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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)

**GRANT OF RESERVED INTERESTS TO INCENTIVE PARTICIPANTS
OF 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; and (vii) the announcement of the Company dated November 25, 2019 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; and (iv) the initial grant of Restricted A Shares and Share Options 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.

GRANT OF RESERVED RESTRICTED A SHARES AND RESERVED SHARE OPTIONS

The Board is of the view that the conditions for the grant of Reserved Interests under the 2019 A Share Incentive Plan have been fulfilled, and has resolved to grant (i) 427,000 Restricted A Shares to 18 Incentive Participants; and (ii) 29,131 Share Options to one Incentive Participant, all of whom to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, are third parties independent of the Company and its connected persons (as defined under the Listing Rules), with June 10, 2020 confirmed as the date of grant (the "**Reserved Grant**"). The underlying shares of the Reserved Grant of the 2019 A Share Incentive Plan are ordinary A shares to be issued by the Company to the Incentive Participants. Pursuant to the terms of the 2019 A Share Incentive Plan, the Grant Price of the reserved Restricted A Shares to be granted under the Reserved Grant (the "**Reserved Restricted A Shares**") shall be RMB40.59 per A Share and the Exercise Price of the reserved Share Options to be granted under the Reserved Grant (the "**Reserved Share Options**") shall be RMB81.17 per A Share. The closing price of the A Shares on the date of the Reserved Grant was RMB81.31 per A Share. The particulars of the Reserved Grant are as follows.

Reserved Restricted A Shares

Incentive Participants	Number of Reserved Restricted A Shares to be granted under the Reserved Grant	Percentage to the total number of Reserved Interests to be granted	Percentage to the total share capital of the Company as at the date of this announcement
Senior management, midlevel managers and backbone members of technicians: 18 persons	427,000	93.6135%	0.0185%

Notes:

1. The abovementioned Incentive Participants do not include any independent Directors, supervisors and shareholders or de-facto controllers of the Company who individually or jointly hold 5% or more of the Shares and their spouses, parents or children.
2. The number of Shares to be granted to the abovementioned Incentive Participants under all effective share incentive plans does not exceed 1% of the total share capital of the Company at the time of the submission of the 2019 A Share Incentive Plan to the general meeting of the Company for consideration.

Reserved Share Options

Incentive Participants	Number of Reserved Share Options to be granted under the Reserved Grant	Percentage to the total number of Reserved Interests to be granted	Percentage to the total share capital of the Company as at the date of this announcement
Midlevel managers and back bone members of technicians: one person	29,131	6.3865%	0.0013%

Notes:

1. The abovementioned Incentive Participant does not include any independent Directors, supervisors and shareholders or de-facto controllers of the Company who individually or jointly holds 5% or more of the Shares and their spouses, parents or children.
2. The number of Shares to be granted to the abovementioned Incentive Participants under all effective share incentive plans does not exceed 1% of the total share capital of the Company at the time of the submission of the 2019 A Share Incentive Plan to the general meeting of the Company for consideration.

VALIDITY, UNLOCKING, EXERCISE ARRANGEMENTS AND BLACK-OUT PERIOD

Validity of the Reserved Restricted A Shares and Reserved Share Options

The Reserved Restricted A Shares are valid from the date of completion of the registration of the Reserved Grant (the “**Reserved Grant Registration Date**”) to the date on which all Reserved Restricted A Shares granted to the Incentive Participants have been unlocked or cancelled following repurchase, subject to a maximum duration of 48 months.

The Reserved Share Options are valid from the date of the Reserved Grant to the date on which all Reserved Share Options granted to the Incentive Participants have been exercised or cancelled, subject to a maximum duration of 54 months.

Unlocking arrangements of the Reserved Restricted A Shares

The unlocking periods (each an “**Unlocking Period**”) in relation to the Reserved Restricted A Shares are as follows:

Unlocking Arrangements under the Reserved Grant	Unlocking Period	Proportion of unlocking
First Unlocking Period	From the first trading day after 12 months from the Reserved Grant Registration Date to the last trading day within 24 months from the Reserved Grant Registration Date	40%
Second Unlocking Period	From the first trading day after 24 months from the Reserved Grant Registration Date to the last trading day within 36 months from the Reserved Grant Registration Date	30%
Third Unlocking Period	From the first trading day after 36 months from the Reserved Grant Registration Date to the last trading day within 48 months from the Reserved Grant Registration Date	30%

The relevant tranche of the Reserved Restricted A Shares which are not unlocked during the abovementioned Unlocking Periods or which are not unlocked due to inability to fulfill the unlocking conditions shall be repurchased and cancelled by the Company pursuant to the requirements of the 2019 A Share Incentive Plan. The repurchase price shall be the Grant Price.

