TIANJIN PHARMACEUTICAL DA REN TANG GROUP CORPORATION LIMITED
(Formerly known as Tianjin Zhong Xin Pharmaceutical Group Corporation Limited)
(Incorporated in the People's Republic of China)
(Company Registration No.: 91120000103100784F)

RESOLUTIONS PASSED AT THE 5TH BOARD MEETING FOR FY2026

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.

On 25 June 2026, the Company duly convened its 5th Board meeting for the financial year ending 31 December 2026 ("**FY2026**") via a combination of a physical meeting and teleconference. The meeting was held in compliance with the applicable Company Law and Securities Law, as well as the Articles of Association of the Company. The following resolutions were duly passed at the meeting:

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

   Given the retirement of Mr. Liew Yoke Pheng Joseph (刘育彬) ("**Mr. Liew**") from his position as an Independent Director of the Company upon the expiry of his term of office, Ms. Zhai Shuping (翟淑萍) ("**Ms. Zhai**") was appointed as an Independent Director of the Company at the annual general meeting of the Company held on 15 May 2026. Following these changes, the composition of the respective Board committees has been adjusted, with Ms. Zhai replacing Mr. Liew as the Chairman of the Audit Committee and a member of the Remuneration Committee.

   Accordingly, the composition of the Board and each of the Board Committees is as follows:

   <u>Board of Directors</u>

Chairman	:	Ms. Wang Lei
Executive Directors	:	Mr. Guo Min Ms. Wang Lei Mr. Zhou Hong Mr. Shang Mingjie
Non-Executive and Non-Independent Directors	:	Mr. Xing Jianhua Ms. Mao Weiwen
Independent and Non-Executive Director	:	Mr. Yeo Guat Kwang (Lead Independent Director) Ms. Zhai Shuping Mr. Zhong Ming

Audit Committee

Chairman	:	Ms. Zhai Shuping
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 Ms. Zhai Shuping

Strategy and Sustainability Committee

Chairman	:	Ms. Wang Lei
Members	:	Mr. Guo Min Mr. Xing Jianhua

2. That the proposed adoption of the Remuneration Policy for Directors and Senior Management (《公司董事、高级管理人员薪酬管理制度》) (the "**Remuneration Policy**") be approved.

   The full text of the Remuneration Policy is set out in **Appendix A** to this announcement.

3. That the Directors' Remuneration Proposal for 2026 (《公司 2026 年度董事薪酬方案》) be approved for submission to the shareholders of the Company (the "**Shareholders**") for consideration and approval at a general meeting of the Company to be convened in due course.

   The full text of the Directors' Remuneration Proposal for 2026 is set out in **Appendix B** to this announcement.

   All Directors abstained from voting on this resolution.

4. That the Senior Management Remuneration Proposal for 2026 (《公司 2026 年度高级管理人员薪酬方案》) be approved.

   The full text of the Senior Management Remuneration Proposal for 2026 is set out in **Appendix C** to this announcement.

5. That, pursuant to the applicable Company Law and the Articles of Association of the Company, the proposed convening of the 1st extraordinary general meeting of the Company in 2026 (the "**2026 1st EGM**") be approved.

The above resolutions Nos. 2 and 3 shall be tabled for Shareholders' approval at the 2026 1st EGM, notice of which will be issued in due course.

By Order of the Board

Jiao Yan
Secretary to the Board of Directors
25 June 2026

APPENDIX A

津药达仁堂集团股份有限公司
董事、高级管理人员薪酬管理制度
REMUNERATION POLICY FOR DIRECTORS AND SENIOR MANAGEMENT
OF
TIANJIN PHARMACEUTICAL DA REN TANG GROUP CORPORATION LIMITED

第一章 总则
CHAPTER 1 GENERAL PROVISIONS

第一条 目的
Article 1 Purpose

为进一步提高津药达仁堂集团股份有限公司（以下简称"公司"）经营管理水平，建立科学有效的激励与约束机制，形成兼具内部公平性和外部竞争性的薪酬管理机制，提升企业市场竞争力和发展引领力，根据相关法律、行政法规、规范性文件和公司章程的规定，结合公司实际情况，制定本制度。

