



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 January 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Pharmaron Beijing Co., Ltd. (A joint stock company incorporated in the People's Republic of China with limited liability)

Date Submitted: 05 February 2024

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	H	Listed on SEHK (Note 1)	Yes	
Stock code	03759	Description	H Shares			
		Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month		301,537,125	RMB	1	RMB	301,537,125
Increase / decrease (-)		0			RMB	0
Balance at close of the month		301,537,125	RMB	1	RMB	301,537,125

2. Class of shares	Ordinary shares	Type of shares	A	Listed on SEHK (Note 1)	No	
Stock code	300759	Description	A Shares (Shenzhen Stock Exchange)			
		Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month		1,485,195,081	RMB	1	RMB	1,485,195,081
Increase / decrease (-)		662,091			RMB	662,091
Balance at close of the month		1,485,857,172	RMB	1	RMB	1,485,857,172

Total authorised/registered share capital at the end of the month: RMB 1,787,394,297

Remarks:

1. Issue of 79,694 A Shares on January 29, 2024 to employees of the Group under 2021 Restricted A Share Incentive Scheme, which was duly passed as special resolution of the Company on the Extraordinary General Meeting, the A Shares Class Meeting and the H Shares Class Meeting held on July 12, 2021. For details, please refer to the circular of the Company dated June 24, 2021 and the overseas regulatory announcements of the Company dated July 12, 2021, July 27, 2021, July 28, 2022, January 19, 2023, October 29, 2023 and January 24, 2024.
2. Issue of 582,397 A Shares on January 29, 2024 to employees of the Group under 2022 Restricted A Share Incentive Scheme, which was duly passed as special resolution of the Company on the Extraordinary General Meeting, the A Shares Class Meeting and the H Shares Class Meeting held on May 31, 2022. For details, please refer to the circular of the Company dated May 6, 2022 and the overseas regulatory announcements of the Company dated July 28, 2022, October 29, 2023 and January 24, 2024.

II. Movements in Issued Shares

1. Class of shares	Ordinary shares	Type of shares	H	Listed on SEHK (Note 1)	Yes	
Stock code	03759	Description	H Shares			
Balance at close of preceding month			301,537,125			
Increase / decrease (-)			0			
Balance at close of the month			301,537,125			

2. Class of shares	Ordinary shares	Type of shares	A	Listed on SEHK (Note 1)	No	
Stock code	300759	Description	A Shares (Shenzhen Stock Exchange)			
Balance at close of preceding month			1,485,195,081			
Increase / decrease (-)			662,091			
Balance at close of the month			1,485,857,172			

Remarks:

1. Issue of 79,694 A Shares on January 29, 2024 to employees of the Group under 2021 Restricted A Share Incentive Scheme, which was duly passed as special resolution of the Company on the Extraordinary General Meeting, the A Shares Class Meeting and the H Shares Class Meeting held on July 12, 2021. For details, please refer to the circular of the Company dated June 24, 2021 and the overseas regulatory announcements of the Company dated July 12, 2021, July 27, 2021, July 28, 2022, January 19, 2023, October 29, 2023 and January 24, 2024.
2. Issue of 582,397 A Shares on January 29, 2024 to employees of the Group under 2022 Restricted A Share Incentive Scheme, which was duly passed as special resolution of the Company on the Extraordinary General Meeting, the A Shares Class Meeting and the H Shares Class Meeting held on May 31, 2022. For details, please refer to the circular of the Company dated May 6, 2022 and the overseas regulatory announcements of the Company dated July 28, 2022, October 29, 2023 and January 24, 2024.

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer) Not applicable

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

1. Class of shares issuable		Ordinary shares		Type of shares	H		Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)				03759					
Description of the Convertibles		Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
1).	Zero coupon convertible bonds due 2026	USD	300,000,000	Cancelled	-79,600,000	220,400,000	0	15,500,721	
Type of convertibles		Bond/Notes							
Stock code of the Convertibles (if listed on SEHK) (Note 1)		40725							
Subscription/Conversion price		HKD	110.32						
General Meeting approval date (if applicable)		23 July 2020							
2).	US\$-settled zero coupon convertible bonds due 2026	RMB	1,916,000,000	Cancelled	-865,000,000	1,051,000,000	0	12,640,757	
Type of convertibles		Bond/Notes							
Stock code of the Convertibles (if listed on SEHK) (Note 1)		40733							
Subscription/Conversion price		HKD	100.97						
General Meeting approval date (if applicable)		23 July 2020							

Total C (Ordinary shares H): 0

Remarks:

