

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)

RESOLUTION PASSED AT THE 5TH SUPERVISORY COMMITTEE MEETING FOR FY2023

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”) 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.

Unless otherwise defined, all capitalised terms used herein shall bear the same meanings ascribed to them in the circular dated 15 November 2019 to the shareholders of the Company in relation to, amongst others, the proposed adoption of the 2019 Restricted A-Share Incentive Scheme (the “Scheme”).

The Company had, on 20 October 2023, issued a notice of supervisory committee (the “**Supervisory Committee**”) meeting to its supervisors in respect of the 5th Supervisory Committee meeting for the financial year ending 31 December 2023 (“**FY2023**”), and the 5th Supervisory Committee meeting was duly convened by means of live meeting and telephone conference on 30 October 2023. The said meeting was convened in compliance with the Articles of Association of the Company, and the following resolution was discussed and passed by three (3) members out of the full Supervisory Committee of three (3) members:

1. That, the Supervisory Committee has verified the contents of the Company's third quarter financial statement for FY2023, and is of the view that:
 - (a) the preparation and review procedures of the Company's third quarter financial statements for FY2023 are in compliance with the relevant provisions of the applicable laws and regulations, as well as the Articles of Association and the internal management system(s) of the Company;
 - (b) the content and form of the Company's third quarter financial statements for FY2023 are in compliance with various regulations of the China Securities Regulatory Commission, the Shanghai Stock Exchange and/ or the Singapore Exchange Securities Trading Limited, and the information contained therein truthfully reflects the operation, management and financial conditions of the Company and other related matters in the financial period reported on in all respects; and
 - (c) as at the time of giving its opinion, it is not aware that any of the personnel who participated in the preparation and review of the Company's third quarter financial statement for FY2023 has been found to have violated his/ her confidentiality obligations.
2. That, the proposed contents of the “4th adjustment to the repurchase price of the Restricted A-Shares granted under the 2019 Restricted A-Share Incentive Scheme and the 5th repurchase and cancellation of some of the Restricted A-Shares granted but not yet released from the lock-up requirements” (关于第四次调整公司 2019 年 A 股限制性股票激励计划回购价格并第五次回购注销已获授但尚未解除限售的限制性股票的议案), be approved.

In accordance with the relevant provisions of the “2019 Restricted A-Share Incentive Scheme” (2019 年 A 股限制性股票计划) and the “Assessment Management Measures for Implementation of the 2019 Restricted A-Share Incentive Scheme” (2019 年 A 股限制性股票激励计划实施考核管理办法), as the Company has completed the dividend distribution for the financial year ended 31 December 2022, the Company proposes to adjust the repurchase price of the Restricted A-Shares granted under the Initial Grant and the Grant of Reserved Restricted A-Shares to RMB4.98 per Restricted A-Share and RMB6.97 per Restricted A-Share respectively (the “**4th Proposed Adjustment**”), and given that six (6) of the participants who have been granted the Restricted A-Shares under the Initial Grant are no longer eligible to participate in the Scheme (the “**Six Participants**”), of which, five (5) (including the former Deputy General Manager, Mr. Zhang Jian) are due to retirement and one (1) (namely, a former director of the Company, Mr. Wang Mai) is due to his resignation from the Company because of job changes, the Company proposes to repurchase and cancel all of the 91,800 Restricted A-Shares granted to the Six Participants but not yet released from the lock-up requirements under the Scheme (the “**5th Proposed Repurchase**”). The aggregate of 91,800 Restricted A-Shares to be repurchased and cancelled under the 5th Proposed Repurchase represents 0.012% of the total share capital of the Company as at the date of this announcement. Under the 5th Proposed Repurchase, the repurchase price of the Restricted A-Shares granted under the Initial Grant shall be RMB4.98 per Restricted A-Share plus the applicable interests as calculated at the benchmark interest rate for deposits during the same period when repurchasing.

Upon completion of the 5th Proposed Repurchase, the total number of shares in the capital of the Company will be reduced from 770,250,076 shares to 770,158,276 shares, and the registered capital of the Company will also be reduced from RMB770,250,076 to RMB770,158,276. The Company shall perform the corresponding capital reduction procedures pursuant to the applicable laws upon completion of the 5th Proposed Repurchase. The 5th Proposed Repurchase will not affect the implementation of the Scheme.

In accordance with the relevant provisions of the “2019 Restricted A-Share Incentive Scheme” (2019 年 A 股限制性股票计划) and the “Assessment Management Measures for Implementation of the 2019 Restricted A-Share Incentive Scheme” (2019 年 A 股限制性股票激励计划实施考核管理办法), the Supervisory Committee is of the view that the 4th Proposed Adjustment and the 5th Proposed Repurchase are in compliance with applicable laws and regulations, and agrees to the 5th Proposed Repurchase in relation to the proposed repurchase and cancellation of an aggregate of 91,800 Restricted A-Shares and the 4th Proposed Adjustment in relation to the proposed adjustment to the repurchase price in view of the Company’s completion of the dividend distribution for FY2022.

Please refer to the separate announcement dated 30 October 2023 made by the Company in relation to the 4th Proposed Adjustment and the 5th Proposed Repurchase for further details.

By order of the Board

Jiao Yan
Secretary to the Board of Directors
30 October 2023