

TIANJIN PHARMACEUTICAL DA REN TANG GROUP CORPORATION LIMITED
(Formerly known as Tianjin Zhong Xin Pharmaceutical Group Corporation Limited)
(Company Registration No.: 91120000103100784F)
(Incorporated in the People's Republic of China)

MINUTES OF THE 1ST EXTRAORDINARY GENERAL MEETING OF TIANJIN PHARMACEUTICAL DA REN TANG GROUP CORPORATION LIMITED (THE "COMPANY") FOR FY2024 HELD ON 29 OCTOBER 2024

DATE : 29 October 2024

TIME : 2:00 p.m.

VENUE : Meeting room of Da Ren Tang Mansion, No. 17 Baidi Road, Nankai District, Tianjin, the People's Republic of China ("**PRC**") 300193 for holders of "A" shares ("**A-Share Shareholders**")

Concurrently, a video conferencing at RNN Conference Centre, 137 Cecil Street #12-02 Cecil Building, Singapore 069537 for holders of the "S" shares ("**S-Share Shareholders**", together with A-Share Shareholders, "**Shareholders**") in Singapore

CALLED BY : Board of Directors

CHAIRMAN OF THE EGM : Ms. Zhang Mingrui

INTRODUCTION

The Chairman of the EGM ("**EGM Chairman**") welcomed all Shareholders to the Company's 1st extraordinary general meeting for the financial year ending 31 December 2024 ("**FY2024**") ("**EGM**" or "**Extraordinary General Meeting**") and stated that the EGM was held at the meeting room of Da Ren Tang Mansion, No. 17 Baidi Road, Nankai District, Tianjin, the PRC, and concurrently, a video conferencing at RNN Conference Centre, 137 Cecil Street #12-02 Cecil Building, Singapore 069537 for the S-Share Shareholders in Singapore. The EGM Chairman stated that voting by A-Share Shareholders at the EGM is to be carried out through a combination of on-site voting and online voting and then called for the proceedings of the EGM be officially start.

QUORUM

As a quorum was present, Ms. Zhang Mingrui, the EGM Chairman, called the EGM to order at 2:00 p.m.

Ms. Zhang Mingrui, the EGM Chairman, then introduced the following persons who were present at the EGM:

Tianjin:

Directors - Ms. Zhang Mingrui (Chairman of the Board)

Mr. Liew Yoke Pheng Joseph (Independent and Non-Executive Director)
Mr. Guo Min (Executive Director)
Ms. Wang Lei (Executive Director)
Ms. Mao Weiwen (Non-Executive Director)
Mr. Zhou Hong (Executive Director)
Mr. Shang Mingjie (Executive Director)

- Secretary to the Board** - Ms. Jiao Yan
- Supervisor(s)** - Ms. Guo Xiumei (Employee Supervisor)
- Management** - Ms. Wang Lei (General Manager)
Mr. Zhou Hong (Deputy General Manager and Chief Engineer)
Mr. Zhang Yu (Chief Production Officer)
Mr. Ma Jian (Chief Financial Officer)
- PRC Legal Counsel** - Guantao Law Firm (Tianjin Office)
Represented by: Ms. Guo Jichun
Ms. Liu Ying

Singapore:

- Singapore Legal Counsel** - Shook Lin & Bok LLP
Represented by: Ms. Nicole Zheng
Ms. Shannen Chua
- Independent Financial Adviser** - RHB Bank Berhad
Represented by: Ms. Lien I Ping
- Singapore Polling Agent** - Boardroom Corporate & Advisory Services Pte. Ltd.
Represented by: Mr. Ong Sui Mou
- Singapore Scrutineer** - DrewCorp Services Pte. Ltd.
Represented by: Ms. Quak Ren Yin

NOTICE OF MEETING AND BUSINESS OF THE EGM

Ms. Zhang Mingrui, the EGM Chairman, stated that the meeting materials have been sent to Shareholders and/or published on the website of the Shanghai Stock Exchange and SGXNET, and the notice convening the EGM was taken as read. The EGM proceeded to consider the resolutions which were tabled for Shareholders' approval at the EGM.

