EXTRAORDINARY GENERAL MEETING

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)
(the "**Company**")

NOTICE OF EXTRAORDINARY GENERAL MEETING

IMPORTANT NOTE FOR SHAREHOLDERS:

The Company had previously given notice of the Extraordinary General Meeting on 14 November 2022 in compliance with Article 69 of the Articles of Association of the Company and the listing rules of the Shanghai Stock Exchange which requires the Company to issue a written notice 45 days in advance of a shareholders' meeting.

This revised notice of Extraordinary General Meeting, which is given in compliance with the listing rules of the Singapore Exchange Securities Trading Limited, supersedes the version announced by the Company on 14 November 2022.

NOTICE IS HEREBY GIVEN that an extraordinary general meeting ("**EGM**" or "**Extraordinary General Meeting**") of the Company will be held at the meeting room of Da Ren Tang Mansion, No. 17 Baidi Road, Nankai District, Tianjin, the People's Republic of China 300193 on Friday, 30 December 2022 at 2:00 p.m.. Concurrently, a video conferencing at Library 1 & 2, Level 8, 1 Pickering Street, Great Eastern Centre, Singapore 048659 for holders of the S-Shares ("**S-Share Shareholders**") in Singapore.

To consider and, if thought fit, approve the following resolutions, with or without modifications:

RESOLUTIONS (POLL VOTING) (*See Explanatory Note B*)

Resolution 1: To consider and approve the proposed re-appointment of ShineWing Certified Public Accountants LLP as the People's Republic of China (the "**PRC**") auditors of the Company for the financial year ending 31 December 2022 ("**FY2022**"), the proposed re-appointment of RSM Chio Lim LLP as international auditors of the Company for FY2022, and to propose for the shareholders of the Company at the Extraordinary General Meeting to authorise the Board to determine their respective remuneration;

Resolution 2: To consider and approve the proposed adjustments to the implementation plan for the provision of an entrusted loan (委托贷款) of RMB1,200 million by the Company to its wholly-owned subsidiary, Tianjin Zhongxin Medicine Co., Ltd. (天津中新医药有限公司);

RESOLUTIONS (CUMULATIVE VOTING) (*See Explanatory Note C*)

To consider and approve the proposed appointment of two (2) non-independent directors of the Company:

Resolution 3.1: To consider and approve the proposed appointment of Ms. Mao Weiwen (毛蔚雯) as

a Non-Executive and Non-Independent Director of the Company with effect from the date of the Extraordinary General Meeting; and

Resolution 3.2: To consider and approve the proposed appointment of Ms. Wang Lei (王磊) as an Executive Director of the Company with effect from the date of the Extraordinary General Meeting; and

To consider and approve the proposed appointment of one (1) independent director of the Company:

Resolution 4: To consider and approve the proposed appointment of Mr. Zhu Haifeng (朱海峰) as an Independent Director of the Company with effect from the date of the Extraordinary General Meeting.

By Order of the Board

Jiao Yan
Secretary to the Board of Directors
15 December 2022

EXPLANATORY NOTES:

A. Resolution 1 has been approved by the Board at a Board meeting of the Company held on 12 August 2022, and Resolutions 2, 3.1, 3.2 and 4 have been approved by the Board at a Board meeting of the Company held on 8 November 2022.

B. Resolutions 1 and 2 pertaining to the Proposed Re-Appointment of Auditors and the Proposed Adjustments will be voted on BY WAY OF POLL, and every Shareholder shall be entitled to one (1) vote for every Share such Shareholder holds or such proxy represents.

C. Resolutions 3.1, 3.2 and 4 pertaining to the Proposed Appointment of Ms. Mao Weiwen, the Proposed Appointment of Ms. Wang Lei and the Proposed Appointment of Mr. Zhu Haifeng respectively, will be voted on BY WAY OF CUMULATIVE VOTING, in two (2) proposal groups. Every Shareholder (including S-Share Shareholder) shall, in respect of the resolutions under each proposal group, be entitled to a number of votes equivalent to the number of Shares such Shareholder (including S-Share Shareholder) holds or such proxy represents multiplied by the number of the candidates standing for election as director under that proposal group, and the Shareholders (including S-Share Shareholders) may cast all or part of their votes for one (1) or several candidates standing for election as director under that proposal group.

