

**Viva Biotech Holdings**  
**维亚生物科技控股集团**  
(the “Company”)

*(Incorporated in the Cayman Islands as an exempted company with limited liability)*

UNANIMOUS RESOLUTIONS IN WRITING OF ALL THE DIRECTORS (THE “DIRECTORS” AND EACH, A “DIRECTOR”) OF THE COMPANY (THE “RESOLUTIONS”) PASSED PURSUANT TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY (THE “ARTICLES”) ON OCTOBER 12, 2020.

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We, the undersigned, being all the Directors of the Company, hereby agree and confirm that the following resolutions shall for all purposes be as valid and effectual as if they had been passed at a meeting of the Directors duly convened and held.

**1. DECLARATION OF INTERESTS**

IT IS NOTED THAT:

Each of the Directors has properly and duly disclosed all of his/her interests, if any, in the matters being resolved herein pursuant to the Articles and all applicable laws.

**2. ESTABLISHMENT OF ESG COMMITTEE**

A. IT IS NOTED THAT The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) has adopted an updated set of environmental, social and governance (“**ESG**”) requirement in December 2019 and has made corresponding changes to its Listing Rules.

B. IT IS NOTED THAT to better facilitate the Company’s compliance with and adherence to the ESG requirements, including but not limited to the publication of an annual ESG report in accordance with the Listing Rules, it is proposed that an ESG Committee will be established by the Company (the “**Establishment of the ESG Committee**”).

C. IT IS NOTED THAT the ESG Committee shall report to the Chief Executive Officer of the Company who may in turn report any relevant matters to the board of Directors as he deems fit. Members of the ESG Committee shall be appointed by the Chief Executive Officer, the founding members will include Ms. HE Xiaoying (being the Company’s internal audit manager who shall serve as the chairperson of the ESG Committee), as well as the head of the Company’s human resources department, environment, health and safety (EHS) department, customer service department, investors relations/public relations department, information technology department, procurement department and the chief executive officer’s office. The composition of the ESG Committee may be revised and amended from time to time as the Chief Executive Officer deems fit (the “**Appointment of Initial Members to the ESG Committee**”).

D. IT IS NOTED THAT the ESG Committee shall report and advice the Chief

Executive Officer on ESG related matters, including but not limited to:

- i. to identify the relevant matters that significantly affect the operation of the Group and/or the interests of other important stakeholders in the environmental, social and governance aspects;
- ii. to adopt and update as necessary the Company and its subsidiaries (the “Group”) policies on production safety, environmental protection, social responsibility management and corporate governance;
- iii. to review and adopt the risks assessment in respect of the group’s impact on health, safety, environment and society;
- iv. the monitoring of the Group in the areas of health, safety, environmental protection and social responsibility of monitoring the environment (including the organizational structure, reward policy, staff training, social welfare, etc.);
- v. to review the Group’s annual report or special reports (if any) on environmental protection, social responsibility and corporate governance; and
- vi. other matters authorized by the Chief Executive Officer in relation to health, safety, environment, social responsibility and corporate governance (collectively, the “Roles and Responsibilities of the ESG Committee”)

### **3. RESOLUTIONS**

A. After having carefully reviewed and considered the matters set forth above, IT IS UNANIMOUSLY RESOLVED THAT:

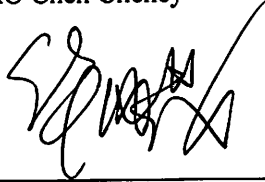
- (i) the Establishment of the ESG Committee with reference to the Roles and Responsibilities of the ESG Committee and Appointment of Initial Members to the ESG Committee be and is hereby approved and confirmed in all respect;
- (ii) the ESG Committee be authorized to obtain sufficient resources to discharge the Roles and Responsibilities of the ESG Committee; and
- (iii) any one executive Director or Company’s secretary be and is hereby authorized to execute and deliver, on behalf of the Company, any other instruments, documents, certificates, consents, assignments, notices and agreements contemplated by the Appointment Letter and the foregoing resolutions.

4. IT WAS FURTHER RESOLVED THAT any and all actions heretofore and hereafter taken by any Director and/ or any agent of the Company in connection with the aforementioned resignation and appointment and/or otherwise within the terms of the foregoing recitals and resolutions are hereby approved, ratified and confirmed in their entirety.

Dated this 12<sup>th</sup> day of October 2020



MAO Chen Cheney



HUA Feng Mao

SUN Yanyan

WANG Haiguang



WU Ying



REN Delin

LI Xiangrong

FU Lei

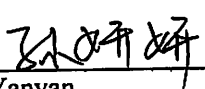
Dated this 12<sup>th</sup> day of October 2020

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Dated this 12<sup>th</sup> day of October 2020

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MAO Chen Cheney

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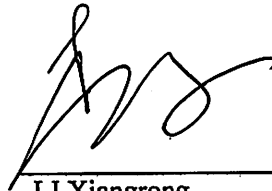
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