The Company had not received any questions submitted by S-Share Shareholders in advance of the EGM and no questions were raised by Shareholders at the EGM.

VOTING PROCEEDINGS AND RESULTS

Ms. Zhang Mingrui, the EGM Chairman, stated that with respect to voting by A-Share Shareholders, the scrutineer team comprised Ms. Guo Jichun (representative of PRC legal counsel), Ms. Guo Xiumei

(representative of supervisors) and Mr. Zang Liangde (representative of A-Share Shareholders), and the counting personnel comprised Ms. Jiang Ling and Mr. Wang Jian. It was noted that Drewcorp Services Pte. Ltd. has been appointed as the Singapore scrutineer for the EGM.

Ms. Guo Jichun introduced the voting rules and procedures for A-Share Shareholders on behalf of the scrutineer team, and the Singapore scrutineer introduced the voting rules and procedures for S-Share Shareholders. Following this, Shareholders proceeded to vote, and the EGM was adjourned for around 1.5 hours.

The EGM resumed at 3:55 p.m., and Ms. Jiao Yan, on behalf of the EGM Chairman, proceeded to announce the voting results of each of the resolutions.

Resolution 1 - To consider and approve the proposed capital injection of RMB493,617,700 into Tianjin Pharmaceutical Group Taiping Medicine Co., Ltd. (津药太平医药有限公司) by the Company through the transfer of the 100% equity interest in the registered capital of Tianjin Zhongxin Medicine Co., Ltd. (天津中新医药有限公司) to Tianjin Pharmaceutical Group Taiping Medicine Co., Ltd. (津药太平医药有限公司) and the proposed entry into a capital injection agreement in relation thereto as an interested person transaction

FOR		AGAINST		FORFEITED	
Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
17,113,518	97.771	244,029	1.394	146,200	0.835

Resolution 2 - To consider and approve the resultant joint venture in Tianjin Pharmaceutical Group Taiping Medicine Co., Ltd. (津药太平医药有限公司) as an interested person transaction

FOR		AGAINST		FORFEITED	
Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
17,148,318	97.969	185,729	1.061	169,700	0.970

Resolution 3 - To consider and approve the proposed provision of a guarantee for an amount of up to RMB823,650,000 by the Company for Tianjin Zhongxin Medicine Co., Ltd. (天津中新医药有

限公司) as an interested person transaction

FOR		AGAINST		FORFEITED	
Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
16,901,818	96.561	353,529	2.020	248,400	1.419

Based on the voting results, Ms. Jiao Yan, on behalf of the EGM Chairman, declared each motion as set out above carried.

Tianjin Pharmaceutical Holdings Co., Ltd. (天津市医药集团有限公司) (“TPH”) (being the controlling shareholder of the Company) which holds 325,855,528 A-shares in the Company, and Tianjin Pharmaceutical (Singapore) International Investment Pte. Ltd. (being the wholly-owned subsidiary of TPH) which holds 5,265,000 S-shares in the Company, abstained from voting on each of the resolutions put to vote at the EGM. Further, Jinhushen Biological Medical Science and Technology Co., Ltd (津沪深生物医药科技有限公司) (being the controlling shareholder of TPH) which holds 4,497 A-shares in the Company, also abstained from voting on each of the resolutions put to vote at the EGM.

WITNESSED BY PRC LEGAL COUNSEL

Ms. Guo Jichun, the representative of the PRC legal counsel of the Company, confirmed that the calling and convening of the EGM were in compliance with provisions of relevant laws, regulations and normative documents, as well as the Articles of Association of the Company. The eligibility of the Board of Directors to call the EGM and Shareholders present at the EGM were legitimate and valid. The voting procedures and results of the EGM were legitimate and valid.

CLOSURE

There being no other business to transact, Ms. Zhang Mingrui, the EGM Chairman, declared the EGM of the Company closed at 4:05 p.m. and thanked everyone for their attendance.

CONFIRMED AS A TRUE RECORD OF PROCEEDINGS HELD

Ms. Zhang Mingrui
Chairman of the Board