

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Pharmaron Beijing Co., Ltd.*

康龍化成 (北京) 新藥技術股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3759)

NOTICE OF THE ANNUAL GENERAL MEETING OF 2021

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of 2021 (the “AGM”) of Pharmaron Beijing Co., Ltd.* (康龍化成(北京)新藥技術股份有限公司) (the “Company”) will be held at Juyuan Hall, 5/F, Block A, Zhaolin Plaza, No. 19 Ronghua Middle Road, Beijing Economic and Technological Development Area, Daxing District, Beijing, the PRC on Tuesday, May 31, 2022 at 2 p.m. for the purposes. In this notice, unless the context otherwise requires, capitalized terms and used herein shall have the same meanings as defined in the Company’s circular (the “Circular”) dated May 6, 2022.

ORDINARY RESOLUTIONS

1. Work Report of the Board of Directors for the year 2021.
2. Work Report of the Supervisory Committee for the year 2021.
3. Financial Statements for the year 2021.
6. 2021 Annual Report’s full text and report summary and 2021 Annual Results Announcement.
7. Remuneration of the Directors for the year 2022.
8. Remuneration of the Supervisors for the year 2022.
9. Engagement of Domestic Financial and Internal Control Auditors for the year 2022.
10. Engagement of International Auditor for the year 2022.
12. Foreign Exchange Hedging Quota for the year 2022.

SPECIAL RESOLUTIONS

4. (Subject to the passing of resolution no. 5 below) 2021 Profit Distribution Plan.
5. (Subject to the passing of resolution no. 4 above) Proposed Grant of the Convertible Bonds-Related Specific Mandate to Issue Additional Conversion Shares.
11. Guarantees Quota for the year 2022.
13. 2022 A Share Incentive Scheme (Draft) and its summary.
14. Assessment Management Measures for the Implementation of the 2022 A Share Incentive Scheme.
15. Authorization to the Board to handle matters pertaining to the 2022 A Share Incentive Scheme.
16. Granting of General Mandate to Issue H Shares.

Proxy Form for the Solicitation of Voting Rights by Independent Directors ("Independent Director's Proxy Form")

Pursuant to the Management Measures for Share Incentives of Listed Companies (《上市公司股權激勵管理辦法》) ("Management Measures"), the independent directors of a listed company shall solicit voting rights from all shareholders of the company in the event of the proposed adoption of a share option scheme by such company. The solicitation is intended to provide shareholders of such listed company with an alternative approach to participation in general meetings, so as to encourage them to vote on the resolution in respect of the adoption of a share option scheme. Pursuant to the Management Measures and the authorisation of other independent Directors, Mr. Yu Jian, an independent non-executive Director, has sent out an Independent Director's Proxy Form to solicit voting rights from the Shareholders. For further details of the Independent Director's Proxy Form, please refer to the Report on the Solicitation of Voting Rights by the Independent Directors included in the announcement of the Company dated May 6, 2022.

Should you wish to appoint Mr. Yu Jian as your proxy to vote for you and on your behalf at the AGM on the resolutions regarding the 2022 A Share Incentive Scheme and the related matters, please complete and return the Independent Director's Proxy Form to Computershare Hong Kong Investor Services Limited, the H share registrar of the Company, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, by hand or by post, no later than 48 hours before the time appointed for holding the AGM or any adjournment thereof.

You may appoint Mr. Yu Jian as your proxy to vote for you and on your behalf solely on resolutions regarding the 2022 A Share Incentive Scheme and the related matters. In addition, if you wish to appoint persons other than Mr. Yu Jian as your proxy to vote for you and on your behalf on all resolutions at the AGM, you may complete and return the form of proxy only and disregard the Independent Director's Proxy Form.

Please note that if you have completed and returned both the form of proxy and the Independent Director's Proxy Form, but have given inconsistent voting instructions on the resolutions concerned between the form of proxy and the Independent Director's Proxy Form, your voting instructions given in the Independent Director's Proxy Form will be counted as your vote for or against the resolutions or abstain from voting on the resolutions regarding the 2022 A Share Incentive Scheme and the related matters.

CLOSURE OF REGISTER OF MEMBERS

H Shareholders who intend to attend the AGM are required to deposit the share certificates accompanied by relevant transfer documents at the Company's H Shares Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Wednesday, May 25, 2022. H Shareholders whose names appear on the register of members of the Company on Thursday, May 26, 2022 shall be entitled to attend and vote at the AGM. The register of members of the Company will be closed from Thursday, May 26, 2022 to Tuesday, May 31, 2022 (both days inclusive), during which period no transfer of Shares will be registered.

