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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)

**UNLOCKING AND TRADING OF
THE RESTRICTED A SHARES GRANTED UNDER
THE SPECIAL GRANT OF THE 2019 A SHARE INCENTIVE PLAN**

References are made to the (1) announcement of WuXi AppTec Co., Ltd.* (無錫藥明康德新藥開發股份有限公司) (the “**Company**” together with its subsidiaries, the “**Group**”) dated July 19, 2019; (2) the circular of the Company dated August 5, 2019 (the “**Circular**”); (3) the poll results announcement of the Company dated September 22, 2019; (4) the announcement of the Company dated September 30, 2019; (5) the circular of the Company dated October 4, 2019; (6) the poll results announcement of the Company dated November 18, 2019 in relation to, among other things (i) the adoption of the 2019 A Share Incentive Plan; and (ii) the adoption of the list of Incentive Participants of the 2019 A Share Incentive Plan; (7) the announcement of the Company dated November 25, 2019 in relation to, among other things, (i) 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 (ii) the Adjusted Initial Grant of Restricted A Shares and Share Options under the 2019 A Share Incentive Plan (the “**Announcement**”); (8) the circular and the poll results announcement of the Company dated March 31, 2020 and May 15, 2020, respectively, in relation to, among other things, the 2019 Profit Distribution Plan (as defined below); (9) the announcements of the Company dated March 1, 2021, February 23, 2022 and March 1, 2023 in relation to the unlocking and trading of the first, second and third tranches of the Restricted A Shares granted under the Special Grant of the 2019 A Share Incentive Plan, respectively; and (10) the circular and the poll results announcement of the Company dated April 9, 2021 and May 13, 2021, respectively, in relation to, among other things, the 2020 Profit Distribution Plan (as defined below). Unless otherwise stated, the terms used in this announcement shall have the same meanings as defined in the Circular and the Announcement.

Resolutions in relation to the 2019 A Share Incentive Plan and related matters were considered and approved at (i) the first extraordinary general meeting of the Company of 2019, the second A Share class meeting of the Company of 2019 and the second H Share class meeting of the Company of 2019 held on September 20, 2019; and (ii) the third H Share class meeting of the Company of 2019 held on November 18, 2019. The date of the grant of the Restricted A Shares (the “**Adjusted Initial Grant**”) under the 2019 A Share Incentive Plan was November 25, 2019. Amongst the Restricted A Shares granted under the Adjusted Initial Grant, 124,443 Restricted A Shares were granted as special grants (the “**Special Grant**”) which was subsequently changed following the adjustment as a result of the implementation of (i) the profit distribution plan of the Company for the year ended December 31, 2019 on June 4, 2020 (the “**2019 Profit Distribution Plan**”); and (ii) the profit distribution plan of the Company for the year ended December 31, 2020 on June 8, 2021 (the “**2020 Profit Distribution Plan**”). In addition, (i) listing of and trading in 34,843 Restricted A Shares which have been unlocked in the first Unlocking Period (as defined below) commenced on March 5, 2021; (ii) listing of and trading in 41,812 Restricted A Shares which have been unlocked in the second Unlocking Period (as defined below) commenced on March 1, 2022; and (iii) listing of and trading in 41,812 Restricted A Shares which have been unlocked in the third Unlocking Period (as defined below) commenced on March 7, 2023. The Restricted A Shares granted under the Special Grant are subject to different conditions and restrictions from the other Incentive Participants who are independent of the Company and its connected persons as defined under the Listing Rules (please refer to the Circular for further details).

On March 1, 2024, the Board considered and confirmed that the Restricted A Shares granted under the Special Grant pursuant to the 2019 A Share Incentive Plan enter into the fourth Unlocking Period on March 1, 2024. As of the date of this announcement, the conditions for unlocking the fourth tranche of the Restricted A Shares granted under the Special Grant pursuant to the 2019 A Share Incentive Plan (as further particularized below) have been fulfilled, and the Board approved the handling of the unlocking matters for the abovementioned Restricted A Shares that have fulfilled the conditions for unlocking.

FULFILLMENT OF CONDITIONS FOR UNLOCKING THE RESTRICTED A SHARES GRANTED UNDER THE SPECIAL GRANT OF THE 2019 A SHARE INCENTIVE PLAN

(a) The lock-up period

Pursuant to the terms of the 2019 A Share Incentive Plan, the fourth tranche of the Restricted A Shares granted under the Special Grant will be locked up from the Registration Date to February 29, 2024 (the “**Fourth Lock-up Period**”). The unlocking periods (each an “**Unlocking Period**”) in relation to the Restricted A Shares granted under the Special Grant are as follows:

	Unlocking Period	Proportion of unlocking
First Unlocking Period	From March 1, 2021 to February 28, 2022	20%
Second Unlocking Period	From March 1, 2022 to February 28, 2023	20%
Third Unlocking Period	From March 1, 2023 to February 29, 2024	20%
Fourth Unlocking Period	From March 1, 2024 to February 28, 2025	40%

The Fourth Lock-up Period expired on February 29, 2024 while the fourth Unlocking Period commenced on March 1, 2024. The Incentive Participant that was granted Restricted A Shares under the Special Grant is entitled to apply for unlocking 40% of the Restricted A Shares granted to him upon the fulfillment of certain specific conditions.

