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Tong Ren Tang Technologies Co., Ltd.
北京同仁堂科技發展股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock code: 8069)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “AGM”) of Tong Ren Tang Technologies Co. Ltd., (the “Company”) will be held at No. 52 Dong Xing Long Street, Chong Wen District, Beijing, the PRC on Thursday, 25 June 2009 at 9:30 a.m., for the purpose of considering and, if thought fit, passing the following resolutions of the Company:

ORDINARY RESOLUTION

- 1) to receive and consider the audited consolidated financial statements of the Company and the Report of the Directors and the Auditors for the year ended 31 December 2008;
- 2) to receive and consider the Report of the Supervisory Committee of the Company for the year ended 31 December 2008;
- 3) to declare and propose a final dividend of RMB0.40 (including tax) per share for the year ended 31 December 2008. The proposed dividend will be payable before 31 August 2009 to shareholders whose names appear on the register of shareholders of the Company on 25 June 2009. Dividend payable to the shareholders of H shares will be paid in Hong Kong Dollars (“HKD”). The exchange rate between RMB and HKD shall be ascertained on the basis of the average of the middle exchange rates for RMB to HKD as published by the People’s Bank of China for the five trading days prior to 25 June 2009;

- 4) to approve the re-election and election of Mr. Mei Qun, Ms. Ding Yong Ling, Mr. Yin Shun Hai, Mr. Wang Yu Wei, Ms. Fang Jia Zhi and Mr. Zhang Huan Ping as the executive directors and Miss Tam Wai Chu, Maria, Mr. Ting Leung Huel, Stephen and Mr. Jin Shi Yuan as the independent non-executive directors for the fourth session of the Board with a term of three years commencing from the conclusion of the coming annual general meeting to the date of the annual general meeting to be convened in 2012 and to authorize the board of directors of the Company to fix the remuneration and to enter into service contracts with all elected directors on and subject to such terms and conditions as the board of directors of the Company shall think fit and to do all such acts and things to give effect to such matters (Profiles of the candidates for director to see the circular dated 13 May 2009);
- 5) to approve the re-election of Mr. Zhang Xi Jie and Mr. Wu Yi Gang as the supervisors for the fourth session of supervisory committee and Ms. Wang Yan Rong to take the position of Supervisor for the fourth session of supervisory committee as the representative for labour, with a term of three years commencing from the conclusion of the coming annual general meeting to the date of the annual general meeting to be convened in 2012 and to authorize the board of directors of the Company to fix the remuneration and to enter into service contracts with all elected supervisors on and subject to such terms and conditions as the board of directors of the Company shall think fit and to do all such acts and things to give effect to such matters (Profiles of the candidates for supervisor to see the circular dated 13 May 2009);
- 6) to re-appoint PricewaterhouseCoopers as the auditors of the Company for the year ending 31 December 2009 and to authorize the board of directors of the Company to fix their remuneration.”

AS SPECIAL BUSINESS, to consider and, if thought fit, to pass, with or without amendments, the following resolution as a special resolution of the Company:

SPECIAL RESOLUTION

- 7) **“THAT** the following amendments to the Articles of Association be and are hereby approved, and any Director be and is hereby authorised to modify the wordings of such amendments as appropriate (such amendments will not be required to be approved by the shareholders of the Company) and execute all such documents and/or do all such matters and take all such actions which the Directors may deem necessary or expedient and in the interest of the Company in accordance with the applicable laws and regulations and fulfilling the requirements (if any) of the relevant PRC authorities (including but not limited to all applications, filings and registrations with the relevant authorities):

- (1) “The existing Article 10 to be amended as follows:

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| Article 10 | The scope of businesses of the Company approved by the registration authority shall prevail. |
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The scope of the Company’s businesses covers development of medical technology, technology consultancy and service; manufacture and sale of Chinese medicine, biological preparations, Chinese herbal medicine; e-commerce; export of self-produced products and related technology; import and export of raw and auxiliary materials, machinery and equipment and technology that required by production; businesses of joint venture, production cooperation, processing trade with supplied materials and compensated trade; import and export of other commodities being approved by the Ministry of Foreign Trade and Economic Cooperation (save for items that have not obtained specific licence); operating and acting as an agent in the import and export business of various commodities and technology (excluding those commodities and technology that restricted by the state to operate or those prohibited from import and export (commodities list for import and export is not enclosed)); processing trade with imported materials and “three categories of processing and one category of compensation businesses” (processing with supplied materials, assembling parts supplied by clients, processing with customer’s samples and compensatory trade); re-export trade and counter trade; sale of healthcare food and food; transportation of ordinary goods; processing of packed tea (operated by branch companies only).”

(2) “The existing Article 58 to be amended as follows:

Article 58

The notice of general meeting, information or explanatory statement that shall be served on the shareholders shall be delivered by any of the following means:

- (1) by personal delivery or by mail to the registered address of each of such overseas holders of foreign listed shares;
- (2) posting on the Company’s website or the website designated by the stock exchange where the Company’s shares are listed according to applicable laws, administrative regulations and the relevant listing rules; or
- (3) any other means acceptable to stock exchange where the Company’s shares are listed.

