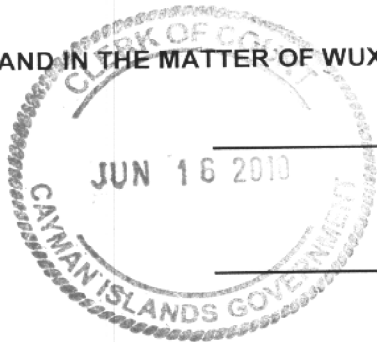


IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

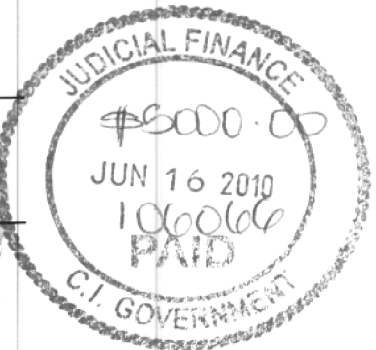
CAUSE NO. FSD0157 OF 2010

IN THE MATTER OF THE COMPANIES LAW (2009 REVISION)

AND IN THE MATTER OF WUXI PHARMATECH (CAYMAN) INC.



PETITION



To: The Grand Court of the Cayman Islands

THE HUMBLE PETITION OF WuXi PharmaTech (Cayman) Inc. C/O Maples Corporate Services Limited, P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands (hereinafter referred to as the "**Company**") shows as follows:

- 1 The object of this Petition is to seek the sanction of the Court pursuant to section 86 of the Companies Law (2009 Revision) of a proposed Scheme of Arrangement (the "**Scheme**") between the Company and the holders of Scheme Shares, as defined in the Scheme and as set out at paragraphs 10 to 12 below. A copy of the Scheme shall be exhibited to an affirmation made by a director of the Company, which shall be filed with this Honourable Court.
- 2 The Company was incorporated in the Cayman Islands on 16 March 2007 as an exempted limited liability company with registration number 18355. The registered office of the Company is and has always been situated at C/O Maples Corporate Services Limited, PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands. The Company's principal place of business is at 288 Fute Zhong Road, Waigaoqiao Free Trade Zone, Shanghai 200131, People's Republic of China (the "**PRC**").
- 3 The objects for which the Company was established are unrestricted, and generally to carry out the objects more particularly described in its Second Amended and Restated Memorandum of Association (as adopted on 27 July 2007 and as further amended on 10 September 2008 and 7 August 2009). The Company carries on

business in pharmaceuticals, biotechnology and medical device research and development outsourcing with operations in the United States of America and the PRC.

- 4 The issued ordinary shares of the Company are listed and traded on the New York Stock Exchange (the "NYSE") in the form of American depository shares (the "ADSs") issued by JPMorgan Chase Bank, N.A., a U.S. national banking association and the depository of the ADSs ("JPMorgan"). Each ADS represents a beneficial interest in 8 registered ordinary shares of the Company.
- 5 The authorised share capital of the Company is US\$100,050,000 divided into 5,002,500,000 ordinary shares of a par value of US\$0.02 each. As at the date hereof the Company has in issue 573,524,176 ordinary shares, of which all have been fully paid or credited as fully paid, except for approximately 17,540,643 ordinary shares (calculated as of 16 June 2010, being the most recent practicable date for the determination thereof) (such excepted shares, the "**Equity Award Reserve Shares**"). The Equity Award Reserve Shares were bulk issued to JPMorgan for zero consideration for the purpose of ease of transfer of these ordinary shares to individuals upon the exercise of their stock options and/or restricted share units under the employee equity compensation plans and arrangements of the Company. The Equity Award Reserve Shares (less any such ordinary shares that are issued to individuals in accordance with the terms of such employee equity compensation plans and arrangements prior to the Scheme being sanctioned) will be forfeited (or otherwise repurchased by the Company) with the consent of JPMorgan prior to the Scheme being sanctioned, thus these ordinary shares shall be subsumed back into the authorised but unissued share capital of the Company.
- 6 The profile of the Company's shareholders, as at the date hereof, is as follows:
 - (a) JPMorgan, as the depository of the ADSs, is the majority shareholder, being the legal owner of 490,359,408 ordinary shares, representing approximately 85.50% of the Company's issued ordinary shares. JPMorgan holds these ordinary shares as a nominee only. The beneficial owners of these ordinary shares are the entities in whose names the ADSs have been issued.
 - (b) Aside from the ordinary shares of the Company registered in JPMorgan's name, as at the date hereof there are an additional 83,164,768 ordinary

shares of the Company in issue registered in the names of 22 other shareholders, representing 14.50% of the Company's issued ordinary shares.

