the six months ended June 30, 2023 was $94.4 million, compared to $11.9 million for the six months ended June 30, 2022. This increase of $82.5 million was due to an increase in revenue generated from sales of CARVYKTI in connection with the Janssen Agreement.

Other Revenue

Other revenue for the six months ended June 30, 2023 was $0.1 million, compared to $0.1 million for the six months ended June 30, 2022. Other revenue relates to the licensing of certain patents to Nanjing Probio Biotech Co., Ltd and its affiliates.

Operating Expenses

Collaboration cost of revenue

Collaboration cost of revenue for the six months ended June 30, 2023 was $68.3 million compared to $16.9 million for the six months ended June 30, 2022. This increase $51.4 million is a combination of Legend’s share of cost of sales

incurred in the United States in connection with CARVYKTI sales under the Janssen Agreement along with expenditures to support the manufacturing capacity expansion that cannot be capitalized.

Research and Development Expenses

Research and development expenses for the six months ended June 30, 2023 were $180.7 million compared to $150.4 million for the six months ended June 30, 2022. This increase of $30.3 million was primarily due to continuous research and development activities in cilta-cel, including higher patient enrollment for Phase 3 clinical trials for cilta-cel, and an increase in research and development activities for other pipeline items. The other pipeline expenses include continued investment in our solid tumor programs, which include two IND approvals that advanced into phase 1 development.

Administrative Expenses

Administrative expenses for the six months ended June 30, 2023 were $50 million compared to $30.7 million for the six months ended June 30, 2022. The increase of $19.3 million was primarily due to the expansion of supporting administrative functions to facilitate continuous business growth and continued investment in building global information technology infrastructure.

Selling and Distribution Expenses

Selling and distribution expenses for the six months ended June 30, 2023 were $39.4 million compared to $48.7 million for the year six months ended June 30, 2022 . This decrease of $9.4 million was primarily due to non-recurring launch expenses incurred in the first half of 2022 to support the commercialization in the U.S market.

Other Income and Gains

Other income and gains for the six months ended June 30, 2023 were $21 million compared to $2.9 million for the six months ended June 30, 2022. The increase of $18.1 million was primarily due to an increase in interest income and gain on investments.

Other Expenses

Other expenses for the six months ended June 30, 2023 were $7.1 million compared to $9.6 million for the six months ended June 30, 2022. The decrease was primarily due to unrealized foreign currency exchange loss.

Finance Costs

Finance costs for the six months ended June 30, 2023 were $10.3 million compared to $2.7 million for the six months ended June 30, 2022. The increase was primarily due to interest on advance funding, which is interest-bearing borrowings funded by Janssen under the Janssen Agreement and constituted of principal and applicable interests upon such principal.

Fair Value Loss of Warrant Liability

Fair value loss of warrant liability for the six months ended June 30, 2023 was $85.8 million, compared to a fair value loss of $31 million for the six months ended June 30, 2022. The increase was due to the fair value loss recorded on the full exercise of the warrant, which took place on May 11, 2023.

Loss for the Period

For the six months ended June 30, 2023, net loss was $311.2 million, or $0.91 per share, compared to a net loss of $225.5 million, or $0.73 per share, for the six months ended June 30, 2022.

Income Tax Expense

Income tax expense for the six months ended June 30, 2023 was $0.4 million compared to $0.3 million for the six months ended June 30, 2022.

Liquidity and Capital Resources

Sources of Liquidity

Since our inception, we have incurred significant operating losses. We expect to incur significant expenses and operating losses for the foreseeable future as we advance the preclinical and clinical development of our research programs and product candidates. We expect that our research and development and general and administrative expenses will increase in connection with conducting additional clinical trials and preclinical studies for our current and future research programs and product candidates, contracting with contract manufacturing organizations ("CMOs") to support clinical trials and preclinical studies, expanding our intellectual property portfolio, and providing general and administrative support for our operations. As a result, we will need additional capital to fund our operations, which we may obtain from additional equity or debt financings, collaborations, licensing arrangements or other sources.

