

**TIANJIN ZHONG XIN PHARMACEUTICAL GROUP CORPORATION LIMITED**

(Company Registration No.: 91120000103100784F)

(Incorporated in the People's Republic of China)

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**MINUTES OF THE 1<sup>ST</sup> EXTRAORDINARY GENERAL MEETING OF TIANJIN ZHONG XIN PHARMACEUTICAL GROUP CORPORATION LIMITED (THE "COMPANY") FOR FY2020 HELD ON 30 SEPTEMBER 2020**

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**DATE** : 30 September 2020

**TIME** : 2.00 p.m.

**VENUE** : Meeting room of Zhongxin Mansion, No. 17 Baidi Road, Nankai District, Tianjin, the People's Republic of China 300193 for holders of "A" shares ("**A-Shareholders**")

Concurrently, the EGM (as defined herein) was held by electronic means for holders of "S" shares ("**S-Shareholders**", together with the A-Shareholders, the "**Shareholders**") in Singapore

**CALLED BY** : Board of Directors

**CHAIRMAN OF THE EGM** : Mr. Li Liquan

**INTRODUCTION**

The Chairman of the EGM ("**EGM Chairman**") welcomed all the Shareholders to the Company's 1<sup>st</sup> extraordinary general meeting for the financial year ending 31 December 2020 ("**FY2020**") ("**EGM**" or "**Extraordinary General Meeting**") and stated that voting by A-Shareholders at the EGM were to be carried out through a combination of on-site voting and online voting. Concurrently, the Company has provided S-Shareholders with access to watch the EGM proceedings via live webcast in accordance with relevant regulations and rules currently implemented in Singapore due to the Covid-19 situation. The EGM Chairman then called the proceedings of the EGM to be officially started.

**QUORUM**

As a quorum was present, Ms. Jiao Yan (Secretary to the Board), on behalf of the EGM Chairman, called the EGM to order at 2.00 p.m.

Ms. Jiao Yan, on behalf of the EGM Chairman, then introduced the following persons who were present at the EGM or attended the EGM via live webcast or audio conference:

**Physically present:**

**Directors**

- Mr. Li Liquan (Chairman of Board)
- Mr. Tang Tiejun (Non-Independent and Non-Executive Director)
- Mr. Zhang Ping (Non-Independent and Non-Executive Director)
- Mr. Qiang Zhiyuan (Independent and Non-Executive Director)

Mr. Zhou Hong (Executive Director)  
Mr. Wang Mai (Executive Director)

- Secretary to the Board** - Ms. Jiao Yan
- Supervisors** - Ms. Guo Xiumei (Employee Supervisor)
- Management** - Mr. Ni Zhenguo (Deputy General Manager)  
Ms. Niu Shengfang (Deputy General Manager)
- PRC Legal Counsel** - Guantao Law Firm (Tianjin Office)  
Represented by: Ms. Guo Jichun  
Ms. Yang Miao

**Attended via live webcast or audio conference:**

- Directors** - Mr. Wong Gang (Independent and Non-Executive Director)  
Mr. Liew Yoke Pheng Joseph (Independent and Non-Executive Director)
- Singapore Legal Counsel** - Shook Lin & Bok LLP  
Represented by: Ms. Esther Ng

**NOTICE OF MEETING AND BUSINESS OF THE EGM**

Ms. Jiao Yan, on behalf of 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-Shareholders in advance of the EGM and no questions were raised by A-Shareholders at the EGM.

**VOTING PROCEEDINGS AND RESULTS**

Ms. Jiao Yan, on behalf of the EGM Chairman, stated that voting by S-Shareholders had been conducted in advance of the EGM by the appointment of the EGM Chairman as proxy and had been verified by a Singapore scrutineer appointed by the Company pursuant to the relevant regulations and rules currently implemented in Singapore due to the Covid-19 situation, and the voting results was to be declared together with those of the A-Shareholders. It was noted that Drewcorp Services Pte Ltd had been appointed as the Singapore scrutineer for the EGM.

Ms. Jiao Yan, on behalf of the EGM Chairman, then stated that with respect to voting by the A-Shareholders, the scrutineer team comprised of Ms. Yang Miao (representative of PRC legal counsel), Ms. Guo Xiumei (employee supervisor), Mr. Sun Lvheng (representative of A-Shareholders) and counting personnel comprised of Ms. Jiang Ling and Mr. Wang Jian.

Ms. Yang Miao introduced the voting rules and procedures for A-Shareholders on behalf of the scrutineer team, following which the A-Shareholders proceeded to vote, and the EGM was adjourned

for 0.25 hour(s).

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.

**Resolution 1 - To consider and approve the proposed re-appointment of Mr. Li Liqun as Executive and Non-Independent Director of the Company with effect from the date of the Extraordinary General Meeting**

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 (%)
331,744,115	99.814	618,575	0.186	100	0.000

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

**Resolution 2 - 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 (%)
332,336,790	99.992	26,000	0.008	0	0.000

Based on the voting results, Ms. Jiao Yan, on behalf of the EGM Chairman, declared the motion 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 the 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. Jiao Yan, on behalf of 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**

Mr. Li Liquan  
Chairman of the Board