- 7 The Company does not have any securities in issue that are convertible into ordinary shares of the Company, save for: (a) certain outstanding share options and restricted share units issued under employee equity compensation plans and arrangements of the Company (the "**Outstanding Equity Awards**"); and (b) certain convertible notes of the Company in the aggregate principal amount of US\$35 million issued on 9 February 2007 pursuant to a Note Purchase Agreement dated as of 26 January 2007, by and among the Company, General Atlantic Partners (Bermuda), L.P., GAP-W International, LLC, GapStar, LLC, GAP Coinvestments III, LLC, GAP Coinvestments IV, LLC, GAP Coinvestments CDA, L.P., GAPCO GmbH & Co. KG and J. P. Morgan Securities Ltd. (the "**Convertible Notes**").
- 8 The Outstanding Equity Awards do not form part of the Scheme and will be dealt with in accordance with their contractual terms of issue. In particular, any Outstanding Equity Awards that are exercised or settled before the Scheme's designated date for determining entitlements of holders of Scheme Shares (defined in paragraph 11 below) under the terms of the Scheme (the "**Entitlement Date**") will result in the issue of Scheme Shares, which shall be subject to the Scheme. Any Outstanding Equity Awards that are not exercised or settled before the Entitlement Date, and on the assumption that the Scheme is sanctioned and becomes effective, will become outstanding equity awards of Charles River (defined in paragraph 10 below) on the same terms and in accordance with their terms of issue. If the Scheme is not sanctioned, any Outstanding Equity Awards will remain unaffected and will continue to be dealt with by the Company and the holders of such Outstanding Equity Awards in accordance with their contractual terms of issue.
- 9 The Convertible Notes do not form part of the Scheme and will be dealt with in accordance with their contractual terms of issue. As of the date hereof, Convertible Notes in the aggregate principal amount of US\$35 million are outstanding and are convertible into 22,771,002 ordinary shares of the Company. Any outstanding Convertible Notes that are converted before the Entitlement Date will result in the issue of Scheme Shares, which shall be subject to the Scheme. With respect to any outstanding Convertible Notes that are not converted into ordinary shares of the Company before the Entitlement Date, and on the assumption that the Scheme is sanctioned and becomes effective, the principal amount and all accrued and unpaid interest thereon shall be due and payable on the Entitlement Date in accordance with

their contractual terms of issue. Similarly, if the Scheme is not sanctioned, the Convertible Notes will remain unaffected and will continue to be dealt with by the Company and the holders of such Convertible Notes in accordance with their contractual terms of issue.

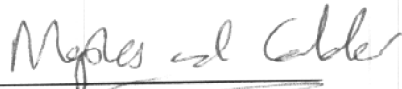
- 10 The object of the Scheme is for the Company to become wholly owned by Charles River Laboratories International, Inc., a company incorporated in the State of Delaware in the United States of America, the common stock of which is listed and traded on the NYSE ("**Charles River**"). Charles River is a global provider of solutions that advance the drug discovery and development process.
- 11 The acquisition of the Company by Charles River will be implemented under the Scheme by way of the transfer to Charles River of all the issued ordinary shares of the Company (the "**Scheme Shares**"), following which the Company will apply to the NYSE for the withdrawal of the listing of the ADSs.
- 12 In consideration for the acquisition of the Scheme Shares, Charles River will pay or cause to be paid to holders of Scheme Shares, for each Scheme Share so acquired, US\$1.40625 plus a number of shares of Charles River common stock based on an exchange ratio calculated in accordance with the terms of the Scheme.
- 13 The Company intends to make an application for directions herein for an order that, amongst other things:
- (a) the Company be at liberty to convene a meeting of the holders of the Scheme Shares (the "**Court Meeting**") for the purpose of considering and, if thought fit, approving (with or without modification) the Scheme;
 - (b) directions as to the mode of delivery of an explanatory memorandum and proxy form to the holders of Scheme Shares; and
 - (c) the appointment of a chairman of the Court Meeting, and for directions that the chairman should report the result of such Court Meeting to the Court.
- 14 The resolution intended to be submitted at the Court Meeting is:
- "THAT this Court Meeting approves, without modification, the proposed Scheme of Arrangement, a print of which has been submitted to this Court Meeting and, for the purpose of identification, signed by the Chairman of this Court Meeting."*

13 The Scheme is conditional upon, amongst other things, the affirmative vote of the holders of shares of Charles River common stock representing a majority of the votes cast by all such shares, which holders will be summoned to a special meeting of the Charles River shareholders at or around the time of the Court Meeting for the purpose of considering and, if thought fit, approving the issuance of shares of Charles River common stock in connection with the acquisition of the Company by way of the Scheme.

YOUR PETITIONER, THE COMPANY, THEREFORE HUMBL Y PRAYS:

- 1 THAT the Scheme be sanctioned by the Court so as to be binding on the Company and the holders of the Scheme Shares.
- 2 THAT, to this end, all necessary inquiries may be made and directions may be made and given.
- 3 SUCH further or other relief as the Court shall see fit.

Dated this 16th day of June 2010


MAPLES and CALDER

Note: It is not intended that this Petition be served on anyone.

ENDORSEMENT

This Petition has been presented to the Grand Court of the Cayman Islands on the 16th day of June 2010 and will be heard by the Grand Court of the Cayman Islands on the day of 2010 at in the fore/after noon (or as soon thereafter as the Petition can be heard).

This Petition was filed by Maples and Calder, Attorneys-At-Law for the Company, whose address for service is PO Box 309, Uglan d House, Grand Cayman, KY1-1104, Cayman Islands (CDM/JJG/657131/19067709)