

EXTRAORDINARY GENERAL MEETING

TIANJIN ZHONG XIN PHARMACEUTICAL GROUP CORPORATION LIMITED

(Incorporated in the People's Republic of China)
(Company Registration No. : 91120000103100784F)
(the "Company")

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the "**Extraordinary General Meeting**") of the Company will be held at the meeting room of Super Garden Hotel, No. 2 Rongye Avenue, Heping District, Tianjin 300021, PRC on 9 October 2018 at 2:00 p.m.. Concurrently, a video conferencing for holders of "S" shares will be held at Pinnacle Suite, Wangz Business Centre, 7 Temasek Blvd, #44-01, The Penthouse Suntec Tower 1, Singapore 038987.

To consider and, if thought fit, approve the following resolutions, with or without modifications:

Resolution 1: To consider and approve the proposed change in the amount of the placement proceeds in relation to the Bozhou Industrial Park Construction Project;

Resolution 2: To consider and approve the proposed change in the use of the placement proceeds;

Resolution 3: To consider and approve the loan facilities granted to the Company up to a limit of RMB200 million;

Resolution 4: To consider and approve the proposed removal of the "purchase and sale through agents, and wholesale and retail of cigarettes business" as one of the current businesses of the Company; and

Resolution 5: To consider and approve the proposed appointment of Mr. Zhao Zhi Bin as supervisor of the Company with effect from the date of the Extraordinary General Meeting.

By Order of the Board

Jiao Yan
Secretary to the Board of Directors
23 August 2018

Notes:

1. A holder of shares entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint one or more persons (who need not also be shareholders) to act as their proxies to attend and vote on their behalf.

If the appointor is a corporation, the proxy must be executed under seal or the hand of its duly authorised officer of attorney.
2. To be effective, the instrument appointing a proxy or proxies must be lodged at the Company's "S" Shares Registrar and Singapore Transfer Office, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 (in the case of a holder of "S" shares) no later than 2.00 p.m. on 7 October 2018.
3. A holder of "S" Shares who is planning to attend the Extraordinary General Meeting must register with his or her identity card and share certificates, no later than 2.00 p.m. on 7 October 2018.
4. Personal data privacy: By submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Extraordinary General Meeting and/or any adjournment thereof, a shareholder of the Company (i) consents to the collection, use and disclosure of the shareholder's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (including any

adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the shareholder discloses the personal data of the shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.