This Remuneration Policy for Directors and Senior Management (the "**Remuneration Policy**") is established to further enhance the management standards of Tianjin Pharmaceutical Da Ren Tang Group Corporation Limited (the "**Company**"), establish an effective incentive and accountability framework, develop a remuneration framework that promotes both internal equity and external competitiveness, and strengthen the Company's market competitiveness and capacity for sustainable development. This Remuneration Policy has been prepared in accordance with the applicable laws, administrative regulations and regulatory requirements, as well as the Articles of Association of the Company, and taking into account the actual circumstances of the Company.

第二条 原则
Article 2 Guiding Principles

（一）战略导向，分类激励。以战略规划为基础，对标市场水平和行业实践，保障薪酬的市场竞争力和未来适用性，满足公司对转型发展的要求；对"高精尖缺"人才，实行市场化灵活的薪酬机制，链接市场水平及个人贡献。

(a) Strategic Orientation and Differentiated Incentives. Based on the Company's strategic plans and with reference to market levels and industry practices, the remuneration framework shall remain competitive and support the Company's future development needs. For high-calibre, specialised and scarce talent, the Company may adopt market-oriented and flexible remuneration arrangements, taking into account prevailing market levels and individual contributions.

（二）统筹兼顾，保障公平。通过组织梳理、市场对标和组织称重，形成合理的薪酬架构，完善薪酬监管机制，同时合理统筹管理层与普通职工的收入分配关系，确保职工工资增长与公司经营发展同步。

(b) Balanced Consideration and Fairness. The Company shall establish an appropriate remuneration structure and improve its remuneration governance mechanisms through organisational reviews, market benchmarking and job evaluation. The Company shall also maintain a reasonable balance between the remuneration of management and employees, and ensure that employee remuneration growth is aligned

Disclaimer: *The English version of the Remuneration Policy for Directors and Senior Management is an unofficial translation of its Chinese version. In the event of any inaccuracy, conflict or inconsistency between the two versions, the Chinese version shall prevail.*

with the Company's business development.

（三）挂钩绩效，凸显差异。强化薪酬配套的绩效关联机制，坚持薪酬与公司经营业绩和个人绩效紧密挂钩，确保"业绩升，薪酬升，业绩降，薪酬降"的有效实施。

(c) Performance Linkage and Differentiation. The Company shall strengthen the linkage between remuneration and performance, ensuring that remuneration is closely aligned with the Company's operating results and individual performance. Remuneration shall be adjusted, where appropriate, to reflect performance outcomes.

（四）完善结构，短长结合。逐步建立健全"短、中、长"结合的市场化全面薪酬机制，探索符合公司发展需求的中长期激励约束机制，为经营管理团队注入长期意识，引导长远目标的实现，并在此过程中实现发展成果共享。

(d) Optimised Structure and Long-Term Orientation. The Company shall progressively establish a market-oriented remuneration framework comprising short-term, medium-term and long-term incentives, and explore medium- and long-term incentive and accountability mechanisms that support the Company's development needs. Such framework is intended to promote a long-term perspective among the management team, support the achievement of long-term objectives and enable employees and management to share in the Company's development outcomes.

第三条 适用范围
Article 3 Scope of Application

本制度适用于公司董事、高级管理人员。
This Remuneration Policy applies to the Directors and Senior Management of the Company.

第二章 管理职责和分工
CHAPTER 2 RESPONSIBILITIES AND GOVERNANCE STRUCTURE

第四条 股东会
Article 4 General Meeting

决定董事和高级管理人员薪酬管理制度，决定董事薪酬方案，决定董事年度考核方案及结果。
The general meeting of the Company shall:

(a) approve the remuneration policy for the Directors and Senior Management;

(b) approve the remuneration proposal for the Directors; and

(c) approve the annual performance assessment framework for the Directors and the results of such assessment.