IMPORTANT - Cumulative Voting for Election of Directors

(a) Resolutions 3.1, 3.2 and 4 will be voted on by way of cumulative voting in two (2) proposal groups, and every Shareholder (including S-Share Shareholder) shall, in respect of the resolutions under each proposal group, be entitled to a number of votes equivalent to the number of Shares such Shareholder (including S-Share Shareholder) holds or such proxy represents multiplied by the number of the candidates standing for election as director under that proposal group. **Please DO NOT indicate with a tick (√) within the box provided in respect of Resolutions 3.1, 3.2 and 4 in the proxy form in respect of the EGM (the "Proxy Form"). Instead, you should indicate the number of votes as appropriate. Please see the detailed illustration as set out below.**

(b) The cumulative voting will be conducted separately into two (2) proposal groups, categorised into (i) resolutions for the election of non-independent directors and (ii) resolutions for the election of independent directors. This means that:

(i) for the election of the two (2) non-independent directors, the total number of votes you are entitled to cast in aggregate for Resolutions 3.1 and 3.2 shall equal to the number of Shares held by you multiplied by the number of the candidates standing for election as non-independent directors under such proposal group in relation to the proposed appointment of non-independent directors of the Company (i.e., 2), and this particular allocation of votes may only be cast on the candidates standing for election as non-independent director under such proposal group; and

(ii) for the election of one (1) independent director, the total number of votes you are entitle to cast in aggregate for Resolution 4 shall equal to the number of Shares held by you multiplied by the number of the candidates standing for election as independent director under such proposal group in relation to the proposed appointment of independent directors of the Company (i.e., 1), and this particular allocation of votes may only be cast on the candidate standing for election as independent director under such proposal group.

As to the allocation of votes within each relevant proposal group, you may either cast all your relevant number of votes for that proposal group to one (1) of the candidates in that proposal group, or cast them equally or diversely to more than one (1) of the candidates (as the case may be) in that proposal group.

PLEASE NOTE WITH PARTICULAR ATTENTION THAT, IF THE TOTAL NUMBER OF VOTES YOU HAVE CAST IS LESS THAN OR EQUAL TO THE MAXIMUM NUMBER OF VOTES YOU ARE ENTITLED TO CAST IN RESPECT OF THAT PARTICULAR PROPOSAL GROUP, YOUR VOTES SHALL BE VALID AND THE VOTES NOT CAST SHALL BE DEEMED TO HAVE BEEN WAIVED BY YOU; IF THE TOTAL NUMBER OF VOTES YOU HAVE CAST EXCEEDS THE MAXIMUM VOTES YOU ARE ENTITLED TO CAST IN RESPECT OF THAT PARTICULAR PROPOSAL GROUP, ALL THE VOTES CAST BY YOU SHALL BE INVALID AND YOU SHALL BE DEEMED AS HAVING WAIVED YOUR RIGHT TO VOTE.

Solely for illustrative purposes only:

If you hold **100 Shares**, as there are two (2) candidates standing for election as non-independent director under the proposal group in relation to the proposed appointment of non-independent directors of the Company (i.e., Resolutions 3.1 and 3.2), the total number of votes you are entitled to cast under this proposal group will be **200 votes**, and this 200 votes may only be cast on the proposed candidates standing for election as non-independent director under the proposal group in relation to the proposed appointment of non-independent directors of the Company; and as there is only one (1) candidate standing for election as independent director under the proposal group in relation to the proposed appointment of non-independent directors of the Company (i.e., Resolution 4), the total number of votes you are entitled to cast under this proposal group will be **100 votes**, and this 100 votes may only be cast on the sole

proposed candidate standing for election as independent director under the proposal group in relation to the proposed appointment of independent directors of the Company.

- You may cast all the **200 votes** or only part of them you are entitled to cast under proposal group in relation to the proposed appointment of **non-independent** directors of the Company as follows:

  Solely for illustrative purposes only

  (i) you may cast all your 200 votes to Resolution 3.1 and 0 votes to Resolution 3.2; or

No.	Resolutions relating to:	No. of votes
3.1	To consider and approve the proposed appointment of Ms. Mao Weiwen (毛蔚雯) as a Non-Executive and Non-Independent Director of the Company with effect from the date of the Extraordinary General Meeting	200
3.2	To consider and approve the proposed appointment of Ms. Wang Lei (王磊) as an Executive Director of the Company with effect from the date of the Extraordinary General Meeting	0

  (ii) you may cast 150 votes to Resolution 3.1 and 50 votes to Resolution 3.2; or

No.	Resolutions relating to:	No. of votes
3.1	To consider and approve the proposed appointment of Ms. Mao Weiwen (毛蔚雯) as a Non-Executive and Non-Independent Director of the Company with effect from the date of the Extraordinary General Meeting	150
3.2	To consider and approve the proposed appointment of Ms. Wang Lei (王磊) as an Executive Director of the Company with effect from the date of the Extraordinary General Meeting	50

