

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)

SUPPLEMENTAL ANNOUNCEMENT

- **RESOLUTIONS PASSED AT THE 5TH BOARD MEETING FOR FY2022**

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 herein, all capitalised terms used in this announcement shall have the same meaning ascribed to them in the Announcement (as defined below).

The Board refers to the announcement dated 22 August 2022 (the “**Announcement**”) made by the Company on the resolutions passed at the 5th Board meeting for FY2022 in relation to, *inter alia*, the Company’s proposed acquisition of part of the shareholding of NewScen Coast Bio-Pharmaceutical Co., Ltd. (天津中新科炬生物制药股份有限公司) (“**NewScen Coast**”) (the “**Proposed Acquisition**”).

Further to the Announcement, the Board wishes to supplement further details on the Proposed Acquisition. Please refer to **Appendix A** to this announcement for the details.

By Order of the Board

Jiao Yan
Secretary to the Board of Directors
23 August 2022

APPENDIX A

1. Information on NewScen Coast and its industry

一、科炬生物与其所处行业简介

NewScen Coast is a company listed on the National Equities Exchange and Quotations (全国中小企业股份转让系统) (Stock Code: 872334). It is in the in vitro diagnosis segment of the pharmaceutical industry, and the sub-industry is known in English as the Point Of Care Testing (POCT) and its corresponding Chinese translation is On-site Real-Time Testing (现场即时检测). POCT refers to the clinical examination and bedside testing conducted on patients, which usually can be performed by basic trained personnel. POCT does not require a fixed testing site. Portable reagents and instruments are used at the sampling site for immediate analysis, which can avoid the complicated processing procedures as specimens are tested in the laboratory and test results are obtained quickly.

天津中新科炬生物制药股份有限公司 (以下简称“科炬生物”) 系全国中小企业股份转让系统挂牌公司, 股票代码为 872334。科炬生物处于医药行业中的体外诊断行业, 细分行业属于 POCT (英文“Point Of Care Testing”的首字母大写缩写, 中文译为现场即时检测) 行业。POCT 是指在病人旁边进行的临床检测及床边检测, 通常简单培训人员即可操作。POCT 不需要固定的检测场所, 在采样现场使用便携式试剂和仪器, 即刻进行分析, 可以省去标本在实验室检验时的复杂处理程序, 快速得到检验结果。

NewScen Coast is mainly engaged in the research and development, production and sale of rapid detection reagents and related instruments and equipment, and is committed to providing customers with accurate, convenient and suitable POCT products and solutions. NewScen Coast develops immunochromatography base level POCT and microfluidic precision POCT with its own integrated managed POCT (MI-POCT) system as the core system. Immunochromatography POCT provides a suitable solution for the construction of national hierarchical diagnosis and treatment system, precise poverty alleviation, and the combination of medical treatment and elderly care, while microfluidic precision POCT uses microfluidic and immunofluorescence technology to build a precision POCT technology platform, boost precision medicine with precision detection, and lead the new development direction of POCT.

科炬生物主要业务为快速检测试剂及相关仪器设备的研发、生产和销售, 致力于为客户提供准确、便捷、适用的 POCT 产品和解决方案。科炬生物以其创立的集成管理式 POCT (MI-POCT) 系统为主体, 发展免疫层析基层 POCT 和微流控精准 POCT。免疫层析 POCT 为国家分级诊疗体系的建设, 精准扶贫, 医养结合等提供适宜的解决方案; 微流控精准 POCT 采用微流控和免疫荧光技术, 构建精准 POCT 技术平台, 以精准检测助推精准医疗, 引领了 POCT 发展新方向。

2. Rationale for the Proposed Acquisition

二、本次收购的目的

NewScen Coast mainly focuses on the POCT market. The development of the POCT industry has been supported by a number of national policies and has good development prospects. The microfluidic technology of NewScen Coast is relatively advanced compared to the traditional technology. In view of the promising future prospect of the sub-industry, the Proposed Acquisition is a decision made by the Company to integrate medical devices and pharmaceutical circulation resources to build a platform for the in vitro diagnosis segment, especially in the field of POCT. The

Company will help NewScen Coast to continue to become bigger, stronger and specialised in the research and development as well as market promotion of related products in the field of POCT so as to further enhance the market competitiveness of NewScen Coast.

科炬生物主要专注于 POCT 市场，POCT 行业发展得到了国家多项政策的支持，处于一个发展前景较好的赛道，其微流控技术相较于传统技术具有一定先进性。在看好细分行业未来前景的基础上，本次收购系公司为整合医疗器械和医药流通资源，打造体外诊断行业尤其是 POCT 领域的平台而作出的决定。公司未来将助力科炬生物继续做大做强、做精做专 POCT 领域相关产品的研发以及市场推广，进一步提高其市场竞争力。

3. Shareholding ratio before and after the Proposed Acquisition

三、本次收购前后持股比例

The Company has, on 22 August 2022, entered into a share transfer agreement with the two existing shareholders of NewScen Coast (being Wang Liangming (汪良明) (“**Mr. Wang**”) and Chen Zhe (陈喆) (“**Mr. Chen**”)), pursuant to which the Company shall purchase 3,075,000 shares in NewScen Coast held by Mr. Wang and 2,660,899 shares in NewScen Coast held by Mr. Chen, respectively, at the price of RMB9.00 per share.