第五条 董事会
Article 5 Board of Directors

审议董事和高级管理人员薪酬管理制度，审议董事薪酬方案，决定高级管理人员薪酬方案，决定高级管理人员年度考核方案及结果。

The Board shall:

(a) review the remuneration policy for the Directors and Senior Management;

(b) review the remuneration proposal for Directors;

(c) approve the remuneration proposal for Senior Management; and

(d) approve the annual performance assessment framework for Senior Management and the results of such assessment.

第六条 董事会薪酬与考核委员会
Article 6 Remuneration Committee

公司董事会下设薪酬与考核委员会，负责制定董事、高级管理人员的考核标准并进行考核，制定、审查董事、高级管理人员的薪酬政策与方案，就如下事项提出建议：

The Board has established a Remuneration Committee, which shall be responsible for formulating performance assessment criteria for Directors and Senior Management and conducting performance assessments, as well as formulating and reviewing remuneration policies and remuneration proposals relating to Directors and Senior Management, and making recommendations to the Board on the following matters:

（一）董事、高级管理人员的薪酬；
(a) the remuneration of Directors and Senior Management;

（二）制定或者变更股权激励计划、员工持股计划，激励对象获授权益、行使权益条件成就；
(b) the formulation or amendment of share incentive schemes and employee share ownership plans, and matters relating to the grant of awards or rights to incentive participants and the satisfaction of the conditions for the exercise or vesting of such awards or rights;

（三）董事、高级管理人员在拟分拆所属子公司安排持股计划；
(c) shareholding arrangements for Directors and Senior Management in connection with any proposed spin-off of the Company's subsidiaries; and

（四）法律法规和公司章程规定的其他事项。
(d) such other matters as may be required under applicable laws and regulations or the Articles of Association of the Company.

第三章 绩效与履职评价
CHAPTER 3 PERFORMANCE ASSESSMENT AND DUTY EVALUATION

第七条 评价周期

Article 7 Assessment Cycle

董事和高级管理人员绩效与履职评价以自然年为周期。

The performance assessment and duty evaluation of Directors and Senior Management shall be conducted on an annual basis, with each assessment cycle corresponding to a calendar year.

第八条 评价方式和维度
Article 8 Assessment Methods and Criteria

（一）独立董事
(a) Independent Directors

独立董事履职评价采取自我评价、相互评价的方式进行。评价维度包括但不限于独立性保持、履职尽责、忠实勤勉程度等。

The duty evaluation of Independent Directors shall be conducted through self-assessment and peer assessment. The assessment criteria shall include, but not be limited to:

(i) maintenance of independence;

(ii) performance of duties and responsibilities; and

(iii) diligence and loyalty in the discharge of duties.

（二）董事和高级管理人员
(b) Directors and Senior Management Holding Executive Positions

在公司担任行政职务的董事和高级管理人员采取经营业绩考核的方式，经营业绩考核指标来源于公司战略和年度经营目标分解，包括但不限于财务指标、个性化指标、制约类指标，指标具体设定规则、权重、目标值等在年度绩效合约中予以明确。

Directors and Senior Management who hold executive or management positions within the Company shall be assessed based on business performance.

The performance indicators shall be derived from the Company's strategic objectives and annual business targets and may include, without limitation:

(i) financial indicators;

(ii) individual performance indicators; and

(iii) compliance and control indicators.

The specific performance indicators, weightings, targets and related assessment criteria shall be set out in the annual performance agreement.

第四章 薪酬结构与水平
CHAPTER 4 REMUNERATION STRUCTURE

第九条 独立董事
Article 9 Independent Directors

独立董事采用津贴制。独立董事行使职责所需的合理费用由公司承担。

Independent Directors shall be entitled to directors' fees. Reasonable expenses incurred by Independent Directors in the discharge of their duties shall be borne by the Company.

第十条 不在公司担任行政职务的董事
Article 10 Directors Not Holding Executive Positions

不在公司领取薪酬。

Directors who do not hold executive or management positions within the Company shall not receive any remuneration from the Company.

