

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)

MINUTES OF THE 2ND EXTRAORDINARY GENERAL MEETING OF TIANJIN PHARMACEUTICAL DA REN TANG GROUP CORPORATION LIMITED (THE “COMPANY”) FOR FY2025 HELD ON 15 DECEMBER 2025

DATE : 15 December 2025

TIME : 2:00 p.m.

VENUE : Meeting room of Da Ren Tang Mansion, No. 17 Baidi Road, Nankai District, Tianjin, the People's Republic of China (“**PRC**”) 300193 for holders of “A” shares (“**A-Share Shareholders**”)

Concurrently, via video conferencing at NTUC Centre, 1 Marina Boulevard, Level 7, Room 701, Singapore 018989 for holders of the “S” shares in Singapore (“**S-Share Shareholders**”, together with A-Share Shareholders, “**Shareholders**”)

CALLED BY : Board of Directors

CHAIRMAN OF THE EGM : Ms. Wang Lei

INTRODUCTION

The Chairman of the EGM (“**EGM Chairman**”) welcomed all Shareholders to the Company’s 2nd extraordinary general meeting for the financial year ending 31 December 2025 (“**FY2025**”) (“**EGM**” or “**Extraordinary General Meeting**”) and stated that the EGM was held at the meeting room of Da Ren Tang Mansion, No. 17 Baidi Road, Nankai District, Tianjin, the PRC, and concurrently, via video conferencing at NTUC Centre, 1 Marina Boulevard, Level 7, Room 701, Singapore 018989 for the S-Share Shareholders in Singapore. The EGM Chairman stated that voting by the A-Share Shareholders at the EGM is to be carried out through a combination of on-site voting and online voting and then called for the proceedings of the EGM be officially start.

QUORUM

As a quorum was present, Ms. Wang Lei, the EGM Chairman, called the EGM to order at 2:00 p.m.

Ms. Wang Lei, the EGM Chairman, then introduced the following persons who were present at the EGM:

Tianjin:

Directors - Ms. Wang Lei (Chairman of the Board)
Mr. Yeo Guat Kwang (Lead Independent and Non-Executive

	<p>Director) Mr. Liew Yoke Pheng Joseph (Independent and Non-Executive Director) Mr. Guo Min (Executive Director) Mr. Zhou Hong (Executive Director) Ms. Mao Weiwen (Non-Executive and Non-Independent Director)</p>
Secretary to the Board	- Ms. Jiao Yan
Supervisor(s)	- Ms. Guo Xiumei (Employee Supervisor)
Management	- Mr. Ma Jian (Chief Financial Officer) Mr. Zhou Hong (Deputy General Manager and Chief Engineer) Mr. Zhang Yu (Chief Production Officer)
PRC Legal Counsel	- Guantao Law Firm (Tianjin Office) Represented by: Ms. Guo Jichun Ms. Liu Ying
PRC Auditors	- CAC Certified Public Accountants LLP Represented by: Ms. Su Yaping
<u>Singapore:</u>	
Singapore Legal Counsel	- Shook Lin & Bok LLP Represented by: Ms. Nicole Zheng Ms. Shannen Chua Ms. Caren Ikawan
International Auditors	- Foo Kon Tan LLP Represented by: Mr. Chin Bo Wui
Independent Financial Adviser	- Novus Corporate Finance Pte. Ltd. Represented by: Mr. Melvin Teo Ms. Chloe Wang
Singapore Polling Agent	- Boardroom Corporate & Advisory Services Pte. Ltd. Represented by: Ms. Sarah Ang
Singapore Scrutineer	- DrewCorp Services Pte. Ltd. Represented by: Ms. Caryn Lim

NOTICE OF MEETING AND BUSINESS OF THE EGM

Ms. Wang Lei, the EGM Chairman, stated that the meeting materials had been sent to Shareholders and/or published on the website of the Shanghai Stock Exchange and via SGXNET, and the notice convening the EGM was taken as read. The EGM proceeded to consider the resolutions tabled for Shareholders' approval at the EGM.

