

ANNUAL GENERAL MEETING

TIANJIN PHARMACEUTICAL DA REN TANG GROUP CORPORATION LIMITED

(Formerly known as Tianjin Zhong Xin Pharmaceutical Group Corporation Limited)

(Incorporated in the People's Republic of China)

(Company Registration No.: 91120000103100784F)

(the “**Company**”)

NOTICE OF ANNUAL GENERAL MEETING

IMPORTANT NOTE FOR S-SHARE SHAREHOLDERS:

The Company had previously issued a notice of the Annual General Meeting on 30 March 2026 in compliance with Article 69 of its Articles of Association and the listing rules of the Shanghai Stock Exchange, which require a written notice to be given at least 45 days in advance of a shareholders' meeting.

This notice has been issued in compliance with the requirements of the Shanghai Stock Exchange to notify S-Share Shareholders that the controlling shareholder of the Company has proposed one (1) *ad hoc* resolution (临时提案) (i.e. Resolution 16), which has been added to the agenda of the Annual General Meeting. Accordingly, this notice of the Annual General Meeting supersedes the version announced by the Company on 30 March 2026.

The Company will issue an updated Notice of Annual General Meeting at least 14 days before the Annual General Meeting, in compliance with the listing rules of the Singapore Exchange Securities Trading Limited, to provide S-Share Shareholders with details of the arrangements for participation in the Annual General Meeting by S-Share Shareholders in Singapore. S-Share Shareholders should check SGXNet for the latest updates on the status of the Annual General Meeting.

NOTICE IS HEREBY GIVEN that the annual general meeting of the Company (the “**AGM**” or “**Annual General Meeting**”) for the financial year ended 31 December 2025 (“**FY2025**”) will be held at the meeting room of the Company's Modern Traditional Chinese Medicine Industrial Park located at No. 21 Tenth Avenue, Binhai New Area, Tianjin, the People's Republic of China (the “**PRC**”) (中国天津市滨海新区第十大街21号津药达仁堂集团现代中药产业园会议室) (concurrently, via video conferencing at Meeting Room 2&3, 126 Beach Road, Guoco Midtown Network Hub Level 2, Singapore 189772 for holders of S-Shares (the “**S-Share Shareholders**”) in Singapore) on Friday, 15 May 2026 at 1:30 p.m..

The agenda for the meeting shall be as follows:

RESOLUTION(S) (POLL VOTING)

1. To consider and approve the Chairman's Report for FY2025. **(Resolution 1)**
2. To consider and approve the Board of Directors' Report for FY2025. **(Resolution 2)**
3. To consider and approve the Financial Report and Audit Report for FY2025, which have been audited by CAC Certified Public Accountants LLP (中审华会计师事务所) and Foo Kon Tan LLP, and reviewed by the Audit Committee of the Company. **(Resolution 3)**

4. To consider and approve the profit distribution plan of the Company for FY2025. **(Resolution 4)**

The Board proposes to declare a final dividend for FY2025 on the basis of RMB23.4 (inclusive of taxes) for every ten (10) shares in the capital of the Company (the **“Proposed Final Dividend”**). Subject to the Proposed Final Dividend being approved by shareholders at the Annual General Meeting, the Proposed Final Dividend will be paid in respect of all issued shares in the capital of the Company as at the record date to be determined by the Company for the purposes of determining shareholders’ entitlements to the Proposed Final Dividend. The Company will announce the record date and the payment date for the Proposed Final Dividend in due course.