第十一条 在公司担任行政职务的董事、高级管理人员
Article 11 Directors and Senior Management Holding Executive Positions

（一）在公司担任行政职务的董事和高级管理人员年度薪酬由年度现金薪酬和中长期激励构成。本制度适用于年度现金薪酬的管理，中长期激励方案另行制定。

(a) The annual remuneration of Directors and Senior Management holding executive positions within the Company shall comprise annual cash remuneration and long-term incentive awards. This Remuneration Policy governs the administration of annual cash remuneration. Long-term incentive arrangements shall be governed by separate policies or plans.

（二）年度现金薪酬由基本年薪、绩效年薪和补贴构成。其中绩效年薪占基本年薪与绩效年薪总额的比例原则上不低于 50%。

(b) Annual cash remuneration shall comprise:

(i) fixed annual remuneration;

(ii) performance-related annual remuneration; and

(iii) allowances.

The performance-related annual remuneration component shall generally account for not less than 50% of the aggregate amount of fixed annual remuneration and performance-related annual remuneration.

1.基本年薪是指根据所任职岗位和个人能力确定的年度固定收入。

(i) Fixed annual remuneration refers to the annual fixed income determined based on the individual’s position and capabilities.

2.绩效年薪是指与公司整体经营业绩和个人绩效结果相挂钩的浮动奖金。

(ii) Performance-related annual remuneration refers to variable remuneration linked to the Company's overall operating results and the individual's performance.

3.补贴是指公司对履行职责提供的相应现金补贴，包括交通补贴、通讯补贴等，具体执行标准和形式根据相关规定执行。

(iii) Allowances refer to cash allowances provided by the Company in connection with the performance of duties, including transportation allowances, communication allowances and other allowances, which shall be administered in accordance with the relevant policies of the Company.

第十二条 年度薪酬确定依据及具体构成在薪酬方案中明确。

Article 12 The basis for determining annual remuneration and the detailed remuneration structure shall be set out in the relevant remuneration proposal.

第五章 薪酬管理
CHAPTER 5 REMUNERATION ADMINISTRATION

第十三条 本制度中年度现金薪酬均为税前薪酬。公司依据相关规定代扣代缴应当由个人承担的各项社会保险费、住房公积金、个人所得税以及法律法规规定可以扣除的费用。

Article 13 All annual cash remuneration referred to in this Remuneration Policy is on a pre-tax basis. The Company shall make all statutory deductions and withholdings required under applicable laws and regulations, including deductions for the relevant individual's social insurance contributions, housing provident fund contributions and individual income tax.

第十四条 薪酬的兑现与发放

Article 14 Payment of Remuneration

（一）独立董事

(a) Independent Directors

独立董事津贴根据绩效与履职评价结果兑现，自股东会审议通过其任职决议之日起，津贴发放频次由双方协商确定，可按年度、季度或月度发放。

Directors' fees payable to Independent Directors shall be determined having regard to the results of their performance assessment and duty evaluation. Such fees shall accrue from the date on which the relevant appointment is approved by the shareholders in general meeting and may be paid annually, quarterly or monthly, as may be agreed between the Company and the relevant Independent Director.

（二）在公司担任行政职务的董事、高级管理人员

(b) Directors and Senior Management Holding Executive Positions

1. 基本年薪依据在职时间按月平均发放。月度发放标准=基本年薪标准/12，以货币形式支付。

(i) Fixed annual remuneration shall be paid monthly in cash. The monthly payment shall be calculated by dividing the applicable fixed annual remuneration by 12, with the total amount payable being pro-rated based on the individual's actual period of service.

2. 绩效年薪根据董事、高级管理人员绩效合约的考核结果兑现，逐步探索绩效薪酬递延支付机制，于次年在公司年度报告披露及绩效评价完成后进行发放。

(ii) Performance-related annual remuneration shall be determined based on the outcome of the assessment under the relevant annual performance agreement. The Company may progressively introduce a deferred payment mechanism for performance-related annual remuneration. Such remuneration shall generally be paid in the following year after the publication of the Company's annual report and the completion of the performance assessment process.