Ms. Wang Lei, the EGM Chairman, on behalf of the directors and management of the Company,

proceeded to address substantial and relevant questions relating to the resolutions tabled at the EGM. The Company did not receive any substantial and relevant questions from the S-Share Shareholder(s) prior to the EGM, nor were any such questions raised by the S-Share Shareholder(s) at the EGM. The substantial and relevant questions raised by the A-Share Shareholder(s) at the EGM, and the Company's responses thereto, are set out in **Appendix 1** to this announcement.

VOTING PROCEEDINGS AND RESULTS

Ms. Wang Lei, the EGM Chairman, stated that with respect to voting by the A-Share Shareholders, the scrutineer team comprised Ms. Guo Jichun (representative of the PRC legal counsel), Ms. Guo Xiumei (representative of the supervisors) and Mr. Ren Donghui (representative of the A-Share Shareholders), and the counting personnel comprised Mr. Wang Jian and Ms. Ma Jingfen. It was noted that Drewcorp Services Pte. Ltd. was appointed as the Singapore scrutineer for the EGM.

Ms. Guo Jichun introduced the voting rules and procedures for the A-Share Shareholders on behalf of the scrutineer team, and the Singapore Polling Agent introduced the voting rules and procedures for the S-Share Shareholders. Following this, Shareholders proceeded to vote, and the EGM was adjourned for approximately 2 hours.

The EGM resumed at 4:20 p.m., and Ms. Jiao Yan, on behalf of the EGM Chairman, proceeded to announce the voting results for each resolution.

Resolution 1 - To consider and approve the proposed amendments to the existing shareholders' mandate for interested person transactions

FOR		AGAINST		FORFEITED	
Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
9,163,449	80.492	41,100	0.361	2,179,802	19.147

Based on the voting results, Ms. Jiao Yan, on behalf of the EGM Chairman, declared the motion as set out above carried.

Tianjin Pharmaceutical Holdings Co., Ltd. ("TPH") (being the controlling shareholder of the Company), which holds 325,855,528 A-shares in the Company, and Jinyao Global Pte. Ltd. (formerly known as Tianjin Pharmaceutical (Singapore) International Investment Pte. Ltd.) (being the wholly-owned subsidiary of TPH), which holds 5,265,000 S-shares in the Company, had abstained from voting on this Resolution 1. Further, Jinhushen Biological Medical Science and Technology Co., Ltd (津沪深生物医药科技有限公司) (being the controlling shareholder of TPH), which holds 4,497 A-shares in the Company, had also abstained from voting on this Resolution 1.

Resolution 2 - To consider and approve the proposed purchase of the liability insurance for the

Company and its directors, supervisors and senior management

FOR		AGAINST		FORFEITED	
Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
11,066,549	97.208	177,200	1.557	140,602	1.235

Based on the voting results, Ms. Jiao Yan, on behalf of the EGM Chairman, declared the motion as set out above carried.

The following director of the Company had abstained from voting on this Resolution 2:

Name	Number of Shares Held
Zhou Hong	23,800 A-shares

TPH (being the controlling shareholder of the Company), which holds 325,855,528 A-shares in the Company, and Jinyao Global Pte. Ltd. (formerly known as Tianjin Pharmaceutical (Singapore) International Investment Pte. Ltd.) (being the wholly-owned subsidiary of TPH), which holds 5,265,000 S-shares in the Company, had abstained from voting on this Resolution 2. Further, Jinhushen Biological Medical Science and Technology Co., Ltd (津沪深生物医药科技有限公司) (being the controlling shareholder of TPH), which holds 4,497 A-shares in the Company, had also abstained from voting on this Resolution 2.

Resolution 3 - To consider and approve the proposed amendments to the Articles of Association of the Company and the application for changes in the industrial and commercial registration

FOR		AGAINST		FORFEITED	
Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
337,034,677	99.939	52,300	0.016	152,902	0.045

Based on the voting results, Ms. Jiao Yan, on behalf of the EGM Chairman, declared the motion as set out above carried.