With the exception of our first product, CARVYKTI, which was approved by the FDA on February 28, 2022 for the treatment of adults with RRMM who have received four or more prior lines of therapy, including a proteasome inhibitor, an immunomodulatory agent, and an anti-CD38 monoclonal antibody, we do not currently have any approved products and we have not generated any revenue from product sales for other products. From inception through June 30, 2023, we have funded our operations primarily with:

- $3.9 million in capital contributions from Genscript;
- $160.5 million in gross proceeds from the sale of our Series A preference shares;
- $650 million in upfront and milestone payments from Janssen under our collaboration and license agreement;
- $450.1 million in net proceeds from our U.S. initial public offering and an additional concurrent $12 million private placement with Genscript;
- $300 million in net proceeds from our private placement to an investor and related warrant issuance in May 2021;
- $323.4 million in net proceeds from our public offering of ADSs that closed in December 2021
- $250 million in advances from Janssen under our the Janssen Agreement;
- $377.6 million in net proceeds from our public offering of ADSs that closed in July 2022;
- $234.4 million in net proceeds from private placements to certain investors in May and June 2023;
- $349.3 million in net proceeds from our public offering of ADS that closed in May 2023; and
- $199.7 million in net proceeds from the exercise in full of a warrant held by one of our investors

As of June 30, 2023, we had approximately $1.2 billion in cash and cash equivalents, approximately $100 million of time deposits, approximately $185.8 million of financial assets measured at fair value through profit or loss and accumulated losses of $1.3 billion.

Certain of our subsidiaries, including those registered as wholly foreign-owned enterprises in the People's Republic of China (the "PRC"), are required to set aside at least 10.0% of their after-tax profits to their general reserves until such reserves reach 50.0% of their registered capital. Under PRC regulations, foreign-invested enterprises may pay dividends only out of their accumulated profit, if any, as determined in accordance with PRC accounting standards and regulations. A PRC company is not permitted to distribute any profits until any losses from prior fiscal years have been offset. Profits retained from prior fiscal years may be distributed together with distributable profits from the current fiscal year. Although we do not currently require any such dividends from our PRC subsidiaries to fund our operations, should we require additional sources of liquidity in the future, such restrictions may have a material adverse effect on our liquidity and capital resources. For more information, see "Item 4.B-Business Overview - Government Regulation - PRC Regulation - Other PRC National- and Provincial-Level Laws and Regulations - Regulations Relating to Dividend Distributions" in our Annual Report.

Cash Flows

The following table shows a summary of our cash flow:

	Six months ended June 30,	
	2023	2022
	US$'000 (Unaudited)	
Net cash used in operating activities	(236,783)	(79,427)
Net cash used in investing activities	(105,651)	(229,915)
Net cash provided by financing activities	789,604	1,034
Net increase/(decrease) in cash and cash equivalents	447,170	(308,308)

Operating Activities

Net cash used in operating activities for the six months ended June 30, 2023 was $236.8 million, primarily as a result of net loss before tax of $310.8 million after adjusting for non-cash items, and changes in operating assets and liabilities. Non-cash items are mainly from $85.8 million of fair value loss of warrant liability and $22.7 million of equity-settled share-based compensation expense. Changes in operating assets and liabilities mainly include a decrease in trade payables of $11.3 million.

Net cash used in operating activities for the six months ended June 30, 2022 was $79.4 million, primarily as a result of net loss before tax of $225.2 million after adjusting for non-cash items, and changes in operating assets and liabilities. Non-cash items are mainly from $31.0 million of fair value loss of warrant liability. Changes in operating assets and liabilities mainly include a decrease in trade receivables of $49.9 million.

Investing Activities

Net cash used in investing activities for the six months ended June 30, 2023 was $105.7 million, consisting primarily of the prepayment to Janssen for collaboration assets of $53.0 million and an increase of time deposits of $432.0 million, offset by a decrease of time deposits of $385.8 million.

Net cash used in investing activities for the six months ended June 30, 2022 was $229.9 million, consisting primarily of purchase of financial assets measured through fair value through profit or loss of $100 million, offset by $100 million cash received from the withdrawal of financial assets measured a fair value through profit or loss and $30 million of cash received from the withdrawal of financial assets measured at amortized cost. There was an approximately $370 million increase of time deposits, offset by a decrease if time deposits of $130 million.

Financing Activities

Net cash provided by financing activities for the six months ended June 30, 2023 was $789.6 million, consisting primarily of net proceeds from registered direct offering of $349.3 million, $199.7 million of net proceeds from the exercise of warrant by the warrant holder, and $234.4 million of net proceeds from the issuance of ordinary shares to institutional investors.

