

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 FY2022 HELD ON 30 DECEMBER 2022

DATE : 30 December 2022

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 Library 1 & 2, Level 8, 1 Pickering Street, Great Eastern Centre, Singapore 048659 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 ended 31 December 2022 ("**FY2022**") ("**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 Library 1 & 2, Level 8, 1 Pickering Street, Great Eastern Centre, Singapore 048659 for the S-Share Shareholders in Singapore. The EGM Chairman stated that voting by A-Share Shareholders at the EGM was to be carried out through a combination of on-site voting and online voting and then called the proceedings of the EGM to be officially started.

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)

Ms. Li Qing (Independent and Non-Executive Director)
 Mr. Guo Min (Executive Director)
 Mr. Wang Mai (Executive Director)

- Secretary to the Board** - Ms. Jiao Yan
- Supervisors** - Mr. Wang Yunxi (Chairman of the Supervisory Committee)
 Ms. Guo Xiumei (Employee Supervisor)
- Management** - Mr. Zhang Yu (Chief Production Officer)
- PRC Legal Counsel** - Guantao Law Firm (Tianjin Office)
 Represented by: Mr. Li Hongguang
 Ms. Yang Miao
- PRC Auditors** - ShineWing Certified Public Accountants LLP
 Represented by: Mr. Liu Tao

Singapore:

- Directors (including proposed Directors)** - Mr. Wong Gang (Lead Independent and Non-Executive Director)
 Mr. Liew Yoke Pheng Joseph (Independent and Non-Executive Director)
 Mr. Zhu Haifeng (Proposed Independent Director)
- Singapore Legal Counsel** - Shook Lin & Bok LLP
 Represented by: Ms. Nicole Zheng
- International Auditors** - RSM Chio Lim LLP
 Represented by: Mr. Xu Chen
- Singapore Polling Agent** - Boardroom Corporate & Advisory Services Pte. Ltd.
 Represented by: Mr. Chan Kok Leong
 Mr. Ong Sui Mou
 Ms. Lydia Poon
- Singapore Scrutineer** - Drewcorp Services Pte. Ltd.
 Represented by: Ms. Chew Pei Tsing
 Mr. Loh Soon Quan
 Mr. Terence

NOTICE OF MEETING AND BUSINESS OF THE EGM

Ms. Zhang Mingrui, the EGM Chairman, stated that the meeting materials have been sent to Shareholders 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 being 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 of Mr. Li Hongguang (representative of PRC legal counsel), Ms. Guo Xiumei (representative of supervisors), Ms. Mao Weiwen (representative of A-Share Shareholders) and counting personnel comprised of 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.

Mr. Li Hongguang 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. In particular, as the EGM was the first time that the Company would be carrying out a cumulative voting system in respect of voting on the resolutions for the election of directors, the Company's PRC legal counsel and Singapore legal counsel respectively explained to A-Share Shareholders and S-Share Shareholders the voting rules and procedures of the cumulative voting system and informed Shareholders of the number of votes conferred on each share in relation to the resolutions for the election of directors. Following this, Shareholders proceeded to vote, and the EGM was adjourned for around 1.58 hours.

The EGM resumed at 4:00 p.m., and Ms. Jiao Yan, on behalf of the EGM Chairman, proceeded to announce the voting results of each of the resolutions.

Resolutions (poll voting)

No.	Resolutions relating to:	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 (%)
1	To consider and approve the proposed re-appointment of ShineWing Certified Public Accountants LLP as the People's Republic of China auditors of the Company for 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	344,641,356	99.992	26,700	0.008	0	0.000

No.	Resolutions relating to:	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 (%)
	their respective remuneration						
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)	344,661,656	99.998	6,400	0.002	0	0.000

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

Resolutions (cumulative voting)

No.	Resolutions relating to:	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 (%)
To consider and approve the proposed appointment of two (2) non-independent directors of the Company				
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	344668056	344119358	99.841
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	344668056	344609456	99.983
No.	Resolutions relating to:	Total number of	Number of votes for	As a percentage of

		shares represented by votes for and against the relevant resolution	the relevant resolution	total number of votes for and against the resolution (%)
To consider and approve the proposed appointment of one (1) independent director of the Company				
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	344668056	344661057	99.998

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

WITNESSED BY PRC LEGAL COUNSEL

Mr. Li Hongguang, 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