

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 3RD EXTRAORDINARY GENERAL MEETING OF TIANJIN PHARMACEUTICAL DA REN TANG GROUP CORPORATION LIMITED (THE "COMPANY") FOR FY2024 HELD ON 30 DECEMBER 2024

DATE : 30 December 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, #04-01 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. Wang Lei

INTRODUCTION

The Chairman of the EGM ("**EGM Chairman**") welcomed all Shareholders to the Company's 3rd 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, #04-01 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. Wang Lei, the EGM Chairman, called the EGM to order at 2:00 p.m.

Ms. Wang Lei, the EGM Chairman, then introduced the following persons who were present at the EGM:

Tianjin:

Directors

- Ms. Wang Lei (Chairman of the Board)
- Mr. Liew Yoke Pheng Joseph (Independent and Non-Executive

	Director) Mr. Guo Min (Executive Director) Mr. Zhou Hong (Executive Director) Mr. Shang Mingjie (Executive Director)
Secretary to the Board	- Ms. Jiao Yan
Supervisor(s)	- Mr. Wang Yuanxi (Employee Supervisor)
Management	- 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
<u>Singapore:</u>	
Directors	- Mr. Yeo Guat Kwang (Lead Independent and Non-Executive Director)
Singapore Legal Counsel	- Shook Lin & Bok LLP Represented by: Mr. Wong Gang Ms. Nicole Zheng Ms. Shannen Chua
International Auditors	- Foo Kon Tan LLP Represented by: Mr. Darren Chin
Singapore Polling Agent	- Boardroom Corporate & Advisory Services Pte. Ltd. Represented by: Ms. Hon Chia Hui
Singapore Scrutineer	- DrewCorp Services Pte. Ltd. Represented by: Ms. Tan Ching Ching

NOTICE OF MEETING AND BUSINESS OF THE EGM

Ms. Wang Lei, 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. Wang Lei, 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), Mr. Wang Yuanxi

(representative of supervisors) and Mr. Ren Donghui (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 S-Share share registrar introduced the voting rules and procedures for S-Share Shareholders. In particular, as the EGM would be carrying out a cumulative voting system in respect of voting on the resolution(s) for the election of director(s) and supervisor(s), the voting rules and procedures of the cumulative voting system, as well as the number of votes conferred on each share in relation to the resolution(s) for the election of director(s) and supervisor(s) were explained to Shareholders. Following this, Shareholders proceeded to vote, and the EGM was adjourned for around 1.5 hours.

The EGM resumed at 4:05 p.m., and Ms. Jiao Yan, on behalf of the EGM Chairman, proceeded to announce the voting results of each of the resolutions.

Resolution(s) (poll voting)

Resolution 1 - To consider and approve the proposed amendments to the Articles of Association of the Company and the application for changes in the industrial and commercial registration

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 (%)
337,325,739	99.969	57,000	0.017	48,700	0.014

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

Resolution 2 - To consider and approve the proposed amendments to the undertaking made by Tianjin Pharmaceutical Holdings Co., Ltd. (天津市医药集团有限公司)

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 (%)
11,441,111	98.836	86,100	0.744	48,700	0.421

Based on the voting results, Ms. Jiao Yan, on behalf of the EGM Chairman, declared the 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 this Resolution 2 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 this Resolution 2 put to vote at the EGM.

Resolution 3 - To consider and approve the proposed re-appointment of CAC Certified Public Accountants LLP (中审华会计师事务所) as the PRC auditors of the Company for FY2024 to hold office until the conclusion of the next annual general meeting, and the proposed re-appointment of Foo Kon Tan LLP as the international auditors of the Company for FY2024 to hold office until the conclusion of the next annual general meeting, and to propose for the shareholders of the Company at the Extraordinary General Meeting to authorise the Board to determine their respective remuneration

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 (%)
337,297,039	99.960	67,000	0.020	67,400	0.020

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

Resolution(s) (cumulative voting)

Resolution 4 - To consider and approve the proposed appointment of Mr. Xing Jianhua (幸建华) as a Non-Executive and Non-Independent Director of the Company with effect from the date of the Extraordinary General Meeting

Total number of shares represented by votes for and against the relevant resolution	Number of votes for the relevant resolution	As a percentage of total number of votes for and against the resolution (%)
337,431,439	335,097,918	99.308

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

Resolution 5 - To consider and approve the proposed appointment of Ms. Xie Xi (谢希) as a Supervisor of the Company with effect from the date of the Extraordinary General Meeting

Total number of shares represented by votes for and against the relevant resolution	Number of votes for the relevant resolution	As a percentage of total number of votes for and against the resolution (%)
337,431,439	335,066,062	99.299

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

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. Wang Lei, the EGM Chairman, declared the EGM of the Company closed at 4:15 p.m. and thanked everyone for their attendance.

CONFIRMED AS A TRUE RECORD OF PROCEEDINGS HELD

Ms. Wang Lei
Chairman of the Board