

FOSUN PHARMA

复星医药

上海復星醫藥（集團）股份有限公司

Shanghai Fosun Pharmaceutical (Group) Co., Ltd.*

(the “Company”)

(P R C)

Terms of Reference and Implementation Rules of the Environmental, Social and Governance Committee under the Board of Directors

Chapter 1 General Provisions

Article 1 The terms of reference and implementation rules of the Environmental, Social and Governance Committee (the “ESG”) of the Company shall be established in accordance with the Company Law of the People's Republic of China, the Company Law of the Hong Kong Special Administrative Region (the “SSE Law”), the Rules Governing the Listing of Securities of the Shanghai Stock Exchange (the “SSE Listing Rules”), the Rules Governing the Listing of Securities of the Hong Kong Stock Exchange (the “SEHK Listing Rules”) and other applicable laws.

Chapter 2 Composition

Article 2 The ESG Committee shall be established by the Board of Directors.

Article 3 Members of the ESG Committee shall be appointed by the Board of Directors. The members of the ESG Committee shall be appointed by the Board of Directors.

Article 4 The ESG Committee shall be composed of () members, including () members of the Board of Directors. The members of the ESG Committee shall be appointed by the Board of Directors.

(III) O e

1. e e e ESG a . . a e , a d ec e d , ec f c ac . . . dec . . . f e c . . de a . . f e b a d f d ec . . . de . . a . . e e f e ESG e , a d
2. e . e a a ESG Re , e a ed b e b a d f d ec . . . acc da ce e SEHK L . . . Re , e C , a e G e a ce C de (e , A , e d / 14 e SEHK L . . . Re) a d e E . . . e a , S c a a d G e a ce Re , G de (e , A , e d / 27 e SEHK L . . . Re) . . . c d ed e C , a . . a . . a e , . . . b . . ed e a a e .

Chapter 4 Decision-making Procedures

Article 8 T e . . . , a b e e , . . . b e f . . de a . . , e , e a a . . . f dec . . . a . . b e ESG C . . . ee , a d , . . . e e a . . . e . . f a . . . f e G . . .

Article 9 T e ESG C . . . ee acc i ab e e b a d f d ec . . . a d . . . a a d e , a b e . . b . . ed e b a d f d ec . . . f c . . de a . . , dec . . . a d a , a .

Chapter 5 Rules of Procedures

Article 10 Mee . . . f e ESG C . . . ee a . . c d e e . a ee . . . a d e ee . . . Re i a ee . . . a b e c . . e ed a . . ea . . ce a ea , e ea . . e ee . . . a b e c . . e ed i , . . . a b e c a . . a . . f e c . . ee e a . . e - a f f e e e be . .

Article 11 N ce f ee . . . f e ESG C . . . ee a b e ade a . . e be . . . ee da , . . e ee . . . T e ee . . . a b e . . e ded e b e c a . . a . . f e c . . ee a d e c a . . a , f i ab e a e d , a a , . . . a . . e de e de . . . e ea e d ec . . . e de e e ee . . .

Article 12 Mee . . . f e ESG C . . . ee a b e e d b e a . . . d f e e be , a e d . . . e ee . . . , e . . . Eac e be a . . e . . . Re . . . ad , ed a e ee . . . a b e , a ed b e a . . e - a f f a . . e be (c d . . e be . . . e e a . . e ee . . .) .

Article 13 T e ESG C . . . ee a e . . a . . f a d . . . a , a e ee . . . Mee . . . a b e c . . e ed . . . e f f c . . . ca . . . e e e . . . , . . . ded a e e be . . a f i e , e . . e . . .

