

Pharmaron Beijing Co., Ltd.*
(the “Company”)

Procedures for a Shareholder to Propose a Person for Election as a Director

If a shareholder of the Company (the “**Shareholder**”) wishes to propose a person for election as a director after receiving the notice of the general meeting of the Company, he/she must comply with the following procedures, which shall be subject to the Articles of Association of the Pharmaron Beijing Co., Ltd.* (the “**Articles of Association**”) to take effect upon the Company’s listing on the Stock Exchange of Hong Kong Limited, and other applicable regulations and rules, which including:

1. According to Article 112 of the Articles of Association, for the purpose of the re-election of the board of directors or the appointment of an additional director, Shareholders individually or jointly holding over 3% of the Company’s shares may nominate candidate(s), without exceeding the number of persons to be elected, for the position of director for the next session of the board of directors or additional candidates for the position of director who are not staff representatives. The nomination method and procedures for independent directors will be subject to relevant provisions of laws, administrative regulations, regulations of ministries and listing rules for stock exchanges where the Company’s shares are listed and our Articles of Association. Shareholder individually or jointly holding over 3% of the Company’s shares shall be entitled to put forward a proposal on nomination of director candidate(s) to the convener in writing, no earlier than the date on which the notice of the general meeting is dispatched and no later than 7 days prior to the date of the general meeting. The convener shall dispatch a supplementary notice of the general meeting and announce the contents of such extempore proposal within 2 days upon receipt of the proposal ^{Note 1}.
2. The written notice containing (i) the director candidate’s statement indicating his/her intention to accept the nomination and (ii) the written information of such candidate, shall be provided to the Company no less than 7 days ^{Note 2} prior to the date of the general meeting. The information and biographical details of the candidate(s) shall be disclosed in accordance with the requirements under Rule 13.51(2) of the Rules Governing the Listing of Securities of the Stock Exchange of Hong Kong Limited (“**Hong Kong Listing Rules**”).
3. Upon receipt of the above notice from a shareholder after publication of the notice of general meeting, the Company shall, no less than 10 business days prior to the date of the general meeting, publish an announcement or issue a supplementary circular disclosing the particulars of the proposed Director pursuant to Rule 13.51(2) of the Listing Rules.
4. These procedures shall take effect upon the Company’s listing on the Stock Exchange of Hong Kong Limited.

Note:

1. In accordance with Rule 13.70 and Rule 13.73 of the Hong Kong Listing Rules, the issuer shall publish an announcement or issue a supplementary circular upon receipt of a notice from a shareholder to propose a person for election as a director not less than 10 business days before the date of the relevant general meeting, to provide its Shareholders with any relevant information, including particulars of the proposed director.
2. Same as above.