By order of the Board
Pharmaron Beijing Co., Ltd.*
康龍化成(北京)新藥技術股份有限公司
Dr. Lou Boliang
Chairman

Beijing, the PRC
May 6, 2022

As at the date of this announcement, the Board of Directors comprises Dr. Lou Boliang, Mr. Lou Xiaoqiang and Ms. Zheng Bei as executive Directors; Mr. Chen Pingjin, Mr. Hu Baifeng, Mr. Li Jiaqing and Mr. Zhou Hongbin as non-executive Directors; Mr. Dai Lixin, Ms. Chen Guoqin, Mr. Tsang Kwan Hung Benson and Mr. Yu Jian as independent non-executive Directors.

* For identification purposes only

Notes:

- (1) The register of members of the Company will be closed for the purpose of determining Shareholders' entitlement to attend the AGM from Thursday, May 26, 2022 to Tuesday, May 31, 2022 (both days inclusive), during which period no transfer of Shares will be registered. In order to attend the AGM, H Shareholders should ensure that all transfer documents, accompanied by the relevant share certificates, are lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shareholders) no later than 4:30 p.m. on Wednesday, May 25, 2022 to complete registration. The H shareholders listed on the register of the Company on Thursday, May 26, 2022 shall have the right to attend and vote at the Annual General Meeting.
- (2) Subject to the approval of the resolution regarding the declaration of dividends at the AGM for 2021, dividends will be paid to the Shareholders whose names appear on the register of members of the Company after the close of the market on Monday, June 13, 2022. The register of members of the Company will be closed from Wednesday, June 8, 2022 to Monday, June 13, 2022 (both days inclusive), during which period no transfer of shares will be registered. In order for the holders of H Shares of the Company to qualify for receiving the final dividends, but no transfer documents have been registered, all completed share transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before Tuesday, June 7, 2022 at 4:30 p.m.
- (3) The Company shall duly dispatch and publish the circular, reply slip and form of proxy of shareholders of the AGM. Any shareholder of the Company ("**Shareholder**") who intends to appoint a proxy shall refer to the 2021 Annual Report of the Company which were published on the website of The Stock Exchange of Hong Kong Limited ("**Hong Kong Stock Exchange**") and the Company's website and dispatched to the relevant shareholders. The 2021 Annual Report included Directors' Report for 2021, audited Financial Statements and Auditor's Report for 2021.
- (4) All votes of resolutions at the Annual General Meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.pharmaron.com) in accordance with the Listing Rules.
- (5) Any shareholders entitled to attend and vote at the AGM can appoint one or more proxies to attend and vote at the AGM on his/her behalf. A proxy need not be a shareholder of the Company. If more than one proxy is so appointed, the appointment shall specify the number and type of shares in respect of which each proxy is so appointed.
- (6) Shareholders shall appoint their proxies in writing. The form of proxy shall be signed by the shareholder or his/her/its attorney who has been authorized in writing. If the shareholder is a corporation, the form of proxy shall be affixed with the corporation's seal or signed by its director, or its attorney duly authorized in writing. If the form of proxy is signed by the attorney of the shareholder, the power of attorney or other authorization document shall be notarized. For H Shareholders, the aforementioned documents must be lodged with the H Shares Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof (i.e. 2 p.m. on Sunday, May 29, 2022 (Hong Kong time)) in order for such documents to be valid. Completion and delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (7) Shareholders who intend to attend the AGM (in person or by proxy) shall deliver the reply slip of AGM to the H Shares Registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by hand or by post on or before Wednesday, May 25, 2022.
- (8) Shareholders shall produce their identification documents when attending the AGM.

- (9) If a proxy attends the AGM on behalf of a shareholder, he/she should produce his/her identification document and the power of attorney or other documents signed by the appointer or his/her attorney, which specifies the date of its issuance. If a representative of a corporate shareholder attends the AGM, such representative shall produce his/her identification document and the notarized copy of the resolution passed by the board of directors or other authority or notarized copy of any authorization documents issued by such corporate shareholder.
- (10) The AGM is expected to last for half a day. Shareholders who attend the AGM (in person or by proxy) shall bear their own traveling, accommodation and other expenses.
- (11) The contact of the Company:
- Address: Pharmaron Beijing Co., Ltd.* (康龍化成(北京)新藥技術股份有限公司)
6 Tai-He Road, Economic Technological Development Area, Beijing, the PRC
- Postal Code: 100176
Tel: 86 010-57330087
Contact Person: LI Shing Chung Gilbert
Fax: 86 010-57330087
- (12) Further details of the resolutions are set out in the announcement of the Company dated March 27, 2022 in relation to, among others the proposed adoption of the 2022 A Share Incentive Scheme (Draft) and its summary.

* *For identification purposes only*