Net cash provided by financing activities for the six months ended June 30, 2022 was $1.0 million, consisting primarily of proceeds of $1.5 million from the exercise of share options offset by approximately $0.5 million for the principal portion of lease payments.

Capital Expenditure

Our capital expenditures for the six months ended June 30, 2023 and 2022 amounted to $67.1 million and $27.1 million, respectively. These expenditures primarily consisted of property, plant, equipment and collaboration prepaid leases.

Funding Requirements

We expect to incur significant expenses and operating losses for the foreseeable future as we advance the preclinical and clinical development of our research programs and product candidates, particularly as we continue the research and development of, continue or initiate clinical trials of, and seek marketing approval for, our product candidates. In addition, following FDA's approval of CARVYKTI, we expect to incur significant commercialization expenses related to program sales, marketing, manufacturing and distribution to the extent that such sales, marketing, manufacturing and distribution are not the responsibility of potential collaborators. For example, in addition to investing in our own facilities, we expect to supplement our manufacturing capabilities and infrastructure by entering into agreements with one or more CMOs. Furthermore, we expect to incur additional costs associated with operating as a public company. Accordingly, we will need to obtain substantial additional funding in connection with our continuing operations. If we are unable to raise capital when needed or on attractive terms, we would be forced to delay, reduce or eliminate our research and development programs or future commercialization efforts.

Although consequences of the macroeconomic conditions, including the COVID-19 pandemic and inflation, and resulting economic uncertainty could adversely affect our liquidity and capital resources in the future, and cash requirements may fluctuate based on the timing and extent of many factors such as those discussed below, we currently expect our existing cash and cash equivalents will enable us to fund our operating expenses and capital expenditure requirements for at least the next 12 months. Our future capital requirements will depend on many factors, including:

- the scope, progress, results and costs of product discovery, preclinical studies and clinical trials;
- the scope, prioritization and number of our research and development programs;
- the costs, timing and outcome of regulatory review of our product candidates;
- our ability to establish and maintain collaborations on favorable terms, if at all;
- the achievement of milestones or occurrence of other developments that trigger payments under the Janssen Agreement and any other collaboration agreements we enter into;
- the extent to which we are obligated to reimburse, or entitled to reimbursement of, clinical trial costs under collaboration agreements, if any;
- the costs of preparing, filing and prosecuting patent applications, maintaining and enforcing our intellectual property rights and defending intellectual property-related claims;
- the extent to which we acquire or in-license other product candidates and technologies;
- the costs of securing manufacturing arrangements for commercial production; and
- the costs of establishing or contracting for sales and marketing capabilities if we obtain regulatory approvals to market our product candidates.

In addition to cilta-cel, we have a broad portfolio of earlier-stage product candidates. Identifying potential product candidates and conducting preclinical studies and clinical trials is a time-consuming, expensive and uncertain process that takes many years to complete, and we may never generate the necessary data or results required to obtain marketing approval and achieve product sales for such product candidates. In addition, our product candidates, if approved, may not achieve commercial success. Our commercial revenues, if any, will be derived from sales of product candidates that we do not expect to be commercially available for many years, if at all. Accordingly, we will need to continue to rely on additional financing to achieve our business objectives. Adequate additional financing may not be available to us on acceptable terms, or at all.

Until such time, if ever, as we can generate substantial product revenues, we expect to finance our cash needs through a combination of equity offerings, debt financings, collaborations, strategic alliances and licensing arrangements. To the extent that we raise additional capital through the sale of equity or convertible debt securities, holders of our ADSs will be diluted, and the terms of these securities may include liquidation or other preferences that adversely affect the rights of our shareholders. Debt financing, if available, may involve agreements that include covenants limiting or restricting our ability to take specific actions, such as incurring additional debt, making capital expenditures or declaring dividends.

If we raise funds through additional collaborations, strategic alliances or licensing arrangements with third parties, we may have to relinquish valuable rights to our technologies, future revenue streams, research programs or product candidates or

to grant licenses on terms that may not be favorable to us. If we are unable to raise additional funds through equity or debt financings when needed, we may be required to delay, limit, reduce or terminate our product development or future commercialization efforts or grant rights to develop and market that we would otherwise prefer to develop and market ourselves.

