

PHARMARON BEIJING CO., LTD.

(the “Company”)

Procedure for a Shareholder to Nominate a Person for Election as a Director

The following procedure applies to the nomination of individuals as directors by shareholders of the Company (the “**Shareholders**”) who have received the notice of the general meeting of the Company. The procedure shall be governed by the Articles of Association of Pharmaron Beijing Co., Ltd. (the “**Articles of Association**”) and other applicable regulations and rules:

1. In accordance with Article 112 of the Articles of Association, when a re-election of the board of directors or an additional or replacement of director made by the board of directors takes place, shareholders individually or collectively holding over 3% of the Company’s shares may nominate candidates, 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 methods and procedures for nomination of independent directors shall be implemented in accordance with relevant provisions of the laws, administrative regulations, departmental rules, rules of the stock exchange where the Company’s shares are listed and the Articles of Association. Shareholders individually or collectively holding over 3% of the Company’s shares shall raise a proposal for nomination of candidates for directorship not earlier than the date of the notice of the general meeting and no later than 10 days prior to the convening of the general meeting and submit the proposal in writing to the convener. The convener shall issue a supplemental notice of the general meeting within 2 days upon receipt of the proposal and announce the contents thereof^{note 1}.
2. The notice in writing shall contain (i) the intention of nomination of directors and the nominee’s expression of willingness to accept the nomination, and (ii) written information concerning the nominees, which shall be sent to the Company not earlier than the date of the notice of the meeting and no later than 7 days prior to the convening of the general meeting. The nominee’s information and curriculum vitae shall meet the requirements under Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”).

3. If such a notice is received from shareholders after the issue of the notice of the general meeting, the Company shall issue a public announcement or supplemental circular in respect of the disclosure of personal data regarding the nominated director candidates not less than 10 business days prior to the date of the general meeting in accordance with Rule 13.51(2) of the Listing Rules.
4. The procedure shall come into effect from the date of approval by the general meeting of the Company.

Note:

1. In accordance with Rules 13.70 and 13.73 of the Hong Kong Listing Rules, where shareholders nominate candidates for directors after the notice of the general meeting, the issuer shall publish an announcement or issue a supplemental circular not less than 10 business days prior to the date of the general meeting, providing the shareholders with relevant information including the nominees' data.