

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)

RESOLUTIONS PASSED AT THE 6TH BOARD MEETING FOR FY2024

The board of directors (the “Board”) and every individual director of Tianjin Pharmaceutical Da Ren Tang Group Corporation Limited (formerly known as Tianjin Zhong Xin Pharmaceutical Group Corporation Limited) (the “Company” and together with its subsidiaries, the “Group”) hereby confirm that they will individually and collectively accept full responsibility for the accuracy of the information given in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, the facts stated in this announcement are fair and accurate in all material respects as at the date of this announcement, and that there are no material facts the omission of which would make any statement in this announcement misleading.

The Company had, on 14 September 2024, issued a notice of board meeting to its directors in respect of the 6th board meeting for the financial year ending 31 December 2024 (“FY2024”), and the board meeting was duly convened through a combination of physical meeting and teleconference on 26 September 2024. The full board of nine (9) directors was present. The said meeting was convened in compliance with applicable Company Law and Securities Law, as well as the Articles of Association of the Company. The following resolutions were discussed and passed:

1. That the proposed disposal of 13% equity interest in the registered capital of Tianjin TSKF Pharmaceutical Co., Ltd. (中美天津史克制药有限公司) to Haeon China Co., Ltd., and the proposed entry into an equity transfer agreement in relation thereto as an interested person transaction, be approved.

The Company proposes to transfer 13% equity interest in the registered capital of Tianjin TSKF Pharmaceutical Co., Ltd. (中美天津史克制药有限公司) (the “**Target Company**”) to Haeon China Co., Ltd. (赫力昂(中国)有限公司) (“**Haeon China**”) for a consideration of RMB1,758,755,555.56 (the “**Proposed DRT Disposal**”). Under the equity transfer agreement proposed to be entered into between the Company, Tianjin Pharmaceutical Holdings Co., Ltd. (天津市医药集团有限公司) (“**TPH**”) (being the controlling shareholder of the Company as at the date of this announcement) and Haeon China, TPH (together with the Company as the transferors) proposes to transfer 20% equity interest in the registered capital of the Target Company to Haeon China (the “**Proposed TPH Disposal**”), and together with the Proposed DRT Disposal, the “**Proposed Disposals**”). Upon completion of the Proposed Disposals, the Company will still retain 12% equity interest in the Target Company, while TPH will cease to hold any equity interest in the Target Company.

Mr. Guo Min, Ms. Zhang Mingrui and Ms. Mao Weiwen, being the interested directors, have abstained from voting on this resolution.

Please refer to the separate announcement made by the Company on the same day as this announcement for further information on this resolution.

2. That the proposed entry into the amended and restated equity joint venture contract with respect to Tianjin TSKF Pharmaceutical Co., Ltd. (中美天津史克制药有限公司) between Haeon UK Services Limited, Haeon China Co., Ltd. and the Company, and the proposed execution of the

amended and restated articles of association of Tianjin TSKF Pharmaceutical Co., Ltd. (中美天津史克制药有限公司), be approved.

Please refer to the separate announcement made by the Company on the same day as this announcement for further information on this resolution.

3. That pursuant to the applicable Company Law and the Articles of Association of the Company, the proposed convening of the 2nd extraordinary general meeting of the Company in 2024 (the “**2024 2nd EGM**”) be approved.

The above resolutions No. 1 and No. 2 will be tabled for shareholders’ approval at the Company’s 2024 2nd EGM.

By Order of the Board

Jiao Yan
Secretary to the Board of Directors
27 September 2024