

WuXi AppTec Co., Ltd. ESG Committee Charter

Section I General

1. To provide direction on and oversee the development and implementation of the environmental, social and governance (“**ESG**”) initiatives of WuXi AppTec Co., Ltd. (the “**Company**”), the Company established a committee named as the Environmental, Social and Governance Committee (the “**Committee**”) and formulated these rules of procedure in accordance with the applicable ESG reporting guides for the listing companies and the Articles of Association of WuXi AppTec Co., Ltd.

2. The Committee is an internal committee of the Company and undertakes responsibilities for reporting on environmental, social and governance matters to the board of directors of the Company (the “**Board**”).

Section II Constitution

3. The Committee shall be composed of at least four members, which must include at least one member of the Board. The other members who is not a director of the Company shall be senior management of the Company whose work is related to the Company’s ESG matters.

4. Members of the Committee shall be nominated by the chairman of the Board and shall be elected by the Board.

5. The Committee shall have a chairman (the convener) who shall be a member of the Board. The chairman of the Committee shall be responsible for the work of the Committee and convening the meetings of the Committee. If the chairman is not able to perform his duties at any meeting of the Committee, the chairman of the Board elect one of the members present to act as chairman. The chairman of the Committee should report to the Board on behalf of the Committee on a regular basis.

6. The ESG team shall be formed under the Committee, which consists of functional departments related to the Company’s ESG matters. The ESG team shall be responsible for the implementation of ESG strategy and policies of the Company. Please refer to Annex I for a detailed structure chart of the ESG team.

Section III Reporting Procedures and Frequency of Meetings

7. The Committee shall meet at least four times every year. Notice shall be sent to all Committee members three days before the meeting date. Additional meetings shall be held at

the request of the chairman of the Committee. Meetings shall be convened by the chairman of the Committee with three days' prior notice before the meeting date. In case of emergency or special circumstances, the requirement of notice may be waived upon approval of the chairman of the Committee and the notice of meeting may be sent at any time thereafter; however, the chairman of the Committee shall make an explanation on such waiver of the requirement of notice at the meeting.

8. Only members of the Committee have the right to attend Committee meetings; however, members of the ESG team or external advisers may also be invited by the chairman of the Committee to attend Committee meetings, as appropriate.

9. Members of the Committee shall attend Committee meetings in person and express his/her clear opinion on matters discussed at the meetings. In the absence of a member of the Committee at any meeting, the member will submit a letter of authorization to appoint another member to perform the duties on his/her behalf. The letter of authorization shall specify the scope and duration of such authorization.

10. Three members shall constitute a quorum. Each member shall be entitled to one vote. Decisions shall be made by simple majority and, in the event of a tie, the chairman of the Committee shall have the casting vote.

11. The Committee shall vote by a show of hands or by a poll. Meetings can be convened by voting through electronic communications.

12. Minutes will be taken for all Committee meetings. Members of the Committee present at Committee meetings shall sign the minutes of the Committee meetings, which shall be kept by the secretary of the Committee.

13. The resolutions passed and the results of voting at the meeting of the Committee shall be reported by the chairman of the Committee in writing to the Board.

Section IV

Terms of Reference

14. Main responsibilities of the Committee:

(1) Oversight of the development of the Company's ESG vision, strategy and policies, including:

(a) provide direction on and review the Company's ESG vision, objectives and strategy, and make recommendations to the Board for the approval of the relevant ESG initiatives;

(b) monitor and review emerging ESG trends and issues, provide guidance on the

development of the Company's ESG vision in light of the same, and give advice to the Company with respect to the management of current and emerging sustainability and ESG matters that affecting the Company; and

(c) monitor and review the Company's ESG policies and practices to ensure that they remain relevant and fit for purpose and compliant with the applicable legal and regulatory requirements and international standards.

(2) Oversight of the implementation of the ESG vision and strategy, including:

(a) oversee the execution of the Company's ESG initiatives and set targets to measure the attainment of the initiatives;

(b) monitor performance of each department of the Company against set ESG targets and recommend actions as needed to improve performance;

(c) review management information in support of the ESG initiatives, monitor internal and external feedback on the implementation of the ESG initiatives, and make recommendations to improve the coverage and effectiveness of the relevant initiatives;

(d) monitor and provide guidance on the Company's efforts to support initiatives to promote ESG in the places where the Company runs its business;

(e) provide guidance on the environmental and social impact of how the Company conducts its business and recommend actions as needed to improve performance; and

(f) review the governance structure, annual budget and plan of ESG initiatives and make recommendations to the Board for approval; monitor the work progress of funded initiatives and provide updates to the Board as appropriate.

(3) Oversight of the funding of ESG initiatives, including:

(a) make recommendations to the Board on the funding of the ESG initiatives including: monetary donations to pursue any philanthropic and community investment initiatives in the name of the Company; funding for the establishment and ongoing operation of ESG initiatives of the Company; and funding as needed to carry out actions within the scope of these rules of procedure;

(4) Oversight of the external communications policies, including:

(a) review the Company's shareholder communication policy to ensure its effectiveness and recommend any improvements for the Board's approval; and

(b) oversee how the Company engages with its stakeholders and ensure that the

appropriate communications policies are in place and working effectively to promote Company's relationship with its stakeholders and protect its reputation.

(5) Other responsibilities, including:

(a) review the annual Environmental, Social and Governance / Corporate Social Responsibility Report and the ESG Committee Report in the Company's annual report and make recommendations to the Board for approval;

(b) review and evaluate the performance of the Committee and these terms of reference to ensure that it is operating at maximum effectiveness, and recommend any changes it considers appropriate for the Board's approval; and

(c) do any such things as are necessary to enable the Committee to discharge its responsibilities.

15. In performing its responsibilities, the Committee shall work and liaise as necessary with all other Board committees, and give due consideration to all relevant laws, rules, regulations and regulatory requirements and guidance applicable to the Company.

Section VI

Authority and Powers

16. The ESG Committee may:

(1) delegate certain of its responsibilities to the ESG team with such powers as are necessary to discharge the relevant responsibilities;

(2) delegate to the chairman of the Committee authority to make decisions on matters which may need attention between Committee meetings, with such decisions to be reported or ratified in the next meeting of the Committee; and

(3) review or consider matters outside the scope of these rules of procedure if required to do so by the Board.

17. The ESG Committee is authorized to:

(1) have access to such training and resources (including employees) in order to carry out its duties as it may consider appropriate;

(2) obtain, at the Company's expense, any advice or support from external advisers or experts including ESG consultants and legal advisers; and

(3) have access to any information, record or report from any employee of the Company in

order to perform its duties and request any employee to attend Committee meetings and answer questions as and when required.

Section VII Supplementary Provisions

18. These rules of procedure are in force once they are approved by the Board;

19. Matters not mentioned in these rules of procedure shall be executed according to laws, regulations, the Listing Rules of the stock exchanges where the Company is listed, and the Articles of Association of the Company. The Board shall revise these rules of procedure accordingly for the Board meeting's approval if these rules of procedure are contradict with any future laws, regulations, the Listing Rules of the stock exchanges where the Company is listed or the Articles of Association which is revised through legal procedures.

20. The Board of the Company reserves the right of final interpretation for these rules of procedure.

Annex I Organization Chart of the ESG Committee



These Rules of Procedure have been translated into English. If there is any inconsistency or ambiguity between the English version and the Chinese versions, the Simplified Chinese version shall prevail.