Resolution 4 - To consider and approve 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 FY2025 to hold office until the conclusion of the next annual general meeting, and the proposed re-appointment of Foo Kon Tan LLP as the international auditors of the Company for FY2025 to hold office until the conclusion of the next annual general meeting, and to propose to Shareholders at the Extraordinary General Meeting to authorise the Board to determine their respective remuneration

FOR		AGAINST		FORFEITED	
Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
337,026,177	99.937	37,900	0.011	175,802	0.052

Based on the voting results, Ms. Jiao Yan, on behalf of the EGM Chairman, declared the motion as set out above carried.

Resolution 5 - To consider and approve the proposed declaration of an interim dividend for FY2025

FOR		AGAINST		FORFEITED	
Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
337,137,077	99.970	38,900	0.012	63,902	0.019

Based on the voting results, Ms. Jiao Yan, on behalf of the EGM Chairman, declared the motion as set out above carried.

WITNESSED BY PRC LEGAL COUNSEL

Ms. Guo Jichun, the representative of the PRC legal counsel of the Company, confirmed that the calling and convening of the EGM were in compliance with provisions of relevant laws, regulations and normative documents, as well as the Articles of Association of the Company. The eligibility of the Board of Directors to call the EGM and the presence of the Shareholders at the EGM were legitimate and valid. The voting procedures and results of the EGM were legitimate and valid.

CLOSURE

There being no other business to transact, Ms. Wang Lei, the EGM Chairman, declared the EGM of the Company closed at 4:26 p.m. and thanked everyone for their attendance.

CONFIRMED AS A TRUE RECORD OF PROCEEDINGS HELD

Ms. Wang Lei
Chairman of the Board

APPENDIX 1
QUESTIONS FROM A-SHARE SHAREHOLDER(S) AND COMPANY'S RESPONSES

All capitalised terms used in this Appendix 1 which are not defined herein shall have the same meanings ascribed to them in the Company's circular dated 28 November 2025 (the "Circular").

Question 1

In relation to the Proposed Purchase of Liability Insurance, an A-Share Shareholder sought clarification on the following matters:

- (a) the considerations behind the purchase of the Liability Insurance, and the types of liabilities to be covered; and
- (b) whether, even where a decision is made in the interests of the Company, personal liabilities arising from knowingly illegal or non-compliant acts would fall within the scope of insurance coverage.

Company's Response

In response to item (a), it was explained that the Proposed Purchase of Liability Insurance is in line with the prevailing practice of international listed companies. The Company is listed on both the Shanghai Stock Exchange and the SGX-ST. It is common for companies listed on the SGX-ST to procure directors' and officers' liability insurance, whereas such practice has only become more prevalent among listed companies in China in recent years. Taking into account that the Company has independent directors based in Singapore, it was proposed that the Company adopt international practices by incorporating directors' and officers' liability insurance into its corporate governance framework. As regards the scope of coverage, it was explained that the coverage is subject to applicable laws, rules and regulations and the relevant policy terms, applies to directors, supervisors and senior management, and excludes liabilities arising from knowing or wilful violations. As set out in Section 3 of the Circular, the Proposed Purchase of Liability Insurance is intended to enhance the Company's corporate governance and risk management framework, facilitate the due exercise of powers and the effective discharge of duties by the Company's Directors, Supervisors and senior management, foster a sound environment for the sustainable development of the Company, and safeguard the legitimate rights and interests of the Company and its Shareholders.

In response to item (b), it was explained that, based on the Company's discussions with the insurance provider(s), such liabilities would not fall within the scope of insurance coverage.

Question 2

In relation to the Proposed Interim Dividend, an A-Share Shareholder sought clarification on the background to the Proposed Interim Dividend and the Company's expectations going forward.

Company's Response

As set out in Section 6 of the Circular, the Company has always placed great emphasis on delivering sustainable returns to its Shareholders. The Company's disposal of its equity interest in Tianjin TSKF Pharmaceutical Co., Ltd. (中美天津史克制药有限公司) (being a former associate of the Company) generated a considerable financial gain and resulted in a significant inflow of cash to the Company. While remaining focused on strengthening its core business, the Company has assessed its capital structure and other relevant factors, including its accumulated undistributed profits, and considers it

appropriate to reward Shareholders through the declaration of cash dividends.