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 "Compan ")

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

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

Chapter 1 General Provisions

Article 1 I [illegible] de [illegible] a [illegible] e [illegible] a [illegible] ab e, [illegible] e [illegible] a ed a [illegible] d ea [illegible] de e [illegible] e [illegible] f e C [illegible] a [illegible] fi [illegible] e [illegible] e [illegible] c [illegible] e f c [illegible] a e [illegible] e [illegible] a [illegible] e, de e [illegible] a d [illegible] e [illegible] e [illegible] e [illegible] e a, [illegible] c a a d [illegible] e [illegible] e [illegible] f e C [illegible] a [illegible] a d [illegible] b d a e (e "G [illegible] "), e C [illegible] a [illegible] a e ab [illegible] ed e E [illegible] e a, S c a a d G [illegible] e [illegible] e (e "ESG") C [illegible] ee [illegible] de [illegible] e b a d f d ec [illegible] a d a f [illegible] a ed e e R [illegible] e [illegible] acc da ce [illegible] e C [illegible] a [illegible] La f e Pe e' Re b c f C a, e C de f C [illegible] a e G [illegible] e [illegible] e f L ed C [illegible] a e [illegible] C a, e A c e, e R e G [illegible] e L [illegible] f S c [illegible] S a [illegible] a S c E c a e (e "SSE L [illegible] R e"), e R e G [illegible] e L [illegible] f Sec e [illegible] T e S c E c a e f H [illegible] K [illegible] L [illegible] ed (e "SEHK L [illegible] R e") a d [illegible] e e a [illegible] e a [illegible].

Chapter 2 Composition

Article 2 T e ESG C [illegible] ee a c [illegible] e ee f e d ec [illegible], e a [illegible] f [illegible] a be [illegible] de e de [illegible] e ec [illegible] e d ec [illegible].

Article 3 Me be f e ESG C [illegible] ee a be [illegible] ed b [illegible] e c a a f e b a d f d ec [illegible], e a [illegible] e- a f f e de e de [illegible] e ec [illegible] e d ec [illegible] e a [illegible] e- d f a d ec [illegible]. T e e ec [illegible] a d [illegible] a f [illegible] be [illegible] a be a ed b [illegible] a a [illegible] e f e [illegible] be f e b a d f d ec [illegible].

Article 4 T e ESG C [illegible] ee a a e [illegible] c a a (c [illegible]), a be ac ed b [illegible] de e de [illegible] e ec [illegible] e d ec [illegible], e [illegible] b e f [illegible] e d [illegible] e [illegible] e f e ESG C [illegible] ee. T e c a a f e c [illegible] ee a be e ec ed a d [illegible] ed b [illegible] a a [illegible] e f e [illegible] be f e b a d f d ec [illegible].

Article 5 T e ESG C[illegible] ee a a e e a e e[illegible] f ff ce a e b a d f d ec . T e e[illegible] f ff ce f e be [illegible] e ab e , [illegible] e-e ec [illegible] D [illegible] c f e be [illegible] e ac a d ec f e C , a [illegible] e[illegible] a a a ca[illegible] e e ff ce a e be f e da e f e a [illegible] Me be a[illegible] a , [illegible] e b a d f d ec f e a [illegible] e , [illegible] f e e f ff ce. T e b a d f d ec a , af e c e be a e e ff ce e e a f c e be a bee a , ed, f e aca e acc da e e a f e e R e .

Article 6 T e ESG C[illegible] ee a[illegible] e ab a [illegible] a a a fi[illegible] e e ESG a e[illegible] a d e a ed .

T e ESG C[illegible] ee a[illegible] a e e ec e a[illegible] a e c a a f e ESG C[illegible] ee [illegible] da[illegible] .

Chapter 3 Duties and Po ers

Article 7 T e a d e a d e f e ESG C[illegible] ee a e:

(I) F a f ESG b ec e , a e e a d c e

1. de e , a d a , e e G , ' ESG b ec e , a e e a d c e, a d a e ec e da e b a d f d ec e a ESG ; a d

2. de f[illegible] ESG-e a ed e a a e a f ca , ac e G , ' e a a d/ e e e f e e[illegible] a e de .

(II) Re e e , e e a f ESG a e[illegible] a d c e

1. e e e ac a d ac e e e f e G , ' ESG ba ed a , a e a d a d , f a e a e e a e a d ad e e ac be a e e , e e f a e;

2. e a e a d ea f c , ca e G , ' a e de a d e e a e e a , ce a e , ace effec e[illegible] e e a be ee e G , a d a e de a d , ec e G , ' e , a a d

3. e e e[illegible] ESG e d a d e a ed a d , , e , a d a e e ade ac[illegible] a d effec e e f e G , ' ESG c e acc d[illegible] a d, e e ece a[illegible] ad , a d , da e e G , ' ESG , c e e e c , c e a e , da e a d c , a e a , cab e a a d e a , e a[illegible] e e a d e a a a da d .

(III) O e.

1. e e ESG a a e, a ec e ec f c ac dec f e c de a f e b d f dec de a a e e f e ESG e, ; a

2. e e a a ESG Re, e, ed b e b d f dec acc da e e SEHK L R e, e C, a e G e e C de (e A, e 14 e SEHK L R e) a e E e a, S c a a G e e Re, G de (e A, e 27 e SEHK L R e) ded e C, a a e, b ed e, a e

Chapter 4 Decision-making Procedures

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

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

Chapter 5 Rules of Procedures

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

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

Article 12 Mee f e ESG C ee a be 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 be a ed b e a e- a f f a e be (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 be c e ed e f f c ca e e e , , ded a e e be a fi e e e , .

Article 14 [illegible]

Article 15 [illegible]

Article 16 [illegible]

Article 17 [illegible]

Article 18 [illegible]

Article 19 [illegible]

Chapter 6 Supplementar Provisions

Article 20 [illegible]

Article 21 [illegible]

Article 22 [illegible]

Board of Directors
Shanghai Fosun Pharmaceutical (Group) Co., Ltd.*
30 Mac 2020

Note: if there is any inconsistency between the English and Chinese version of these Rules, the Chinese version shall prevail

* For identification purpose only