When the unlocking conditions of the Reserved Restricted A Shares have been fulfilled, the Company shall handle matters in relation to the unlocking of such Reserved Restricted A Shares on a consolidated basis.

Exercise arrangements of the Reserved Share Options

The exercise arrangements and exercisable periods (each an “**Exercisable Period**”) in relation to each tranche of the Reserved Share Options are as follows:

Exercise Arrangement for the Reserved Grant	Exercisable Period	Proportion of exercise
First Exercisable Period	From the first trading day after 18 months from the date of the Reserved Grant to the last trading day within 30 months from the date of the Reserved Grant	40%
Second Exercisable Period	From the first trading day after 30 months from the date of the Reserved Grant to the last trading day within 42 months from the date of the Reserved Grant	30%
Third Exercisable Period	From the first trading day after 42 months from the date of the Reserved Grant to the last trading day within 54 months from the date of the Reserved Grant	30%

The Reserved Share Options shall only be exercised by the Incentive Participants within the corresponding Exercisable Periods. If the exercise conditions are not fulfilled, the relevant tranche of the Reserved Share Options shall not be exercised and shall be cancelled by the Company. If the exercise conditions are fulfilled but the Reserved Share Options are not exercised within the relevant exercisable period, such Reserved Share Options shall be cancelled by the Company.

Black-out period for the Restricted A Shares

The key provisions of the black-out period (the “**Black-out Period**”) for the holders of the Restricted A Shares granted under the Reserved Grant are set out as follows:

- (i) Any holders of the Restricted A Shares (including holders of shares acquired through non-trade transfer method) shall not transfer the Restricted A Shares which fulfill the Unlocking Conditions to any third party in any form within the six months from the expiration of each Lock-up Period.
- (ii) For all holders of the Restricted A Shares (including holders of shares acquired through non-trade transfer method) who have fulfilled the conditions for unlocking the Restricted A Shares of every tranche, the Company shall complete the unlocking procedures upon the expiration of Black-out Period.
- (iii) For the avoidance of doubts, any change during the Black-out Period incurred by Incentive Participants who have fulfilled the conditions for unlocking the shares would not affect the completion of the unlocking procedures of the Restricted A Shares of such tranche by the Company upon the expiration of the Black-out Period.

The Reserved Grant will not result in the non-compliance of the listing requirement under the Rules Governing the Listing of Stock on the Shanghai Stock Exchange by the Company regarding its shareholding structure.

LEGAL OPINION FROM PRC COUNSEL OF THE COMPANY

Fangda Partners, the PRC legal advisor of the Company, is of the opinion that (i) as at the date of issuing this legal opinion, the Company has obtained all necessary approvals and authorizations for the Reserved Grant and it is in compliance with the relevant requirements under the Administrative Measures on Share Incentives of Listed Companies (the “**Administrative Measures**”) and the 2019 A Share Incentive Plan; (ii) the confirmation of the date of grant for Reserved Grant under the 2019 A Share Incentive Plan has fulfilled all necessary procedures and it is in compliance with the relevant requirements for the date of grant under the Administrative Measures and the 2019 A Share Incentive Plan; and (iii) as at the date of grant for the Reserved Grant, the conditions for the Reserved Grant under the 2019 A Share Incentive Plan have been fulfilled and the grant of Reserved Interests to the Incentive Participants by the Company is in compliance with the relevant requirements under the Administrative Measures and the 2019 A Share Incentive Plan.

IMPLICATIONS UNDER THE LISTING RULES

The grant of the Reserved Share Options under the 2019 A Share Incentive Plan shall be governed by Chapter 17 of the Listing Rules. According to Note (1) to Rule 17.03(9) of the Listing Rules, the exercise price of the relevant share options must be at least the higher of: (i) the closing price of the securities as stated in the daily quotations sheet of the Hong Kong Stock Exchange on the date of grant, which must be a business day; and (ii) the average closing price of the securities as stated in the daily quotations sheets of the Hong Kong Stock Exchange for the five business days immediately preceding the date of grant. As the Company may adopt share incentive plans involving A Shares from time to time and will determine the exercise price of the share options to be issued thereunder in accordance with relevant PRC laws and regulations, the Company has obtained a waiver from strict compliance with Note (1) to Rule 17.03(9) of the Listing Rules in respect of the exercise price of the share options granted under such share incentive schemes including the 2019 A Share Incentive Plan. For details of the waiver, please refer to the section headed “Waivers from Strict Compliance with the Hong Kong Listing Rules” of the prospectus of the Company dated December 3, 2018.

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

Hong Kong, June 10, 2020

As of the date of this announcement, the Board of the Company comprises Dr. Ge Li, Mr. Edward Hu, Dr. Steve Qing Yang, 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, Mr. Dai Feng, Dr. Hetong Lou and Mr. Xiaotong Zhang as independent non-executive Directors.

* For identification purposes only