

CHARTER OF THE CORPORATE GOVERNANCE COMMITTEE OF THE BOARD OF DIRECTORS OF BILIBILI INC.

(Adopted by the Board of Directors (the “**Board**”) of
Bilibili Inc. (the “**Company**”) on May 20, 2025)

I. PURPOSE OF THE COMMITTEE

The purposes of the Corporate Governance Committee (the “**Committee**”) of the Board is to develop and recommend to the Board a set of corporate governance principles applicable to the Company.

II. COMPOSITION OF THE COMMITTEE

The Committee shall consist of two or more directors, as determined from time to time by the Board, and shall comprise entirely of independent non-executive directors. Each member of the Committee shall be qualified to serve on the Committee pursuant to the requirements of the Nasdaq Stock Market and The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**HK Listing Rules**”) and any additional requirements that the Board deems appropriate.

The chairperson of the Committee shall be an independent non-executive director designated by the Board. Any vacancy on the Committee shall be filled by the Board. No member of the Committee shall be removed except by the Board.

III. MEETINGS AND PROCEDURES OF THE COMMITTEE

Unless otherwise specified hereunder, the provisions contained in the Company’s articles of association (as amended from time to time) for regulating meetings and proceedings of directors shall apply to the meetings and proceedings of the Committee.

The Committee shall meet as often as it determines necessary to carry out its duties and responsibilities, but no less frequently than once annually. The Committee, in its discretion, may ask members of management or others to attend its meetings (or portions thereof) and to provide pertinent information as necessary.

The Committee may form subcommittees for any purpose that the Committee deems appropriate and may delegate to such subcommittees such power and authority as the Committee deems appropriate; provided, however, that the Committee shall not delegate to a subcommittee any power or authority required by any law, regulation or listing standard to be exercised by the Committee as a whole. The subcommittee may consist of one or more members.

A majority of the members of the Committee present in person or by means of a conference telephone or other communications equipment through which all persons participating in the meeting can hear each other shall constitute a quorum.

The Committee shall maintain minutes of its meetings and records relating to those meetings and shall report regularly to the Board on its activities, as appropriate.

IV. DUTIES AND RESPONSIBILITIES OF THE COMMITTEE

The Committee shall have the following duties and responsibilities with respect to corporate governance:

- (a) To develop and review periodically, and at least annually, the corporate governance principles and practices on corporate governance to assure that they are appropriate for the Company and comply with the requirements of the Nasdaq Stock Market and the HK Listing Rules, and to recommend any desirable changes to the Board.
- (b) To review and monitor the training and continuous professional development of the directors and senior management of the Company.
- (c) To develop, review and monitor the code of conduct and compliance manual (if any) applicable to employees and the directors.
- (d) To review the Company's compliance with the Corporate Governance Code set out in the HK Listing Rules and disclosure in the Company's corporate governance report.
- (e) To review and monitor whether the Company is operated and managed for the benefit of all its shareholders.
- (f) To confirm, on an annual basis, that the beneficiaries of weighted voting rights have been members of the Board throughout the year and that no matters under Rule 8A.17 of the HK Listing Rules have occurred during the relevant financial year.
- (g) To confirm, on an annual basis, whether or not the beneficiaries of weighted voting rights have complied with Rules 8A.14, 8A.15, 8A.18 and 8A.24 of the HK Listing Rules throughout the relevant financial year.
- (h) To review and monitor the management of conflicts of interests and make a recommendation to the Board on any matter where there is a potential conflict of interest between the Company, a subsidiary of the Company and/or shareholders of the Company (considered as a group) on one hand and any beneficiary of weighted voting rights on the other (including in respect of any grants of options or awards to any beneficiary of weighted voting rights under a share scheme governed by Chapter 17 of the HK Listing Rules).

- (i) To review and monitor all risks related to the Company's weighted voting rights structure, including connected transactions between the Company and/or a subsidiary of the Company on one hand and any beneficiary of weighted voting rights on the other and make a recommendation to the Board on any such transaction.
- (j) To make a recommendation to the Board as to the appointment or removal of the Company's compliance adviser.
- (k) To seek to ensure effective and on-going communication between the Company and its shareholders, particularly with regards to the requirements of Rule 8A.35 of the HK Listing Rules.
- (l) To report on the work of the Committee on at least a half-yearly and annual basis covering all areas of this Charter.
- (m) To disclose, on a comply or explain basis, its recommendations to the board in respect of the matters in sub-paragraphs (h) to (j) above in the report referred to in sub-paragraph (l) above.
- (n) To make a recommendation on any grants of options or awards to a director who is a beneficiary of weighted voting rights under Rule 8A.30(4) of the HK Listing Rules.
- (o) To advise the Board periodically with respect to significant developments in the law and practice of corporate governance as well as to review and monitor the Company's policies and practices on compliance with applicable legal and regulatory requirements, and making recommendations to the Board on all matters of corporate governance and on any corrective action to be taken.
- (p) To consider any other corporate governance issues that arise from time to time, and to develop appropriate recommendations for the Board.

V. EVALUATION OF THE COMMITTEE

The Committee shall, on an annual basis, evaluate its performance. In conducting this review, the Committee shall evaluate whether this Charter appropriately addresses the matters that are or should be within its scope and shall recommend such changes as it deems necessary or appropriate. The Committee shall address all matters that the Committee considers relevant to its performance, including at least the following: the adequacy, appropriateness and quality of the information and recommendations presented by the Committee to the Board, the manner in which they were discussed or debated, and whether the number and length of meetings of the Committee were adequate for the Committee to complete its work in a thorough and thoughtful manner.

The Committee shall deliver to the Board a report, which may be oral, setting forth the results of its evaluation, including any recommended amendments to this Charter and any recommended changes to the Company's or the Board's policies or procedures.

VI. INVESTIGATIONS AND STUDIES; OUTSIDE ADVISERS

The Committee may conduct or authorize investigations into or studies of matters within the Committee's scope of responsibilities, and may retain, at the Company's expense, such independent counsel or other consultants or advisers as it deems necessary.

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While the members of the Committee have the duties and responsibilities set forth in this Charter, nothing contained in this Charter is intended to create, or should be construed as creating, any responsibility or liability of members of the Committee, except to the extent otherwise provided under applicable law.

If there is any inconsistency between the English and Chinese version of this Charter, the English version shall prevail.