

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)

RESOLUTIONS PASSED AT THE 3RD BOARD MEETING FOR FY2024

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 and not defined herein shall bear the same meaning as ascribed to them in the circular dated 1 August 2014 in relation to the Placement.

The Company had on 2 August 2024 issued a notice of board meeting to its directors in respect of the 3rd board meeting for the financial year ending 31 December 2024 (“FY2024”), and the board meeting was duly convened by means of live meeting and telephone conference on 13 August 2024. The said meeting was convened in compliance with the applicable Companies Law, Securities Law and the Articles of Association of the Company, and the following resolutions were discussed and passed by the nine (9) directors out of the full board of nine (9) directors:

1. That the full text and summary of the half yearly financial statement for FY2024 prepared in accordance with the accounting standards of the People's Republic of China (“PRC”), and the interim financial report for FY2024 prepared in accordance with the International Financial Reporting Standards, be approved.

To the best knowledge of the directors and the management of the Company, there are no other information that would cause the contents of the aforesaid financial statements to be false or misleading.

2. That the half-yearly “Report on the Deposit of Proceeds and the Use of Proceeds (募集资金存放与实际使用情况的专项报告)” for FY2024 be approved.

Please refer to the announcement made by the Company on 14 August 2024 in relation to update on the deposit of net proceeds and the use of net proceeds for further details.

3. That the proposed contents of the “Continuous Risk Assessment Report of Tianjin Pharmaceutical Group Finance Co., Ltd. (天津医药集团财务有限公司)” be approved.

Please refer to the announcement made by the Company on 14 August 2024 on continuous risk assessment report of Tianjin Pharmaceutical Group Finance Co., Ltd. (天津医药集团财务有限公司) for further details.

4. That the proposed adjustments to the composition of the respective Board committees be approved.

Given the retirement of Ms. Li Qing (李清) (“**Ms. Li**”) from her position as an Independent Director of the Company, Mr. Zhong Ming (钟铭) (“**Mr. Zhong**”) was appointed as an Independent Director

of the Company at the annual general meeting of the Company held on 15 May 2024. Consequently, the composition of the respective Board committees has been adjusted accordingly, with Mr. Zhong replacing Ms. Li as the chairman of the Nomination Committee and a member of the Audit Committee of the Company.

Accordingly, the composition of the Board and the respective committees shall be as follows:

Board of Directors

Chairman	:	Ms. Zhang Mingrui
Executive Directors	:	Mr. Guo Min Ms. Wang Lei Mr. Zhou Hong Mr. Shang Mingjie
Non-Executive and Non-Independent Directors	:	Ms. Zhang Mingrui Ms. Mao Weiwen
Independent and Non-Executive Director	:	Mr. Yeo Guat Kwang (Lead Independent Director) Mr. Liew Yoke Pheng Joseph Mr. Zhong Ming

Audit Committee

Chairman	:	Mr. Liew Yoke Pheng Joseph
Members	:	Mr. Yeo Guat Kwang Mr. Zhong Ming

Nomination Committee

Chairman	:	Mr. Zhong Ming
Members	:	Mr. Guo Min Mr. Yeo Guat Kwang

Remuneration Committee

Chairman	:	Mr. Yeo Guat Kwang
Members	:	Ms. Mao Weiwen Mr. Liew Yoke Pheng Joseph

Strategy Committee

Chairman	:	Ms. Zhang Mingrui
Members	:	Mr. Guo Min Ms. Wang Lei

5. That the proposed adjustments to the Company's internal management structure be approved.

The Company proposes to establish a new “Technology Centre” and “Brand and Market Centre”, and to rename the former “Digital and IT Department” as the “Digital and IT Centre”.

6. That the proposed “Continuous Temporary Use of Part of the Net Proceeds for the Cash Flow of the Company” (关于继续使用部分闲置募集资金暂时补充公司流动资金的议案) be approved.

The Board approved the Company’s temporary use of RMB230 million from the Net Proceeds for the cash flow of the Company for a period not exceeding 12 months from the date of approval. Please refer to the announcement made by the Company on 14 August 2024 on the update on the Placement in relation to the temporary use of part of the Net Proceeds for the cash flow of the Company for further details.

7. That the proposed re-appointment of CAC Certified Public Accountants LLP (中审华会计师事务所) as the PRC auditors of the Company for FY2024 to hold office until the conclusion of the next annual general meeting, and the proposed re-appointment of Foo Kon Tan LLP HLB Singapore as the international auditors of the Company for FY2024 to hold office until the conclusion of the next annual general meeting, and to propose for the shareholders of the Company (“**Shareholders**”) at the general meeting to authorise the Board to determine their remuneration, be approved.

The above resolution No. 7 shall be tabled for Shareholders’ approval at an extraordinary general meeting of the Company to be convened in due course.

By Order of the Board

Jiao Yan
Secretary to the Board of Directors
14 August 2024