  (iii) you may cast 100 votes to Resolution 3.1 and 100 votes to Resolution 3.2; or

No.	Resolutions relating to:	No. of votes
3.1	To consider and approve the proposed appointment of Ms. Mao Weiwen (毛蔚雯) as a Non-Executive and Non-Independent Director of the Company with effect from the date of the Extraordinary General Meeting	100
3.2	To consider and approve the proposed appointment of Ms. Wang Lei (王磊) as an Executive Director of the Company with effect from the date of the Extraordinary General Meeting	100

  (iv) if you cast 80 votes to Resolution 3.1 and 70 votes to Resolution 3.2, as the votes that you have cast (i.e., 150 votes) are less than what you are entitled to (i.e., 200 votes), **YOU WILL BE DEEMED AS HAVING WAIVED YOUR RIGHT TO VOTE IN RESPECT OF THE DIFFERENCE (I.E., 50 VOTES) BETWEEN THE NUMBER OF VOTES THAT YOU HAVE CAST AND THE VOTES THAT YOU ARE ENTITLED TO CAST**; or

No.	Resolutions relating to:	No. of votes
3.1	To consider and approve the proposed appointment of Ms. Mao Weiwen (毛蔚雯) as a Non-Executive and Non-Independent Director of the Company with effect from the date of the Extraordinary General Meeting	80
3.2	To consider and approve the proposed appointment of Ms. Wang Lei (王磊) as an Executive Director of the Company with effect from the date of the Extraordinary General Meeting	70

  (v) if you cast 150 votes to Resolution 3.1 and 100 votes to Resolution 3.2, as the total number of votes you have cast (i.e., 250 votes) exceeds the maximum votes you are entitled to (i.e., 200 votes), **ALL THE VOTES CAST BY YOU SHALL BE INVALID AND YOU SHALL BE DEEMED AS HAVING WAIVED YOUR RIGHT TO VOTE**.

No.	Resolutions relating to:	No. of votes

3.1	To consider and approve the proposed appointment of Ms. Mao Weiwen (毛蔚雯) as a Non-Executive and Non-Independent Director of the Company with effect from the date of the Extraordinary General Meeting	150
3.2	To consider and approve the proposed appointment of Ms. Wang Lei (王磊) as an Executive Director of the Company with effect from the date of the Extraordinary General Meeting	100

- You may cast all the **100 votes** or only part of them you are entitled to cast under proposal group in relation to the proposed appointment of **independent** directors of the Company as follows:

  Solely for illustrative purposes only

  (i) you may cast all your 100 votes to Resolution 4; or

No.	Resolutions relating to:	No. of votes
4	To consider and approve the proposed appointment of Mr. Zhu Haifeng (朱海峰) as an Independent Director of the Company with effect from the date of the Extraordinary General Meeting	100

  (ii) if you cast 80 votes to Resolution 4, as the votes that you have cast (i.e., 80 votes) are less than what you are entitled to (i.e., 100 votes), **YOU WILL BE DEEMED AS HAVING WAIVED YOUR RIGHT TO VOTE IN RESPECT OF THE DIFFERENCE (I.E., 20 VOTES) BETWEEN THE NUMBER OF VOTES THAT YOU HAVE CAST AND THE VOTES THAT YOU ARE ENTITLED TO CAST**; or

No.	Resolutions relating to:	No. of votes
4	To consider and approve the proposed appointment of Mr. Zhu Haifeng (朱海峰) as an Independent Director of the Company with effect from the date of the Extraordinary General Meeting	80

  (iii) if you cast 150 votes to Resolution 4, as the total number of votes you have cast (i.e., 150 votes) exceeds the maximum votes you are entitled to (i.e., 100 votes), **ALL THE VOTES CAST BY YOU SHALL BE INVALID AND YOU SHALL BE DEEMED AS HAVING WAIVED YOUR RIGHT TO VOTE**.

No.	Resolutions relating to:	No. of votes
4	To consider and approve the proposed appointment of Mr. Zhu Haifeng (朱海峰) as an Independent Director of the Company with effect from the date of the Extraordinary General Meeting	150

(c) A candidate standing for election as director shall be determined as elected according to the number of votes received by each candidate in descending order; provided, however, that for a candidate to be elected, the minimum number of votes that such candidate received shall be more than half (1/2) of the total number of Shares held by those Shareholders attending the EGM. If none of the candidates received votes that are more than half (1/2) of the total number of Shares held by those Shareholders attending the EGM, none of the candidates will be elected at the EGM and another election shall be conducted at the next following general meeting to fill the vacancy.