For domestic shareholders, the notice of general meeting may also be issued by means of announcement.

Where power is taken to cease sending dividend warrants by post, if such warrants have been left uncashed, it will not be exercised until such warrants have been so left uncashed on 2 consecutive occasions. However, such power may be exercised after the first occasion on which such a warrant is returned undelivered.

Such power to dispose of the shares shall not be exercised unless the following requirements are fulfilled for shareholders of overseas listed foreign shares with whom it loses contact with:

- (1) Dividends of such shares have been declared for at least three times within a 12-year period and the dividends have not been claimed by anyone during such period; and
 - (2) Upon expiry of the 12-year period, the Company publishes an announcement on the newspaper, stating its intention to dispose of the shares, and notifies the stock exchange.”
- (3) “The existing Article 134 to be amended as follows:

Article 134

The financial reports of the Company shall be made available at the Company 21 days before the annual general meeting for reference by shareholders. Each shareholder has the right to receive such financial reports as mentioned in this Chapter.

The aforesaid reports shall be delivered to the overseas holders of foreign listed shares within 21 days before the aforesaid general meeting by any of the following means:

- (1) by personal delivery or by mail to the registered address of each of such overseas holders of foreign listed shares;
- (2) posting on the Company’s website or the website designated by the stock exchange where the Company’s shares are listed according to applicable laws, administrative regulations and the relevant listing rules; or
- (3) any other means acceptable to stock exchange where the Company’s shares are listed.

(4) “the following be added after Chapter 20 of the Articles of Association:

“Chapter 21 Others

Article 165

Any requirement in this Article for the Company to send, mail, dispatch, issue, publish or otherwise make available any Corporate Communication may, to the extent permitted under the laws and regulations and the listing rules in the place where the Company’s shares are listed and the Articles of Association, be satisfied by the Company by making available the Corporate Communication on the website of the Company or by sending or providing the same through electronic means.

“Corporate Communication” refers to any document issued or to be issued by the Company for the information or action of holders of any of its securities, including but not limited to: (a) the directors’ report, its annual accounts together with a copy of the auditor’s report and, where applicable, its summary financial report; (b) the interim report and, where applicable, its summary interim report; (c) a quarterly report; (d) notice of meeting; (e) a listing document; (f) a circular; and (g) a proxy form within the meaning as ascribed thereto under the listing rules of the stock exchange where its shares are listed.”

For and on behalf of the Board of
TONG REN TANG TECHNOLOGIES CO., LTD.

Mei Qun
Chairman

Beijing, the PRC,
13 May 2009

Notes:

- (i) A shareholder of the Company (“Shareholder”) entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy need not be a Shareholder. A form of proxy for use at the meeting is enclosed herewith. In the case of a joint holding, the form of proxy may be signed by any joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of Shareholders in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- (ii) To be valid, the form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited with the H share registrar of the Company in Hong Kong, Hong Kong Registrars Limited at Rooms 1806-1807, 18th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong and in case of holders of domestic shares, to the Company’s mailing address at No.20 Nansanhuan Zhonglu, Fengtai District, Beijing, the PRC not later than 24 hours before the time appointed for holding the meeting or the time appointed for passing the resolutions. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (iii) Shareholders and their proxies should produce identity proof (and form of proxy in case of proxies) when attending the meeting.
- (iv) The register of Shareholders in Hong Kong will be closed from Tuesday, 26 May 2009 to Thursday, 25 June 2009, both days inclusive, during which period no transfer of H shares of the Company will be effected. For the identification of Shareholders who are qualified to attend and vote at the meeting and to be entitled to the proposed final dividend for the year ended 31 December 2008, all transfer document accompanied by the relevant share certificates must be lodged with the Company’s H share registrar and transfer office in Hong Kong, Hong Kong Registrars Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 4:30 pm on Monday, 25 May 2009.
- (v) Holders of H shares of the Company who intend to attend the annual general meeting shall complete the enclosed reply slip for the meeting and return it, by hand or by post to the Company’s H shares registrar and transfer office in Hong Kong, Hong Kong Registrars Limited at Rooms 1806-1807, 18th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, or by fax to (852) 2865 0990, on or before Thursday, 4 June 2009.
- (vi) Holders of domestic shares of the Company who intend to attend the meeting shall complete the enclosed reply slip for the meeting and return it, by hand or by post or by fax, to the Company’s mailing address on or before Thursday, 4 June 2009.
- (vii) It is expected that the meeting will last not more than half day. Shareholders and their proxies attending the meeting shall bear their own travel and accommodation expenses.

As at the date of this notice, the Board comprises (i) Mr. Mei Qun, Ms. Ding Yong Ling , Mr. Kuang Gui Shen, Mr. Yin Shun Hai and Mr. Wang Quan as executive directors; (ii) Miss Tam Wai Chu, Maria, Mr. Ting Leung Huel, Stephen and Mr. Jin Shi Yuan as independent non-executive directors

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least 7 days from the date of its posting and be posted at our Company website <http://www.tongrentangkj.com>.