1. Between January 8, 2024 and January 12, 2024, the Company has repurchased an aggregate principal amount of US\$68.1 million of the Series 1 Bonds with the rights to convert into 4,789,469 shares of the Company, representing approximately 22.7% of the aggregate principal amount of the Series 1 Bonds originally issued. After January 12, 2024, the Company has further repurchased an aggregate principal amount of US\$11.5 million of the Series 1 Bonds with the rights to convert into 808,794 shares of the Company, representing approximately 3.83% of the aggregate principal amount of the Series 1 Bonds originally issued. In aggregate, the Company has in aggregate repurchased US\$79.6 million of Series 1 Bonds, representing approximately 26.53% of the original principal amount. As at January 31, 2024, the Company has canceled the previously repurchased Series 1 Bonds and an aggregate principal amount of US\$220.4 million of the Series 1 Bonds remained outstanding. For details, please refer to the announcement of the Company dated January 12, 2024.
2. Between January 8, 2024 and January 12, 2024, the Company has repurchased an aggregate principal amount of RMB705.0 million of the Series 2 Bonds with the rights to convert into 8,478,572 shares of the Company, representing approximately 36.8% of the aggregate principal amount of the Series 2 Bonds originally issued. On January 15, 2024, the Company has further repurchased an aggregate principal amount of RMB160 million of the Series 2 Bonds with the rights to convert into 1,924,215 shares of the Company, representing approximately 8.4% of the aggregate principal amount of the Series 2 Bonds originally issued. In aggregate, the Company has in aggregate repurchased RMB865 million of Series 2 Bonds, representing approximately 45.1% of the original principal amount. As at January 31, 2024, the Company has canceled the previously repurchased Series 2 Bonds and an aggregate principal amount of RMB1,051 million of the Series 2 Bonds remained outstanding. For details, please refer to the announcement of the Company dated January 12, 2024 and January 15, 2024.

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes)

1. Class of shares issuable	Ordinary shares	Type of shares	A	Shares issuable to be listed on SEHK (Note 1)	No	
Stock code of shares issuable (if listed on SEHK) (Note 1)						
Description			General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (D)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
1).	2021 Restricted A Share Incentive Scheme approved and adopted by the board of directors on July 27, 2021		12 July 2021	79,694	764,806	
2).	2022 Restricted A Share Incentive Scheme approved and adopted by the board of directors on July 28, 2022		31 May 2022	582,397	2,359,901	
3).	2023 A Share Incentive Scheme approved and adopted by the board of directors on July 7, 2023		21 June 2023	0	1,608,900	

Total D (Ordinary shares A): 662,091

Remarks:

1. Issue of 79,694 A Shares on January 29, 2024 to employees of the Group under 2021 Restricted A Share Incentive Scheme, which was duly passed as special resolution of the Company on the Extraordinary General Meeting, the A Shares Class Meeting and the H Shares Class Meeting held on July 12, 2021. For details, please refer to the circular of the Company dated June 24, 2021 and the overseas regulatory announcements of the Company dated July 12, 2021, July 27, 2021, July 28, 2022, January 19, 2023, October 29, 2023 and January 24, 2024. In addition, pursuant to the effects of voluntarily waived their restricted shares of the participants, the grant amount of 2021 Restricted A Share incentive scheme has been adjusted to 764,806.
2. Issue of 582,397 A Shares on January 29, 2024 to employees of the Group under 2022 Restricted A Share Incentive Scheme, which was duly passed as special resolution of the Company on the Extraordinary General Meeting, the A Shares Class Meeting and the H Shares Class Meeting held on May 31, 2022. For details, please refer to the circular of the Company dated May 6, 2022 and the overseas regulatory announcements of the Company dated July 28, 2022, October 29, 2023 and January 24, 2024. In addition, pursuant to the effects of voluntarily waived their restricted shares of the participants, the grant amount of 2022 Restricted A Share incentive scheme has been adjusted to 2,359,901.

(E). Other Movements in Issued Share Not applicable

Total increase / decrease (-) in Ordinary shares H during the month (i.e. Total of A to E)	<u>0</u>
Total increase / decrease (-) in Ordinary shares A during the month (i.e. Total of A to E)	<u>662,091</u>

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

Not applicable

Submitted by: Mak Po Man Cherie

Title: Company Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.
3. "Identical" means in this context:
 - . the securities are of the same nominal value with the same amount called up or paid up;
 - . they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - . they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - . "class of shares issuable" should be construed as "class of shares repurchased"; and
 - . "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and

- . “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares redeemed (if listed on SEHK)”; and
- . “class of shares issuable” should be construed as “class of shares redeemed”; and
- . “issue and allotment date” should be construed as “redemption date”