If the number of directors successfully elected is less than the number of directors to be elected at the EGM, another election shall be conducted at the next following general meeting to fill the vacancy.

If the number of the candidates standing for election as director who have received more than half (1/2) of the total number of Shares held by those Shareholders attending the EGM is more than the number of directors to be elected at the EGM, the candidates standing for election as director shall be determined as elected according to the number of votes received by each candidate in descending order.

In the event of failure to determine the elected candidate due to a tie vote between two (2) or more candidates standing for election as director (such that, if all of them are elected, the number of elected candidates would exceed the number of vacancies), none of these candidates will be elected at the EGM and another election shall be conducted at the next following general meeting to fill the vacancy.

NOTES:

1. The EGM will be held at the meeting room of Da Ren Tang Mansion, No. 17 Baidi Road, Nankai District, Tianjin, the PRC 300193 (concurrently, a video conferencing at Library 1 & 2, Level 8, 1 Pickering Street, Great Eastern Centre, Singapore 048659 for S-Share Shareholders in Singapore), on Friday, 30 December 2022 at 2:00 p.m., pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings of Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of this revised notice of EGM (the "**Notice of EGM**"), the Proxy Form and the circular dated 15 December 2022 issued by the Company (the "**Circular**") will **not** be sent to S-Share Shareholders. Instead, this Notice of EGM, the Proxy Form and the Circular will be sent to S-Share Shareholders by electronic means via publication on the SGXNET and on the Company's website at www.jydrt.com.cn.

2. The EGM will be held in accordance with and subject to such COVID-19 vaccination-differentiated safe management measures and/or any other safe management measures as may be required under any regulations, directives, measures or guidelines that may be issued from time to time by any government or regulatory agency in light of the COVID-19 situation in Singapore. S-Share Shareholders and investors are advised to check the SGXNET and/or the Company's website at www.jydrt.com.cn regularly for the latest updates.

3. Arrangements relating to attendance by S-Share Shareholders at the EGM, submission of questions by S-Share Shareholders in advance of, or at, the EGM, addressing of substantial and relevant questions relating to the resolutions to be tabled for approval at the EGM in advance of, or at, the EGM, and voting at the EGM by S-Share Shareholders or his/her/its duly appointed proxy(ies), are set out in the Company's announcement dated 15 December 2022 (the "**Announcement**"). The printed copy of the Announcement will **not** be sent to S-Share Shareholders. Instead, the Announcement will be sent to S-Share Shareholders by electronic means via publication on the SGXNET and on the Company's website at www.jydrt.com.cn. For the avoidance of doubt, the Announcement is circulated together with, and forms part of, this Notice of EGM in respect of the EGM.

4. A Shareholder (whether individual or corporate) entitled to attend and vote at the EGM is entitled to appoint one (1) or more persons (who need not also be Shareholder) to act as his/her/its proxy(ies) to attend and vote on his/her/its behalf at the EGM. Where a Shareholder appoints more than one (1) proxy, the appointment shall be deemed to be 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 proxy must be executed under seal or the hand of its duly authorised officer of attorney.

   A S-Share Shareholder (whether individual or corporate) can also choose to appoint the Chairman of the EGM as his/her/its proxy, but this is not mandatory. The Chairman of the EGM, as proxy, need not be a Shareholder of the Company. Where a S-Share Shareholder (whether individual or corporate) appoints the Chairman of the EGM as his/her/its proxy:

   (a) in respect of Resolutions 1 and 2, he/she/it must give specific instructions as to voting, or abstentions from voting, in the Proxy Form. In the absence of specific instructions, the appointment of the Chairman of the EGM as his/her/its proxy for that resolution will be treated as invalid; and

   (b) in respect of Resolutions 3.1, 3.2 and 4, for which cumulative voting will apply, he/she/it must give specific instructions as to how many votes he/she/it wishes to vote on Resolutions 3.1, 3.2 and 4 respectively, in the Proxy Form. If no specific direction as to how many votes is given, the appointment of the Chairman of the EGM as his/her/its proxy for that resolution will be treated as invalid.

