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**WUXI APPTEC CO., LTD.\***  
**無錫藥明康德新藥開發股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 2359)**

**(1) PROPOSED CHANGE OF REGISTERED CAPITAL OF THE  
COMPANY; AND**  
**(2) PROPOSED AMENDMENTS TO THE ARTICLES  
OF ASSOCIATION**

References are made to (i) the circular of WuXi AppTec Co., Ltd.\* (無錫藥明康德新藥開發股份有限公司) (the “**Company**”) dated August 5, 2019 (the “**Circular**”); and (ii) the announcements of the Company dated May 25, 2022 and December 30, 2022, in relation to, among other things, (a) the fulfilment of the vesting conditions for the second vesting period of the share options granted under the adjusted initial grant of the 2019 A Share incentive Plan; and (b) the repurchase and cancellation of part of the Restricted A Shares granted under the 2018 A Share Incentive Plan and the 2019 A Share Incentive Plan. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The board of directors (the “**Board**”) of the Company hereby announces that on March 20, 2023, at the thirty-sixth meeting of the second session of the Board, it has resolved and approved, among other things, (i) the proposed change of registered capital of the Company; and (ii) the proposed amendments to the Articles of Association.

**PROPOSED CHANGE OF REGISTERED CAPITAL OF THE COMPANY**

Mr. Edward Hu approved and agreed in writing the conversion of certain of the US\$300 million zero coupon convertible bonds due 2024 issued by the Company (the “**Bonds**”) into an aggregate of 5,156,554 H Shares of the Company by the relevant bondholders on September 5, 2022, February 2, 2023, March 6, 2023 and March 15, 2023.

From August 15, 2022 to January 19, 2023, the Company has completed the registration of a total of 402,145 A Shares, being the underlying shares of the exercised share options granted under the adjusted initial grant of the 2019 A Share Incentive Plan within the second vesting period.

Due to the departure of and failure to meet individual performance assessment standards by certain incentive participants under the 2018 A Share Incentive Plan and 2019 A Share Incentive Plan, a total of 662,228 Restricted A Shares were repurchased and cancelled and the relevant procedures were completed on January 5, 2023.

As a result of the abovementioned conversion of the Bonds, the exercise of share options and the repurchase and cancellation of Restricted A Shares, the Board proposes to change the Company’s registered capital from RMB2,957,191,839 divided into 2,957,191,839 Shares to RMB2,962,088,310 divided into 2,962,088,310 Shares.

The proposed change of registered capital of the Company shall be subject to the approval by way of special resolution of the Shareholders at the annual general meeting of the Company to be convened in due course (the “AGM”).

## **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The Board proposes to make relevant amendments to the Articles of Association in connection with the abovementioned change of registered capital of the Company as follows (the “**Proposed Amendments to the Articles of Association**”):

<b>Original Articles</b>	<b>Amended Articles</b>
<b>Article 6</b> The registered capital of the Company is RMB2,957,191,839.	<b>Article 6</b> The registered capital of the Company is <u>RMB2,962,088,310</u> <del>2,957,191,839</del> .
<b>Article 23</b> ..... The shareholding of the Company is: 2,957,191,839 ordinary shares, including 2,561,926,633 shares held by shareholders of domestically listed domestic shares; 395,265,206 shares held by H-share shareholders.	<b>Article 23</b> ..... The shareholding of the Company is: <u>2,962,088,310</u> <del>2,957,191,839</del> ordinary shares, including <u>2,564,760,485</u> <del>2,561,926,633</del> shares held by shareholders of domestically listed domestic shares; <u>397,327,825</u> <del>395,265,206</del> shares held by H-share shareholders.

Save for the proposed amendments, other articles of the Articles of Association shall remain unchanged. The Proposed Amendments to the Articles of Association were prepared in the Chinese language. In the event of any discrepancy between the English translation and the Chinese version, the Chinese version shall prevail.

The Proposed Amendments to the Articles of Association shall be subject to the approval by way of special resolution of the Shareholders at the AGM, and all the necessary approval, authorization, filing and/or registration from the relevant governmental or regulatory authorities of the PRC.

## **GENERAL**

A circular containing, among other things, further details of the (i) the proposed change of registered capital of the Company; (ii) the proposed amendments to the Articles of Association; and (iii) a notice convening the AGM will be despatched by the Company to the Shareholders in due course.

By order of the Board  
**WuXi AppTec Co., Ltd.\***  
**Dr. Ge Li**  
*Chairman*

Hong Kong, March 20, 2023

*As of the date of this announcement, the Board of the Company comprises Dr. Ge Li, Mr. Edward Hu, Dr. Steve Qing Yang, Dr. Minzhang Chen, Mr. Zhaohui Zhang and Dr. Ning Zhao as executive Directors, Mr. Xiaomeng Tong and Dr. Yibing Wu as non-executive Directors and Dr. Jiangnan Cai, Ms. Yan Liu, Dr. Hetong Lou, Mr. Xiaotong Zhang and Mr. Dai Feng as independent non-executive Directors.*

\* *For identification purposes only*