

**CHARTER OF THE ENVIRONMENTAL, SOCIAL AND GOVERNANCE ("ESG")
COMMITTEE
OF THE BOARD OF DIRECTORS OF
NOVABRIDGE BIOSCIENCES**

**(Adopted by the Board of Directors of NovaBridge Biosciences (the "Company") on
March 10, 2026)**

I. PURPOSE OF THE COMMITTEE

The purpose of the ESG (the "**Committee**") of the Board of Directors (the "**Board**") of the Company shall be to assist the Board in overseeing the Company's ESG strategy, performance, disclosures, and compliance with applicable regulatory, stock exchange, and stakeholder expectations, including those of Nasdaq and The Stock Exchange of Hong Kong Limited ("HKEx"). The Committee supports the Board in ensuring that ESG considerations are appropriately integrated into the Company's long-term strategy, risk management, corporate governance, and value creation.

II. COMPOSITION OF THE COMMITTEE

The Committee shall consist of two or more directors, as determined from time to time by the Board. A majority of the Committee members shall be independent directors, to the extent required or recommended by applicable Nasdaq and HKEx rules and best practices. Each member of the Committee must possess, collectively, appropriate knowledge or experience in ESG matters, sustainability, risk management, regulatory compliance, or corporate governance at the time of his or her appointment to the Committee.

The chairperson of the Committee shall be designated by the Board; *provided* that if the Board does not designate a chairperson, the members of the Committee, by a majority vote, may designate a chairperson. Any vacancy on the Committee shall be filled by the Board. No member of the Committee shall be removed except by the Board.

III. MEETINGS AND PROCEDURES OF THE COMMITTEE

The Committee shall meet as often as it determines necessary to carry out its duties and responsibilities, but no less frequently than twice annually. The Committee, in its discretion, may ask members of management or others to attend its meetings (or portions thereof) and to provide pertinent information as necessary.

A majority of the members of the Committee present in person or by means of a conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other shall constitute a quorum.

The Committee shall maintain minutes of its meetings and records relating to those meetings and shall report regularly to the Board on its activities, as appropriate.

IV. DUTIES AND RESPONSIBILITIES OF THE COMMITTEE

A. ESG Matters

1. ESG Strategy and Oversight

- Review and recommend the Company’s ESG vision, strategy, goals, and priorities;
- Oversee alignment of ESG initiatives with the Company’s business strategy and long-term value creation;
- Monitor progress against ESG objectives, targets, and key performance indicators (KPIs).

2. Environmental Matters

- Oversee policies and practices related to climate change, energy use, greenhouse gas emissions, resource efficiency, waste management, and environmental compliance;
- Review climate-related risks and opportunities, including scenario analysis where applicable;
- Monitor alignment with internationally recognized frameworks (e.g., TCFD, ISSB, or equivalent standards, as adopted).

3. Social Matters

- Oversee policies and performance related to human capital management, workplace health and safety, diversity, equity and inclusion, employee engagement, training and development;
- Review human rights, supply chain responsibility, data privacy, product responsibility, and community engagement practices;
- Monitor whistleblowing mechanisms and ethical conduct related to social impacts, in coordination with other Board committees as appropriate.

4. Governance Matters

- Review ESG-related governance structures, policies, and codes of conduct;
- Oversee ESG-related risk management in coordination with the Audit Committee and/or Nominating and Corporate Governance Committee;
- Monitor executive accountability for ESG performance, including integration into incentive structures where appropriate.

5. Disclosure and Reporting

- Oversee the Company’s ESG disclosures, including sustainability reports, annual reports, and regulatory filings;
- Review compliance with applicable ESG disclosure requirements under Nasdaq and HKEx rules, including HKEx ESG Reporting Guide requirements;
- Oversee consistency, accuracy, and transparency of ESG information disclosed to investors and stakeholders;
- Review external assurance plans for ESG data, where applicable.

6. Regulatory and Stakeholder Engagement

- Monitor evolving ESG-related laws, regulations, and stock exchange requirements;

- Oversee engagement with key stakeholders, including investors, regulators, employees, and communities, on ESG matters;
- Review shareholder proposals and investor feedback related to ESG topics.

B. Additional Duties and Administration.

The Committee shall perform such other duties delegated by the Board to the Committee. The Committee shall periodically report to the Board on the Committee's actions and recommendations.

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The Board has formed the Committee to assist the Board in directing the Company's affairs, and this charter has been adopted in furtherance of this purpose. While this charter should be interpreted in the context of all applicable laws, regulations, and listing requirements, as well as in the context of the Company's certificate of incorporation and amended and restated memorandum of association, it is not intended to establish by its own force any legally binding obligations.

(If there is any inconsistency between the English and Chinese version of this Charter, the English version shall prevail.)