   Where a Shareholder (whether individual or corporate) appoints one (1) or more persons (other than the Chairman of the EGM) as his/her/its proxy(ies):

   (a) in respect of Resolutions 1 and 2, he/she/it must give specific instructions as to voting, or abstentions from voting, in the instrument appointing a proxy(ies). In the absence of specific instructions, the proxy(ies) may vote or abstain from voting on those resolutions at his/her discretion; and

   (b) in respect of Resolutions 3.1, 3.2 and 4, for which cumulative voting will apply, he/she/it must give specific instructions as to how many votes he/she/it wishes to vote on Resolutions 3.1, 3.2 and 4 respectively, in the instrument appointing a proxy(ies). If no specific direction as to how many votes is given, the proxy(ies) may vote or abstain from voting on those resolutions at his/her discretion.

   The Proxy Form will be made available on the SGXET and may also be accessed at the Company's website at www.jydrt.com.cn.

5. An investor who holds Shares under the Central Provident Fund Investment Scheme ("**CPF Investor**") and/or the Supplementary Retirement Scheme ("**SRS Investor**") (as may be applicable) and wishes to vote should inform their respective CPF Agent Banks and/or SRS Operators to submit their votes at least **seven (7)** working days before the date

of the EGM (i.e., by **5:00 p.m.** on Tuesday, **20 December 2022**). The Proxy Form is not valid for use by CPF Investors and SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

6. The duly completed Proxy Form must be submitted by the S-Share Shareholders to the Company in the following manner:

   (a) if submitted by post, be lodged with the Company's "S" Shares Registrar and Singapore Transfer Office, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632; or

   (b) if submitted electronically, via email to the Company's "S" Shares Registrar at SRS.TeamE@boardroomlimited.com,

   in either case, by no later than **2:00 p.m.** on Wednesday, **28 December 2022**.

   A S-Share Shareholder who wishes to submit an instrument of proxy must first download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above. If the S-Share Shareholder is a corporation, the Proxy Form must be executed under seal or the hand of its duly authorised officer or attorney.

7. The completion and return of the instrument appointing a proxy(ies) by a Shareholder does not preclude such Shareholder from attending, speaking and voting in person at EGM if such Shareholder subsequently decides to do so. The appointment of the proxy(ies) for the EGM will be deemed to be revoked if the Shareholder attends the EGM in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the EGM.

8. S-Share Shareholders can attend the EGM in person and submit questions in advance of, or at, the EGM. However, S-Share Shareholders are encouraged to raise their questions (if any) as early as possible in advance of the EGM by **2:00 p.m.** on Wednesday, **28 December 2022** and can submit substantial and relevant questions relating to the resolutions to be tabled for approval at the EGM, in advance of the EGM, in the following manner**:**

   (a) by email to drt600329@163.com; or

   (b) by post to the Company's "S" Shares Registrar and Singapore Transfer Office, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632.

   The Company will endeavour to answer all substantial and relevant questions in relation to the resolutions to be tabled for approval at the EGM prior to, or at the EGM. **Where substantially similar questions are received, the Company may consolidate such questions and consequently not all questions may be individually addressed.**

   The Company will also publish the minutes of the EGM which will include substantial and relevant questions relating to the resolutions to be tabled for approval at the EGM and the responses from the Board and/or management of the Company to such questions on the SGXNET and on the Company's website at www.jydrt.com.cn within one (1) month after the date of the EGM.

9. All documents or information relating to the business of the EGM, including the Circular, will be published on the SGXNET and on the Company's website at www.jydrt.com.cn. S-Share Shareholders and investors are advised to check the SGXNET regularly for the latest updates.

10. 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 20 days prior to the EGM of his or her intention to attend the EGM. Accordingly, a holder of tradable domestic A-Shares with limiting conditions for sale who is planning to attend the EGM must give a written notice to the Company no later than 6 December 2022.

11. The EGM in Tianjin, 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 EGM shall be borne by that Shareholder.

12. As the COVID-19 situation continues to evolve, the Company may be required to change its arrangements in Singapore at short notice. S-Share Shareholders and investors should check SGXNET and/or our corporate website at www.jydrt.com.cn for the latest updates on the status of the EGM.

13. The Company thanks all Shareholders for their understanding and cooperation to hold the EGM in line with appropriate safe distancing measures amidst the COVID-19 pandemic.

14. **Personal data privacy**: By submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Extraordinary General Meeting and/or any adjournment thereof, a Shareholder of the Company (1) consents to

the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents or service providers) for the purpose of (i) the processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the Extraordinary General Meeting (including any adjournment thereof) and (ii) the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (including any adjournment thereof), and 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**"), (2) warrants that where the Shareholder discloses the personal data of the Shareholder's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the 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 (3) 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.