5. To consider and approve the remuneration of S\$55,000 for Independent Director Mr. Yeo Guat Kwang (杨木光) for FY2025. **(Resolution 5)**

6. To consider and approve the remuneration of S\$55,000 for Independent Director Mr. Liew Yoke Pheng Joseph (刘育彬) for FY2025. **(Resolution 6)**

7. To consider and approve the remuneration of S\$55,000 for Independent Director Mr. Zhong Ming (钟铭) for FY2025. **(Resolution 7)**

8. To consider and approve the aggregate remuneration for the Directors of the Company for FY2025. **(Resolution 8)**

9. To consider and approve the proposed renewal of the shareholders’ mandate for interested person transactions: **(Resolution 9)**

(a) such approval given in the shareholders’ mandate for interested person transactions (the **“Shareholders’ Mandate”**) shall, unless revoked or varied by the Company at a general meeting, continue in force until the next annual general meeting of the Company; and

(b) the Directors and/or any of them are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they and/or he/she may consider expedient or necessary or in the interests of the Company to give effect to the transactions contemplated and/or authorised by the Shareholders’ Mandate and/or this Resolution.

(See Explanatory Note A)

10. To consider and approve the proposed Company’s “Shareholders’ Return Plan for 2026 to 2028”. **(Resolution 10)**

(See Explanatory Note B)

11. To consider and approve the proposed lines of credit granted to the Company up to an aggregate limit of RMB13,455 million. **(Resolution 11)**

(See Explanatory Note C)

12. To consider and approve the proposed entry into the financial services agreement between the Company and Tianjin Pharmaceutical Group **(Resolution 12)**

Finance Co., Ltd. (天津医药集团财务有限公司) (“TPGF”) as an interested person transaction and all transactions arising therefrom.

(See Explanatory Note D)

13. To consider and approve the proposed provision by the Company, in proportion to its equity interest in Tianjin Pharmaceutical Group Taiping Medicine Co., Ltd. (津药太平医药有限公司) (“**Taiping Medicine**”), of a guarantee of up to RMB1,408,875,000 in respect of credit facilities to be obtained by Taiping Medicine from third-party financial institutions as an interested person transaction. **(Resolution 13)**

(See Explanatory Note D)

14. To consider and approve the proposed provision by the Company, in proportion to its indirect equity interest in Tianjin Zhongxin Medicine Co., Ltd. (天津中新医药有限公司) (“**TJZX Medicine**”) (through Taiping Medicine), of a guarantee of up to RMB1,257,150,000 in respect of credit facilities to be obtained by TJZX Medicine from third-party financial institutions as an interested person transaction. **(Resolution 14)**

(See Explanatory Note D)

15. To consider and approve the proposed provision by the Company, in proportion to its indirect equity interest in TJZX Medicine (through Taiping Medicine), of a guarantee of up to RMB433,500,000 in respect of credit facilities to be obtained by TJZX Medicine from TPGF as an interested person transaction. **(Resolution 15)**

(See Explanatory Note D)

Other items on the agenda to be resolved in the Annual General Meeting shall include any agenda proposed by a Shareholder in accordance with Article 70 of the Articles of Association of the Company, which states: “*When the Company is to hold an annual General Meeting, shareholders holding three per cent. (3%) or more of the voting shares of the Company shall be entitled to propose new motions in writing to the Company. The Company shall include in the agenda of the General Meeting those motions, the subject matter of which, are required to be decided by shareholders in General Meeting*”.

RESOLUTION(S) (CUMULATIVE VOTING)

To consider and approve the proposed appointment of one (1) Independent Director of the Company:

16. To consider and approve the proposed appointment of Ms. Zhai Shuping (翟淑萍) as an Independent Director of the Company. **(Resolution 16)**

(See Explanatory Note E)

By Order of the Board

Jiao Yan
Secretary to the Board of Directors
16 April 2026

Explanatory Notes:

