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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)**

**CANCELLATION OF PART OF THE SHARE OPTIONS GRANTED  
UNDER THE 2019 A SHARE INCENTIVE PLAN**

References are made to (i) the announcement of WuXi AppTec Co., Ltd.\* (無錫藥明康德新藥開發股份有限公司) (the “**Company**”) dated July 19, 2019; (ii) the circular of the Company dated August 5, 2019 (the “**Circular**”); (iii) the poll results announcement of the Company dated September 20, 2019; (iv) the announcement of the Company dated September 30, 2019; (v) the circular of the Company dated October 4, 2019; (vi) the poll results announcement of the Company dated November 18, 2019; (vii) the announcements of the Company dated November 25, 2019 (the “**Announcement**”), June 10, 2020, October 19, 2020, April 28, 2021, May 20, 2021, June 25, 2021 and October 29, 2021, in relation to, among other things, (i) the adoption of the 2019 A Share Incentive Plan; (ii) the adoption of the list of Incentive Participants of the 2019 A Share Incentive Plan; (iii) the adjustments to the number of Incentive Participants and number of Restricted A Shares and Share Options to be granted under the initial grant of the 2019 A Share Incentive Plan; (iv) the Adjusted Initial Grant of Restricted A Shares and Share Options under the 2019 A Share Incentive Plan; (v) the repurchase and cancellation of part of the Restricted A Shares and cancellation of part of the Share Options granted under the 2019 A Share Incentive Plan; and (vi) the adjustment to the exercise price and number of the Share Options granted under 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 and the Announcement.

The “Proposal on the Cancellation of Part of the Share Options Granted under the Restricted A Shares and Stock Option Incentive Plan of 2019 of the Company” was approved at the twenty-ninth meeting of the second session of the Board. Pursuant to the above proposal, due to the departure of 13 Incentive Participants before the expiry of the withholding period of the Share Options, the Company shall cancel 113,613 units of Share Options granted under the Adjusted Initial Grant. None of the above 13 Incentive Participants are connected persons of the Company as defined under the Listing Rules. The relevant matters are explained as follows:

**I. The Information on the Cancellation of Part of the Share Options granted under the 2019 A Share Incentive Plan**

**(a) *Basis of the Cancellation of Part of the Share Options Granted under the 2019 A Share Incentive Plan***

Pursuant to the relevant terms of the 2019 A Share Incentive Plan in relation to the change in circumstances of the Incentive Participants as a result of the resignation, redundancy, failure to renew the labour contract upon the expiration or the termination of labour relations with the Company, the Share Options that have been granted to the Incentive Participants but are not yet exercised shall not be exercised, and shall be cancelled by the Company.

As such, in light of the abovementioned departure of 13 Incentive Participants before the expiry of the withholding period of the Share Options, the Company agreed to cancel the unexercised Share Options granted to the abovementioned 13 Incentive Participants, as considered and approved at the twenty-ninth meeting of the second session of the Board.

**(b) *Number of the Share Options to be Cancelled***

Pursuant to the 2019 A Share Incentive Plan and the approval of the twenty-ninth meeting of the second session of the Board, an aggregate of 113,613 units of Share Options granted under the Adjusted Initial Grant shall be cancelled.

## **II. The Impact of the Cancellation of the Share Options on the Company**

The cancellation of part of the Share Options granted under the Adjusted Initial Grant of the 2019 A Share Incentive Plan will not affect the continued implementation of the 2019 A Share Incentive Plan nor will it have a significant impact on the operating results of the Company.

## **III. Opinion of the INEDs**

The independent non-executive Directors (the “**INEDs**”) were of the view that: (i) the cancellation of part of the Share Options granted to the Incentive Participants who departed before the expiry of the withholding period under the 2019 A Share Incentive Plan was in compliance with the Administrative Measures on Share Incentives of Listed Companies (the “**Administrative Measures**”), the relevant laws and regulations and the terms of the 2019 A Share Incentive Plan; (ii) the reasons for and the number of the Share Options to be cancelled are legal and effective; and (iii) the abovementioned matters will not affect the continued implementation of the 2019 A Share Incentive Plan of the Company and they are not detrimental to the interests of the Company and the Shareholders as a whole. As such, the INEDs agreed to the Company cancelling part of the Share Options granted under the 2019 A Share Incentive Plan as abovementioned.

## **IV. Examination Opinion of the Supervisory Committee**

The Supervisory Committee was of the view that: (i) the cancellation of part of the Share Options granted to the Incentive Participants who departed before the expiry of the withholding period under the 2019 A Share Incentive Plan was in compliance with the Administrative Measures, the relevant laws and regulations and the terms of the 2019 A Share Incentive Plan; (ii) the reasons for the cancellation of part of the Share Options, and the number of the Share Options to be cancelled are legal and effective; and (iii) the abovementioned matters will not affect the continued implementation of the 2019 A Share Incentive Plan of the Company and they are not detrimental to the interests of the Company and the Shareholders as a whole. As such, the Supervisory Committee agreed to the Company cancelling part of the Share Options granted under the 2019 A Share Incentive Plan as abovementioned.

## V. Legal Opinion from the PRC Legal Advisor of the Company

Fangda Partners, the PRC legal advisor of the Company, is of the opinion that (i) the cancellation of part of the Share Options granted under the 2019 A Share Incentive Plan is in compliance with the relevant requirements under the 2019 A Share Incentive Plan and the Administrative Measures for Appraisal System for the Restricted A Shares and Stock Option Incentive Plan of 2019; (ii) the reasons for the cancellation of part of the Share Options, and the number of the Share Options to be cancelled are in compliance with the relevant requirements under the Administrative Measures and the 2019 A Share Incentive Plan; and (iii) the Company has fulfilled the necessary procedures for the cancellation of part of the Share Options granted under the Adjusted Initial Grant of the 2019 A Share Incentive Plan and they are in compliance with the relevant requirements under the laws of the PRC and the 2019 A Share Incentive Plan.

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

Hong Kong, May 25, 2022

*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*