

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 5TH BOARD 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 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 4 August 2023 issued a notice of board meeting to its directors in respect of the 5th board meeting for the financial year ending 31 December 2023 (“FY2023”), and the board meeting was duly convened by means of live meeting and telephone conference on 14 August 2023. 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 9 directors out of the full board of 9 directors:

1. That, the full text and summary of the half yearly financial statement for FY2023 prepared in accordance with the accounting standards of the People's Republic of China (“PRC”), and the interim financial report for FY2023 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 FY2023 be approved.

Please refer to the announcement made by the Company on 14 August 2023 in relation to update on the deposit of net proceeds and the use of net proceeds for 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 2023 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 details.

4. That, the proposed continuing use of self-owned funds of no more than RMB500 million by the Company for cash management be approved.

On 12 August 2022, the Company duly convened its 4th Board meeting for the financial year ended 31 December 2022 (“FY2022”), and the Board approved the proposed use of self-owned funds by the Company of no more than RMB500 million for cash management and the term of the investment products under the cash management shall not exceed 12 months from the date of approval by the Board. Please refer to the announcement made by the Company on 12 August 2022 in relation to its 4th Board meeting for FY2022 for further details. The aforementioned cash management period is about to expire.

In order to enhance the efficiency of the use of self-owned funds by the Company and provided that the safety and usage of funds of the Company will not be affected, the Board has considered and agreed that the Company may, according to the actual needs of the Company, use its temporarily idle self-owned funds up to an amount not exceeding RMB500 million (which accounted for approximately 7.67% of the Company's latest audited net asset value for FY2022) for cash management so as to increase capital gains and seek better returns on investment for the Company and its shareholders. The term of the investment products under the cash management shall not exceed 12 months from the date of approval by the Board, and the funds can be used on a rolling basis within the above-mentioned limit.

5. That, the proposed “Temporary Use of Part of the Net Proceeds for the Cash Flow of the Company” (关于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 Company could temporarily use an amount of RMB350 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 2023 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.

6. That, the proposed appointment of CAC Certified Public Accountants LLP as PRC auditors of the Company for FY2023, appointment of FOO KON TAN GRANT THORNTON LLP as international auditors of the Company for FY2023, 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. 6 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 2023