(b) Conditions for unlocking of Restricted A Shares granted under the Special Grant

Pursuant to the terms of the 2019 A Share Incentive Plan, the following conditions must be fulfilled before the Restricted A Shares granted under the Special Grant can be unlocked:

(I) None of the following circumstances has occurred to the Company:

1. issue of the Company’s financial and accounting report for the most recent accounting year in which a certified public accountant gives a negative opinion or indicates the inability to give an opinion;
2. issue of the Company’s financial internal control report for the most recent accounting year in which a certified public accountant gives a negative opinion or indicates the inability to give an opinion;

3. the Company has distributed profit in violation of the laws and regulations, Articles of Associations or public undertakings within the most recent 36 months;
4. the implementation of the share incentive scheme is forbidden by the laws and regulations; and
5. other circumstances as determined by the CSRC.

As at the date of this announcement, none of the abovementioned circumstances has occurred to the Company.

(II) None of the following circumstances has occurred to the incentive participant:

1. such incentive participant is deemed as an inappropriate candidate by the relevant stock exchange in the most recent 12 months;
2. such incentive participant is deemed as an inappropriate candidate by the CSRC or its agency authorities in the most recent 12 months;
3. such incentive participant has been imposed administrative penalties or is banned from the securities market by the CSRC or its agency authorities due to material non-compliance of laws and regulations in the most recent 12 months;
4. occurrence of circumstances under which such incentive participant is prohibited from acting as a director or member of the senior management of a company, as stipulated in the Company Law of the People's Republic of China;
5. such incentive participant is prohibited by laws and regulations from participating in equity incentive scheme of listed companies; and
6. other circumstances as determined by the CSRC.

As at the date of this announcement, none of the abovementioned circumstances has occurred to the relevant incentive participant under the Special Grant of the Restricted A Shares under the 2019 A Share Incentive Plan.

Note:

Pursuant to the terms of the 2019 A Share Incentive Plan, there is no performance target for the fourth Unlocking Period in relation to the Special Grant portion of the Restricted A Shares granted under the Adjusted Initial Grant.

(c) Details of the incentive participant and the number of Restricted A Shares which are to be unlocked in the fourth Unlocking Period

Details of the incentive participant who has satisfied the conditions for unlocking the Restricted A Shares under the Special Grant pursuant to the 2019 A Share Incentive Plan are set out as follows:

No.	Name Position	Number of Restricted A Shares granted under the Special Grant pursuant to the 2019 A Share Incentive Plan (Shares)	Number of Restricted A Shares to be unlocked for the fourth Unlocking Period (Shares)	Proportion of Restricted A Shares to be unlocked for the fourth Unlocking Period to the total number of Restricted A Shares granted to the incentive participant pursuant to 2019 A Share Incentive Plan (%)
1.	1 senior-level manager (Special Grant portion)	209,060	83,629	40.00
A total of 1 incentive participant		<u>209,060</u>	<u>83,629</u>	<u>40.00</u>

Note:

The number of Restricted A Shares granted under the Special Grant pursuant to the 2019 A Share Incentive Plan and the number of Restricted A Shares to be unlocked for the fourth Unlocking Period have been adjusted pursuant to the 2019 Profit Distribution Plan and the 2020 Profit Distribution Plan.

(d) Changes in share capital structure of the Company

Unit: Share

Nature of Shares		Before the change	Changes in share capital	After the change
A Shares	Shares with restricted conditions	185,005	-83,629	101,376
	Shares without restricted conditions	2,566,218,684	83,629	2,566,302,313
H Shares		<u>387,076,150</u>	<u>0</u>	<u>387,076,150</u>
Total		<u>2,953,479,839</u>	<u>0</u>	<u>2,953,479,839</u>

(e) Commencement of listing of and trading in the Restricted A Shares to be unlocked

The listing of and trading in the aforementioned Restricted A Shares to be unlocked will commence on March 7, 2024.

LEGAL OPINION FROM THE PRC COUNSEL

Fangda Partners, the PRC legal advisor of the Company, is of the opinion that as of the date of this legal opinion, the unlocking is in compliance with the requirements of the 2019 A Share Incentive Plan and the “Methods of Implementation, Assessment and Management of the Restricted Share and Share Option Incentive Scheme of WuXi AppTec Co., Ltd. for 2019”, and the Company has fulfilled the necessary unlocking procedures in compliance with the applicable PRC laws and the provisions of the 2019 A Share Incentive Plan.

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

Hong Kong, March 1, 2024

As of the date of this announcement, the board of directors of the Company comprises Dr. Ge Li, Dr. Minzhang Chen, Mr. Edward Hu, Dr. Steve Qing Yang and Mr. Zhaohui Zhang as executive Directors, Mr. Xiaomeng Tong and Dr. Yibing Wu as non-executive Directors and Ms. Christine Shaohua Lu-Wong, Dr. Wei Yu, Dr. Xin Zhang, Ms. Zhiling Zhan and Mr. Dai Feng as independent non-executive Directors.

* *For identification purposes only*