Under the Janssen Agreement, until such time as our collaboration experiences its first profitable year, we are entitled to receive advances from Janssen if the collaboration's estimated working capital for any year falls below $50 million. In such event, Janssen provides advances to us in an amount equal to the excess of $50 million over the collaboration's working capital for the year. The total amount of such advances in any calendar year may not exceed $125 million and the total amount of such advances outstanding at any time may not exceed $250 million. Outstanding advances accrue interest at the London Interbank Offered Rate (LIBOR) published by the Wall Street Journal plus 2.5%. Janssen has the right to recoup such advances and interest from our share of the collaboration's pre-tax profits and, subject to some limitations, from milestone payments due to us under the Janssen Agreement. We are not otherwise obligated to repay the advances or interest, except in connection with a change in control of our company or a termination of the Janssen Agreement by Janssen due to our material breach of the agreement. We may at any time in our discretion voluntarily pre-pay any portion of the then outstanding advances or associated interest. As of June 30, 2023, the aggregate outstanding principal amount of such advances and interest was approximately $250 million and $20.6 million, respectively. With the cessation of the use of LIBOR in the financial services industry, we are in discussions with Janssen about amending the Janssen Agreement to adopt a new method for calculating interest.

Quantitative and Qualitative Disclosures About Market Risk

Our cash is held in readily available operating accounts and short to medium term deposits and securities. These securities are principal secured and not adversely impacted by interest rate fluctuations. As a result, a change in market interest rates would not have any significant impact on our cash balance.

Pursuant to the Janssen Agreement, the advances we receive from Janssen accrue interest at the rate of LIBOR plus 2.5%. Accordingly, changes in LIBOR could result in fluctuations in our cash flows. For example, based on the $250.0 million aggregate principal amount of advances outstanding from Janssen as of June 30, 2023, a 0.5% (fifty basis point) per annum increase in LIBOR would result in an additional $1.3 million per year in interest payable by us. With the cessation of the use of LIBOR in the financial services industry, we are in discussions with Janssen about amending the Janssen Agreement to adopt a new method for calculating interest.

Inflation generally affects us by increasing our cost of labor and clinical trial costs. We do not believe that inflation had a material effect on our business, financial condition or results of operations during the six months ended June 30, 2023 and 2022.

We also do not believe that we are exposed to any material foreign currency exchange rate risk.

Legend Biotech Reports Second Quarter 2023 Results and Recent Highlights

- A supplemental Biologics License Application (sBLA) was submitted to the U.S. Food and Drug Administration (FDA) and a Type II Variation Application was submitted to the European Medicines Agency (EMA) by Janssen, seeking approval of CARVYKTI® (*ciltacabtagene autoleucel; cilta-cel)* for the earlier treatment of patients with relapsed or refractory multiple myeloma
- The FDA set the Prescription Drug User Fee Act target date for the CARVYKTI® sBLA to April 5, 2024
- The FDA granted Orphan Drug Designation for LB2102 (DLL-3) (NCT05680922), which is being evaluated for the treatment of small cell lung cancer. The US clinical trial is actively recruiting at two sites[1]
- On August 3, 2023, Legend Biotech received a payment in the amount of $15 million for the EMA's acceptance of the Type II Variation Application for CARVYKTI®, in accordance with Legend Biotech's license and collaboration agreement with Janssen (Janssen Agreement)
- On August 4, 2023, Legend Biotech earned a milestone payment of $20 million in connection with the FDA's acceptance of the sBLA, in accordance with the Janssen Agreement
- New data from the CARTITUDE-4 study (NCT04181827) of cilta-cel were featured at the 2023 American Society of Clinical Oncology (ASCO) Annual Meeting (Abstract #LBA106) and European Hematology Association (EHA) 2023 Hybrid Congress (Abstract #S100); these data were also published in *The New England Journal of Medicine*[2]
- Long-term data from the cilta-cel CARTITUDE-1 (NCT03548207) and LEGEND-2 (NCT03090659) studies were also presented at ASCO (Abstract #8009, Abstract #8010) and EHA (Abstract #S202, Abstract #P874)
- Cash and cash equivalents, deposits and investments of $1.5 billion, as of June 30, 2023, extends Legend Biotech's cash runway through 2025, strengthened by recently completed financings
- In April and May 2023, Legend Biotech entered into subscription agreements with certain institutional investors pursuant to which Legend Biotech sold an aggregate of 8,834,742 ordinary shares for aggregate gross proceeds of approximately $235 million
- In May 2023, Legend Biotech sold 5,468,750 American Depositary Shares (the "ADSs"), each representing two ordinary shares, to certain investors in a registered direct offering at a price of $64.00 per ADS for aggregate gross proceeds of $350 million
- In May 2023, an institutional investor exercised in full a warrant to purchase 10,000,000 ordinary shares of Legend Biotech at an exercise price of $20.00 per ordinary share for an aggregate exercise price of $200 million

