

# **WuXi AppTec Co., Ltd.**

(the “Company”)

## **PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR OF THE COMPANY (A “DIRECTOR”)**

The following procedures (the “**Procedures**”) apply to shareholder(s) of the Company (the “**Shareholder(s)**”) who, after having received notice of a general meeting of the Company, wish to propose a person for election as a Director. These Procedures are subject to the Articles of Association of WuXi AppTec Co., Ltd. (“**Articles**”) and other applicable regulations and rules:

1. According to the Articles, when the Company convenes a general meeting, the Shareholder(s) individually and jointly holding more than 3% of the Company’s voting shares have the right to nominate candidate(s) for Director(s) (not including independent Directors) in general meeting; the nomination method and procedures for independent Directors shall be executed in accordance with laws, administrative regulations, departmental rules, and listing rules of the stock exchange where the shares of the Company are listed or the relevant provisions of the Articles. Shareholder(s) individually or jointly holding more than 3% of the Company’s voting shares who nominate candidate(s) for Director(s) (not including independent Directors) shall submit written provisional proposals to the convener according to the requirements in point 2 below. The convener(s) shall issue a supplementary notice of the general meeting within two days after receiving the provisional proposals and announce the contents of the provisional proposals<sup>Note 1</sup>.
2. Written notice shall include (i) the intent to nominate candidates for Directors and the nominated candidate’s indication of consent to such nomination, and (ii) information about the nominated candidate in writing, which shall be sent to the Company no earlier than the issue date of the notice of the general meeting and no later than the seventh day<sup>Note 2</sup> prior to the convention of the general meeting. The Company shall give relevant nominators and their nominated candidates for directors at least seven days to submit the aforesaid notice and document (this period is calculated from the day after the issue date of the notice of the general meeting). The information and biography of the nominated candidate shall comply with the requirements under Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

3. Upon receipt of the above proposals and notice from a Shareholder after publication of the notice of general meeting, the Company shall, no less than 10 business days prior to the general meeting, publish an announcement or issue a supplementary circular disclosing the personal information of the nominated candidate for Director pursuant to Rule 13.51(2) of the Listing Rules.
4. The Procedures will take effect from the date when the Procedures are considered and approved at the first meeting of the second session of the board of directors of the Company.

*Note:*

1. According to Rule 13.70 and 13.73 of the Listing Rules, if a shareholder nominates candidate(s) for director(s) after the date of notice of the general meeting, the issuer shall, not less than 10 business days prior to the general meeting, publish an announcement or issue a supplementary circular disclosing the relevant information, including personal information of the nominated candidate, to the shareholders.
2. Same as above.