3. 补贴根据公司相关规定执行，原则上以货币形式发放。

(iii) Allowances shall be administered in accordance with the relevant policies of the Company and shall generally be paid in cash.

第十五条 薪酬调整
Article 15 Adjustment of Remuneration

董事、高级管理人员的薪酬将随着公司经营状况的变化相应的调整，以适应公司进一步的发展需要。薪酬调整依据为：

The remuneration of Directors and Senior Management may be adjusted from time to time having regard to the Company's operating performance, business conditions and development needs. Such adjustments may take into account the following factors:

（一）同行业薪酬水平：定期通过市场薪酬报告或公开的薪酬数据，收集同行业的薪酬数据，并进行汇总分析，作为公司薪酬调整的参考依据。

(a) remuneration levels within the relevant industry, based on market remuneration surveys and publicly available remuneration data;

（二）公司盈利状况。

(b) the Company's profitability;

（三）公司组织结构调整。

(c) organisational restructuring within the Company;

（四）岗位或职责发生变动的个别调整。

(d) changes in the duties or responsibilities of the relevant individual;

（五）个人业绩贡献。

(e) the individual's performance and contribution; and

（六）其他经公司董事会/股东会按法定权限审议决定的相关合理调整事项。

(f) any other reasonable adjustments approved by the Board or by the shareholders in general meeting within the scope of their respective statutory authority.

第六章 薪酬的止付追索
CHAPTER 6 MALUS AND CLAWBACK

第十六条 公司因财务造假等错报对财务报告进行追溯重述时，应当及时对董事、高级管理人员绩效薪酬和中长期激励收入予以重新考核并相应追回超额发放部分。

Article 16 Where the Company is required to restate its financial statements due to financial misstatements, fraud or other similar circumstances, the Company shall promptly reassess the performance-related remuneration and long-term incentive awards granted to Directors and Senior Management and shall take appropriate steps to recover any excess amounts previously paid.

第十七条 董事、高级管理人员违反义务给上市公司造成损失，或者对财务造假、资金占用、违规担保等违法违规行为负有过错的，上市公司应当根据情节轻重减少、停止支付未支付的绩效薪酬和中长期激励收入，并对相关行为发生期间已经支付的绩效薪酬和中长期激励收入进行全额或部分追回。

Article 17 Where a Director or member of Senior Management breaches his or her duties and causes loss to the Company, or is responsible for any financial misstatement, misappropriation of funds, unauthorised guarantees or other regulatory breaches, the Company shall, having regard to the circumstances:

(a) reduce, suspend or withhold any unpaid performance-related remuneration and long-term incentive awards; and/or

(b) recover all or part of any performance-related remuneration and long-term incentive awards previously paid in respect of the relevant period.

第七章 附 则
CHAPTER 7 MISCELLANEOUS

第十八条 本制度未尽事宜，按国家有关法律、法规、部门规章、规范性文件及公司章程的规定执行。本制度的规定如与国家日后颁布或修订的法律、法规、部门规章、规范性文件或经合法程序修订后的公司章程的规定不一致，按后者的规定执行。

Article 18 Any matters not covered by this Remuneration Policy shall be governed by the applicable laws, regulations, departmental rules and regulatory documents, as well as the Articles of Association of the Company. In the event of any inconsistency between this Remuneration Policy and any laws, regulations, departmental rules or regulatory documents subsequently promulgated or amended, or the Articles of Association of the Company as duly amended from time to time, the provisions of such laws, regulations, departmental rules, regulatory documents or Articles of Association shall prevail.

第十九条 本制度解释权归属公司董事会薪酬与考核委员会。

Article 19 This Remuneration Policy shall be interpreted by the Remuneration Committee.

第二十条 本制度自股东会决议通过之日起生效。

Article 20 This Remuneration Policy shall take effect upon its approval by the shareholders in general meeting.