SOMERSET, N.J.—August 15, 2023— Legend Biotech Corporation (NASDAQ: LEGN) (Legend Biotech), a global biotechnology company developing, manufacturing and commercializing novel therapies to treat life-threatening diseases, today reported its unaudited financial results for the three and six months ended June 30, 2023.

In addition to financial performance, Legend Biotech reported on the success of its portfolio and pipeline, including the CARTITUDE clinical development program for CARVYKTI®, in collaboration with the Janssen Biotech, Inc. (Janssen).

Initial data from the CARTITUDE-4 study presented at ASCO and EHA supported recent submissions to U.S. and E.U. regulatory agencies by Janssen to expand the indication of CARVYKTI® into earlier treatment of patients (1-3 prior lines of therapy) with relapsed or refractory multiple myeloma.

"We remain committed to exploring the full potential of CARVYKTI® and are pleased with the continued growth of our development program, including two regulatory submissions made during the second quarter," said Ying Huang, Chief Executive Officer of Legend Biotech. "Following our most recent fundraising, we are well positioned to advance our pipeline and portfolio. We remain grateful to the investors who support our endeavors."

Financial Results for Quarter Ended June 30, 2023

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[1] ClinicalTrials.gov. DLL3-Directed Chimeric Antigen Receptor T-cells in Subjects With Extensive Stage Small Cell Lung Cancer. Available at: https://classic.clinicaltrials.gov/ct2/show/NCT05680922. Last accessed Aug 2023.

[2] San-Miguel, J, Dhakal B, Yong K, et al. Cilta-cel or Standard Care in Lenalidomide-Refractory Multiple Myeloma. *N Engl J Med*. 2023;389:335-347

Cash and Cash Equivalents, Time Deposits, and Short-Term Investments

As of June 30, 2023, after giving effect to the registered direct offering, private placements or warrant exercise noted above, Legend Biotech had approximately $1.5 billion of cash and cash equivalents, time deposits, and short-term investments.

Revenue

License Revenue

License revenue for the three months ended June 30, 2023 was $15.1 million due to the achievement of a milestone during the quarter, compared to no milestones achieved during the three months ended June 30, 2022. License revenue for the six months ended June 30, 2023 was $15.1 million, compared to $50 million for the six months ended June 30, 2022. This decrease of $34.9 million was primarily driven by the nature and timing of milestones achieved as outlined in the Global Development Plan under the Janssen Agreement for cilta-cel six months ended June 30, 2023.

Collaboration Revenue

Collaboration revenue for the three and six months ended June 30, 2023 was $58.2 million and $94.4 million, respectively, compared to $11.9 million for the three and six months ended June 30, 2022. The increases of $46.3 million and $82.5 million for the three and six-month periods, respectively, were due to an increase in revenue generated from sales of CARVYKTI® in connection with the Janssen Agreement.

Operating Expenses

Collaboration cost of revenue

Collaboration cost of revenue for the three and six months ended June 30, 2023 was $32.7 million and $68.3 million, respectively, compared to $16.9 million for the three and six months ended June 30, 2022. The increases of $15.7 million and $51.3 million for the three and six months ended, respectively were a combination of Legend's portion of collaboration cost of sales in connection with collaboration revenue under the Janssen Agreement along with expenditures to support the manufacturing capacity expansion which cannot be capitalized.

Research and Development Expenses

Research and development expenses for the three and six months ended June 30, 2023 were $95.8 million and $180.7 million, respectively, compared to $68.8 million and $150.4 million for the three and six months ended June 30, 2022, respectively. The increases of $27.0 million and $30.3 million for the three and six-month periods, respectively, were primarily due to continuous research and development activities in cilta-cel, including higher patient enrollment for Phase 3 clinical trials for cilta-cel, and an increase in research and development activities for other pipeline items. The other pipeline expenses include continued investment in our solid tumor programs, which include two IND approvals that advanced into phase 1 development.