公司于 2022 年 8 月 22 日与汪良明、陈喆两位交易对方签署《股份转让协议》，约定以 9 元/股的价格分别受让汪良明持有的科炬生物 3,075,000 股股权、陈喆持有的科炬生物 2,660,899 股股权。

The details in relation to the shareholding ratio before and after the Proposed Acquisition are set out below:

Before the Proposed Acquisition 本次收购完成前				After the Proposed Acquisition 本次收购完成后			
No.	Name of shareholder 股东名称	No. of shares held 持股数	Shareholding ratio 持股比例	No.	Name of shareholder 股东名称	No. of shares held 持股数	Shareholding ratio 持股比例
1	The Company 津药达仁堂 集团股份有 限公司	6,993,000	26.29%	1	The Company 津药达仁堂 集团股份有 限公司	12,728,899	47.85%
2	HAYASHI AN	3,213,000	12.08%	2	HAYASHI AN	3,213,000	12.08%
3	Wang Liangming 汪良明	3,075,000	11.56%	3	Tianjin Hexheng Zhongke Enterprise Managemen t Consulting Partnership (Limited Partnership) 天津和成中 科企业管理 咨询合伙企 业(有限合伙)	2,200,000	8.27%
4	Chen Zhe 陈喆	2,660,899	10.00%	4	Wang Yang 汪洋	1,865,800	7.01%
5	Tianjin Hexheng Zhongke Enterprise Managemen t Consulting Partnership (Limited Partnership) 天津和成中 科企业管理 咨询合伙企 业(有限合 伙)	2,200,000	8.27%	5	Zhao Wei 赵伟	1,508,000	5.67%
6	Tianjin Pharmaceu tical Holdings Co., Ltd. 天津市医药 集团有限公司	750,000	2.82%	6	Tianjin Pharmaceu tical Holdings Co., Ltd. 天津市医药 集团有限公司	750,000	2.82%
7	Other shareholders 其他股东合 计	7,708,101	28.98%	7	Other shareholders 其他股东合 计	4,334,301	16.29%
Total 合计		26,600,000	100.00%	Total 合计		26,600,000	100.00%

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Disclaimer: The English translation is intended to be for reference only. In the event of any inaccuracy, conflict or inconsistency between the English version and the Chinese language version of the contents of this Appendix A, the Chinese language version shall prevail, and the English version will be deemed to conform to the Chinese language version.

Prior to the Proposed Acquisition, the Company holds approximately 26.29% of the total shareholding in NewScen Coast and is the largest shareholder of NewScen Coast, and the Company's controlling shareholder, Tianjin Pharmaceutical Holdings Co., Ltd. (天津市医药集团有限公司) ("TPH") holds approximately 2.82% of the total shareholding in NewScen Coast. NewScen Coast has no actual controller (as determined in accordance with the laws of the People's Republic of China). Following the completion of the Proposed Acquisition, the Company will hold approximately 47.85% of the total shareholding in NewScen Coast and will be the controlling shareholder of NewScen Coast, and TPH will directly and indirectly hold in aggregate approximately 50.67% of the total shareholding in NewScen Coast.

本次收购完成前，公司持有科炬生物 26.29%的股份，为科炬生物的第一大股东，科炬生物无实际控制人。本次收购完成后，公司持有科炬生物 47.85%的股份，成为科炬生物的控股股东。我公司的控股股东天津市医药集团有限公司 (以下简称“医药集团”) 直接持有科炬生物 2.82%的股份，并通过我公司持有科炬生物 47.85%的股份，直接和间接合计持有科炬生物 50.67%股份。

If and when the Proposed Acquisition is completed, the Company will acquire up to 11,968,599 shares in NewScen Coast, and ultimately will hold no more than 18,961,599 shares in NewScen Coast, representing no more than 71.28% of the total shareholding in NewScen Coast. Meanwhile, TPH will hold 750,000 shares in NewScen Coast, representing 2.82% of the total shareholding in NewScen Coast. In total, the Company and TPH will hold no more than 74.1% of the total shareholding in NewScen Coast.

若按计划完成全部收购，公司拟收购股数不超过 11,968,599 股，公司最终持有科炬生物不超过 18,961,599 股，即持有科炬生物不超过 71.28%的股份。同时，我公司控股股东医药集团持有科炬生物 75 万股，即持有科炬生物 2.82%的股份。若按计划完成全部收购，我公司和医药集团合计持有科炬生物不超过 74.1%的股份。