APPENDIX B

DIRECTORS' REMUNERATION PROPOSAL FOR 2026

This Directors' Remuneration Proposal for 2026 (the "**Directors' Remuneration Proposal**") has been prepared in accordance with the Company Law of the People's Republic of China (the “**PRC**”) (《中华人民共和国公司法》), the Code of Corporate Governance of Listed Companies (《上市公司治理准则》) and the Articles of Association of the Company, taking into account the Company's business needs and operating circumstances and having regard to prevailing market practice and remuneration levels in the relevant industry and region. The principal terms of the Directors' Remuneration Proposal are set out below.

1. SCOPE OF APPLICATION

This Directors' Remuneration Proposal applies to all Directors of the Company.

2. TERM

This Directors' Remuneration Proposal shall apply for the period from 1 January 2026 to 31 December 2026.

3. REMUNERATION ARRANGEMENTS

3.1 Independent Directors

Independent Directors shall be entitled to directors' fees.

The annual directors' fees payable to Independent Directors shall be as follows:

(a) S$55,000 per annum (before tax) for each Singapore-based Independent Director; and

(b) RMB100,000 per annum (before tax) for each PRC-based Independent Director.

The directors' fees may be paid annually, quarterly or monthly, as may be agreed between the Company and the relevant Independent Director.

3.2 Non-Independent Directors

Non-Independent Directors who hold full-time management positions within the Company or its subsidiaries shall be remunerated in accordance with the Company's remuneration policies and practices. Non-Independent Directors who do not hold full-time management positions within the Company or its subsidiaries shall not receive any remuneration from the Company.

4. OTHER MATTERS

(a) Any individual income tax payable in respect of the remuneration described in this Directors' Remuneration Proposal shall be withheld and remitted by the Company in accordance with applicable laws and regulations.

(b) Reasonable expenses incurred by Directors in attending meetings of the Board, Board committees and general meetings of the Company, and in connection with the performance of their duties as Directors, shall be borne by the Company.

(c) In the event of any breach of any applicable laws or regulations, the Articles of Association of the Company or other material governance documents, or where a Director causes material economic loss or a material adverse impact to the Company, the Company may, in accordance with its applicable policies and procedures, recover all or part of any performance-related remuneration paid in respect of the relevant period.

APPENDIX C

SENIOR MANAGEMENT REMUNERATION PROPOSAL FOR 2026

This Senior Management Remuneration Proposal for 2026 (the "**Senior Management Remuneration Proposal**") has been prepared to support the Company's high-quality and sustainable development and to establish an incentive and accountability framework aligned with the Company's strategic objectives and operational targets for 2026. The principal terms of the Senior Management Remuneration Proposal are set out below.

1. SCOPE OF APPLICATION

This Senior Management Remuneration Proposal applies to members of Company's Senior Management serving during 2026.

2. TERM

This Senior Management Remuneration Proposal shall apply for the period from 1 January 2026 to 31 December 2026.

3. REMUNERATION ARRANGEMENTS

3.1 Remuneration Structure

The remuneration of Senior Management shall comprise:

(a) fixed annual remuneration;

(b) performance-related annual remuneration; and

(c) allowances.

The performance-related annual remuneration component shall generally account for not less than 50% of the aggregate amount of fixed annual remuneration and performance-related annual remuneration.

3.2 Payment Arrangements

(a) Fixed annual remuneration shall be paid monthly, with the total amount payable being pro-rated based on the individual's actual period of service.

(b) Performance-related annual remuneration shall be determined based on the outcome of the assessment conducted under the relevant performance agreement and shall generally be paid in the following year after the publication of the Company's annual report and the completion of the performance assessment process.

3.3 Other Provisions

The remuneration amounts referred to in this Senior Management Remuneration Proposal are on a pre-tax basis. The Company shall make all statutory deductions and withholdings required under applicable laws and regulations, including deductions for the relevant individual's social insurance contributions, housing provident fund contributions and individual income tax.