Administrative Expenses

Administrative expenses for the three and six months ended June 30, 2023 were $27.8 million and $50 million, respectively, compared to $18.1 million and $30.7 million for the three and six months ended June 30, 2022, respectively. The increases of $9.7 million and $19.3 million for the three and six-month periods, respectively, were primarily due to the expansion of supporting administrative functions to facilitate continuous business growth and continued investment in building global information technology infrastructure.

Selling and Distribution Expenses

Selling and distribution expenses for the three and six months ended June 30, 2023 were $21.4 million and $39.4 million, respectively, compared to $27.4 million and $48.7 million for the three and six months ended June 30, 2022. The decrease of $6 million and $9.4 million were primarily due to non-recurring launch expenses incurred in the first half of 2022 to support the commercialization in the U.S market.

Other Income and Gains

Other income and gains for the three and six months ended June 30, 2023 were $16.4 million and $21 million, respectively, compared to $1.9 million and $2.9 million for the three and six months ended June 30, 2022, respectively. The increase of $14.5 million in the three months ended June 30, 2023 compared to the three months ended June 30, 2022 was primarily attributable to approximately a $10.9 million increase in interest income and gain on investment, as

well an increase of approximately $3.6 million in foreign currency exchange gain. The increase of $18.1 million for the six month period ended June 30, 2023 compared to the six months ended June 30, 2022 was primarily due to an increase in interest income and gain on investments.

Other Expenses

Other expenses for the three and six months ended June 30, 2023 were $0.02 million and $7.1 million, respectively, compared to $8.1 million and $9.6 million for the three and six months ended June 30, 2022. The decrease in both comparative periods was primarily due to a decrease in foreign currency exchange loss.

Finance Costs

Finance costs for the three and six months ended June 30, 2023 were $5.2 million and $10.3 million, respectively, compared to $1.6 million and $2.7 million for the three and six months ended June 30, 2022. The increase in both comparative periods was primarily due to interest on advance funding, which is interest-bearing borrowings funded by Janssen under the Janssen Agreement and constituted of principal and applicable interests upon such principal.

Fair Value Loss of Warrant Liability

Fair value loss of warrant liability for the six months ended June 30, 2023 was $85.8 million, compared to a fair value loss of $31 million for the six months ended June 30, 2022. The increase was due to the fair value loss recorded on the full exercise of the warrant, which took place on May 11, 2023.

Loss for the Period

For the three months ended June 30, 2023, net loss was $199.1 million, or $0.57 per share, compared to net loss of $193.2 million, or $0.62 per share, for the three months ended June 30, 2022. For the six months ended June 30, 2023, net loss was $311.2 million, or $0.91 per share, compared to a net loss of $225.5 million, or $0.73 per share, for the six months ended June 30, 2022.

Webcast/Conference Call Details:

Legend Biotech will host its quarterly earnings call and webcast today at 8:00am ET. To access the webcast, please visit this weblink.

A replay of the webcast will be available on Legend Biotech's website at https://investors.legendbiotech.com/events-and-presentations.

About Legend Biotech

Legend Biotech is a global biotechnology company dedicated to treating, and one day curing, life-threatening diseases. Headquartered in Somerset, New Jersey, we are developing advanced cell therapies across a diverse array of technology platforms, including autologous and allogeneic chimeric antigen receptor T-cell, gamma-delta T cell and natural killer (NK) cell-based immunotherapy. From our three R&D sites around the world, we apply these innovative technologies to pursue the discovery of cutting-edge therapeutics for patients worldwide.

Learn more at https://legendbiotech.com/ and follow us on Twitter and LinkedIn.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