- A. Further details of Resolution 9 in relation to the proposed renewal of the Shareholders' Mandate will be set out in an annexure to the updated Notice of AGM to be issued by the Company at least 14 days before the AGM.
- B. Please refer to the separate announcement made by the Company on 30 March 2026 in relation to the Shareholders' Return Plan for 2026 to 2028 for further details of Resolution 10.
- C. Please refer to the separate announcement made by the Company on 30 March 2026 in relation to the resolutions passed at the 2nd Board meeting for the financial year ending 31 December 2026 for further details of Resolution 11.
- D. Further details of Resolutions 12, 13, 14 and 15 in relation to interested person transactions will be set out in an annexure to the updated Notice of AGM to be issued by the Company at least 14 days before the AGM.
- E. Pursuant to the *Rules on Shareholders' General Meetings of Listed Companies* (《上市公司股东会规则》) promulgated by the China Securities Regulatory Commission (中国证券监督管理委员会) and the Listing Rules of the Shanghai Stock Exchange, shareholders who, individually or collectively, hold more than one per cent. (1%) of a company's shares may, no later than ten (10) days prior to a general meeting, propose *ad hoc* resolution(s) (临时提案) and submit the same in writing to the convener. The convener shall, within two (2) days upon receipt of such proposal, issue a supplemental notice of the general meeting announcing the content of the *ad hoc* resolution and submit the same to the general meeting for consideration, unless such *ad hoc* resolution is in contravention of laws, administrative regulations or the company's articles of association, or falls outside the scope of authority of the general meeting. Accordingly, in addition to the resolutions set out in the notice of AGM announced by the Company on 30 March 2026, the Board, as the convener of the AGM, has added Resolution 16 to the agenda of the AGM, as proposed by the Company's controlling shareholder, Tianjin Pharmaceutical Holdings Co., Ltd. (天津市医药集团有限公司), which directly and indirectly holds approximately 43.008% of the issued share capital of the Company as at the date of this Notice of AGM.

Notes:

1. The AGM will be held at the meeting room of the Company's Modern Traditional Chinese Medicine Industrial Park located at No. 21 Tenth Avenue, Binhai New Area, Tianjin, the PRC (中国天津市滨海新区第十大街 21 号津药达仁堂集团现代中药产业园会议室) (concurrently, via video conferencing at Meeting Room 2&3, 126 Beach Road, Guoco Midtown Network Hub Level 2, Singapore 189772 for S-Share Shareholders in Singapore) on Friday, 15 May 2026 at 1:30 p.m..

As mentioned above, the Company will issue an updated Notice of AGM at least 14 days before the AGM, in compliance with the listing rules of the Singapore Exchange Securities Trading Limited, to provide S-Share Shareholders with details of the arrangements for participation in the AGM by S-Share Shareholders in Singapore. S-Share Shareholders should check SGXNet for the latest updates on the status of the AGM.

2. A Shareholder (whether individual or corporate) who is entitled to attend and vote at the AGM may appoint one (1) or more persons (who need not also be Shareholder(s)) to act as his/her/its proxy(ies) to attend and vote on his/her/its behalf at the AGM. Where a Shareholder appoints more than one (1) proxy, the appointments shall be deemed to be in the alternative unless he/she/it specifies the proportion of his/her/its shareholding (expressed as a percentage of the whole) to be represented by each proxy.

If the appointor is a corporation, the instrument of proxy must be executed under seal or by the hand of its duly authorised officer or attorney.

3. Pursuant to the Articles of Association of the Company, a holder of tradable domestic A-Shares with limiting conditions for sale shall notify the Company in writing not less than twenty (20) days prior to the AGM of his or her intention to attend the AGM. Accordingly, a holder of tradable domestic A-Shares with limiting conditions for sale who is planning to attend the AGM must give a written notice to the Company no later than 21 April 2026.
4. The AGM in Tianjin, the PRC is expected to last for half a day, and all accommodation and other expenses incurred by a Shareholder or his/her/its proxy(ies) in connection with his/her/its attendance at the AGM shall be borne by that Shareholder.
5. **Personal data privacy:** By (1) submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, or (2) submitting any question prior to

the AGM, a Shareholder of the Company (a) consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents or service providers) for the purposes of (i) the processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the AGM (including any adjournment thereof), (ii) the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), (iii) the addressing of substantial and relevant questions relating to the resolution(s) to be tabled for approval at the AGM from Shareholders received prior to and/or at the AGM and if necessary, the follow-up with Shareholders in relation to such questions, and (iv) in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"); (b) warrants that where a Shareholder discloses the personal data of such Shareholder's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), such Shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (c) agrees that the Shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Shareholder's breach of warranty.