Statements in this press release about future expectations, plans and prospects, as well as any other statements regarding matters that are not historical facts, constitute "forward-looking statements" within the meaning of The Private Securities Litigation Reform Act of 1995. These statements include, but are not limited to, statements relating to Legend Biotech's strategies and objectives; statements relating to CARVYKTI®, including Legend Biotech's expectations for CARVYKTI®; and statements about regulatory submissions for CARVYKTI®, and the progress of such submissions with the FDA, the EMA and other regulatory authorities; and expected results of clinical trials; Legend Biotech's expectations on advancing their pipeline and product portfolio; and the potential benefits of Legend Biotech's product candidates. The words "anticipate," "believe," "continue," "could," "estimate," "expect," "intend," "may," "plan," "potential," "predict," "project," "should," "target," "will," "would" and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. Actual results may differ materially from those indicated by such forward-looking statements as a result of various important factors. Legend Biotech's expectations could be affected by, among other things, uncertainties involved in the development of new pharmaceutical products; unexpected clinical trial results, including as a result of additional analysis of existing clinical data or unexpected new clinical data; unexpected regulatory actions or delays, including requests for additional safety and/or efficacy data or analysis of data, or government regulation generally; unexpected delays as a result of actions undertaken, or failures to act, by our third

party partners; uncertainties arising from challenges to Legend Biotech's patent or other proprietary intellectual property protection, including the uncertainties involved in the U.S. litigation process; competition in general; government, industry, and general product pricing and other political pressures; the duration and severity of the COVID-19 pandemic and governmental and regulatory measures implemented in response to the evolving situation; as well as the other factors discussed in the "Risk Factors" section of Legend Biotech's Annual Report on Form 20-F filed with the Securities and Exchange Commission (SEC) on March 30, 2023 and Legend Biotech's other filings with the SEC. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in this press release as anticipated, believed, estimated or expected. Any forward-looking statements contained in this press release speak only as of the date of this press release. Legend Biotech specifically disclaims any obligation to update any forward-looking statement, whether as a result of new information, future events or otherwise.

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LEGEND BIOTECH CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS

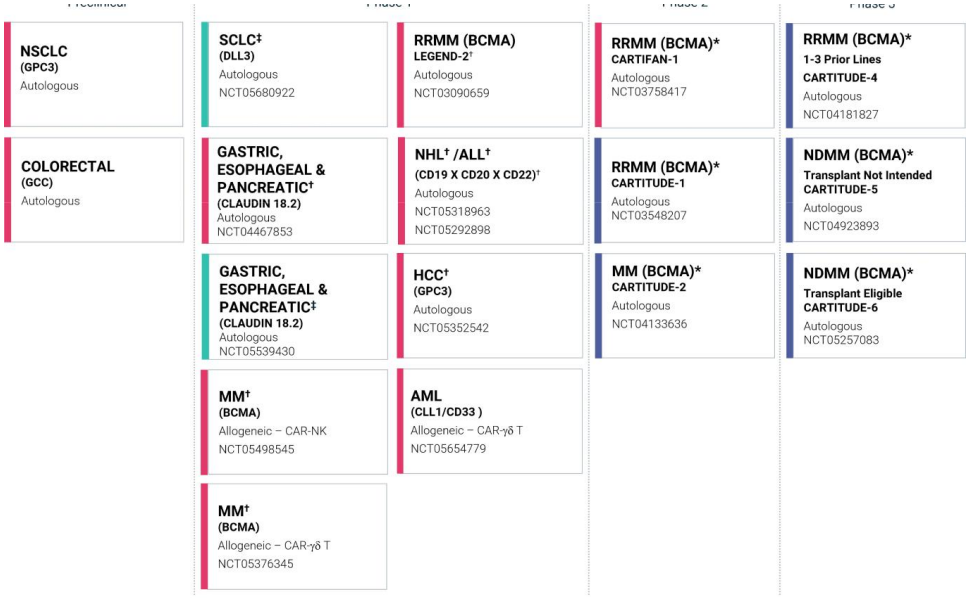
	Three Months Ended June 30,		Six months ended June 30,	
US$'000, except per share data	**2023 (Unaudited)**	**2022 (Unaudited)**	**2023 (Unaudited)**	**2022 (Unaudited)**
REVENUE				
License revenue	15,115	—	15,115	50,000
Collaboration revenue	58,152	11,937	94,432	11,937
Other revenue	63	34	119	74
Total revenue	73,330	11,971	109,666	62,011
Collaboration cost of revenue	(32,672)	(16,939)	(68,285)	(16,939)
Other income and gains	16,433	1,856	20,994	2,868
Research and development expenses	(95,791)	(68,827)	(180,680)	(150,375)
Administrative expenses	(27,753)	(18,050)	(49,958)	(30,707)
Selling and distribution expenses	(21,429)	(27,440)	(39,383)	(48,742)
Other expenses	(21)	(8,099)	(7,117)	(9,626)
Fair value loss of warrant liability	(105,750)	(65,900)	(85,750)	(31,000)
Finance costs	(5,185)	(1,643)	(10,298)	(2,687)
LOSS BEFORE TAX	(198,838)	(193,071)	(310,811)	(225,197)
Income tax expense	(290)	(157)	(418)	(320)
LOSS FOR THE PERIOD	(199,128)	(193,228)	(311,229)	(225,517)
Attributable to:				
Ordinary equity holders of the parent	(199,128)	(193,228)	(311,229)	(225,517)
LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT				
Basic	(0.57)	(0.62)	(0.91)	(0.73)
Diluted	(0.57)	(0.62)	(0.91)	(0.73)
ORDINARY SHARES USED IN LOSS PER SHARE COMPUTATION				
Basic	350,517,429	309,777,816	340,779,779	309,241,404
Diluted	350,517,429	309,777,816	340,779,779	309,241,404

LEGEND BIOTECH CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	June 30, 2023 US$'000 (Unaudited)	December 31, 2022 US$'000 (Audited)
NON-CURRENT ASSETS		
Property, plant and equipment	110,978	105,168
Advance payments for property, plant and equipment	1,061	914
Right-of-use assets	78,497	55,590
Time deposits	4,209	—
Intangible assets	2,465	3,409
Collaboration prepaid leases	119,173	65,276
Other non-current assets	1,414	1,487
Total non-current assets	317,797	231,844
CURRENT ASSETS		
Collaboration inventories	15,196	10,354
Trade receivables	15,064	90
Prepayments, other receivables and other assets	66,573	61,755
Financial assets at fair value through profit or loss	185,756	185,603
Pledged deposits	1,246	1,270
Time deposits	95,814	54,016
Cash and cash equivalents	1,233,213	786,031
Total current assets	1,612,862	1,099,119
Total assets	1,930,659	1,330,963
CURRENT LIABILITIES		
Trade payables	21,544	32,893
Other payables and accruals	165,519	184,109
Government grants	435	451
Lease liabilities	3,558	3,563
Tax payable	10,326	9,772
Warrant liability	—	67,000
Total current liabilities	201,382	297,788
NON-CURRENT LIABILITIES		
Collaboration interest-bearing advanced funding	270,614	260,932
Lease liabilities long term	44,444	20,039
Government grants	7,036	7,659
Other non-current liabilities	152	233
Total non-current liabilities	322,246	288,863
Total liabilities	523,628	586,651
EQUITY		
Share capital	36	33
Reserves	1,406,995	744,279
Total ordinary shareholders' equity	1,407,031	744,312
Total equity	1,407,031	744,312
Total liabilities and equity	1,930,659	1,330,963

LEGEND BIOTECH CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOW

US$'000	Three Months Ended June 30,		Six months ended June 30,	
	2023	2022	2023	2022
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
LOSS BEFORE TAX	(198,838)	(193,071)	(310,811)	(225,197)
CASH FLOWS USED IN OPERATING ACTIVITIES	(95,730)	(740)	(236,783)	(79,427)
CASH FLOWS USED IN INVESTING ACTIVITIES	(123,581)	2,585	(105,651)	(229,915)
CASH FLOWS FROM FINANCING ACTIVITIES	789,890	1,009	789,604	1,034
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	570,579	2,854	447,170	(308,308)
Effect of foreign exchange rate changes, net	2,584	(864)	12	(854)
Cash and cash equivalents at beginning of the period	660,050	377,786	786,031	688,938
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	1,233,213	379,776	1,233,213	379,776
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS				
Cash and bank balances	1,334,482	788,982	1,334,482	788,982
Less: Pledged deposits	1,246	1,402	1,246	1,402
Time deposits	100,023	407,804	100,023	407,804
Cash and cash equivalents as stated in the statement of financial position	1,233,213	379,776	1,233,213	379,776
Cash and cash equivalents as stated in the statement of cash flows	1,233,213	379,776	1,233,213	379,776



The safety and efficacy of the agents and/or uses under investigation have not been established.
There is no assurance that the agents will receive health authority approval or become commercially available in any country for the uses being investigated. Additionally, as some programs are still confidential, certain candidates may not be included in this list.

*In collaboration with Janssen, Pharmaceutical Companies of Johnson & Johnson.
†Phase 1 IIT in China.