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BEIJING TONG REN TANG CHINESE MEDICINE COMPANY LIMITED

北京同仁堂國藥有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 3613)

**POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 7 JUNE 2024
AND
SUPPLEMENTAL INFORMATION ON THE REMUNERATION OF
APPOINTMENT OF CHIEF EXECUTIVE OFFICER**

POLL RESULTS OF AGM

The board (the “**Board**”) of directors (the “**Directors**”) of Beijing Tong Ren Tang Chinese Medicine Company Limited (the “**Company**”) is pleased to announce that the annual general meeting (the “**AGM**”) was held at 10:30 a.m. on Friday, 7 June 2024 at 3 Dai King Street, Tai Po Industrial Estate, New Territories, Hong Kong and the proposed ordinary resolutions set out in the notice of the AGM dated 16 May 2024 were duly passed at the AGM. All Directors attended the AGM in person or by electronic means.

As at the date of the AGM, there were 837,100,000 shares of the Company (the “**Share(s)**”) in issue. No shareholder of the Company (the “**Shareholder(s)**”) was required to abstain from voting on the resolutions proposed at the AGM. There were no Shares entitling the holders to attend and vote only against the resolutions proposed at the AGM and there were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). None of the Shareholders have stated their intention in the circular of the AGM of the Company dated 16 May 2024 (“**Circular**”) to vote against or to abstain from voting on the resolutions at the AGM. Accordingly, a total of 837,100,000 Shares was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. The Shareholders and authorized proxies holding an aggregate of 642,685,522 Shares carrying voting rights voted at the AGM.

The poll results are as follows:

As Ordinary Resolution		Number of votes cast (percentage of total number of votes cast, %)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements, the directors' report and the independent auditor's report of the Company for the year ended 31 December 2023.	642,685,522 100%	0 0%
2(A).	To re-elect Mr. Gu Hai Ou as an executive director of the Company.	642,597,001 99.986226%	88,521 0.013774%
2(B).	To re-elect Mr. Wang Chi as an executive director of the Company.	642,597,001 99.986226%	88,521 0.013774%
2(C).	To re-elect Mr. Chen Fei as an executive director of the Company.	642,060,287 99.902715%	625,235 0.097285%
2(D).	To re-elect Mr. Tsang Yok Sing, Jasper as an independent non-executive director of the Company.	640,969,746 99.733030%	1,715,776 0.266970%
2(E).	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	641,873,003 99.873574%	812,519 0.126426%
3.	To approve the proposed payment of a final dividend of HK\$0.33 per share for the year ended 31 December 2023.	642,685,522 100%	0 0%
4.	To appoint Ernst & Young as the auditor of the Company and to authorize the board of directors of the Company to fix their remuneration.	642,685,522 100%	0 0%
5(A).	To grant a general mandate to the directors of the Company to issue shares of the Company.	609,158,245 94.783253%	33,527,277 5.216747%
5(B).	To grant a general mandate to the directors of the Company to repurchase shares of the Company.	642,685,522 100%	0 0%
5(C).	Conditional upon resolutions 5(A) and 5(B) being passed, to extend the general mandate granted to the directors of the Company to issue and allot additional shares of the Company by adding the number of shares repurchased by the Company under the mandate referred to in resolution 5(B) above.	609,177,190 94.786201%	33,508,332 5.213799%

As more than 50% of the total valid voting rights of the Shares held by attending Shareholders and authorized proxies were cast in favour of the resolutions, the ordinary resolutions as set out in the notice of the AGM were duly passed by way of poll as ordinary resolutions.

According to the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's share registrar, was appointed as the scrutineer in respect of vote-taking at the AGM.

SUPPLEMENTAL INFORMATION ON THE REMUNERATION OF APPOINTMENT OF CHIEF EXECUTIVE OFFICER

Reference is made to the announcement of the Company dated on 10 May 2024 (the “**Announcement**”) in relation to, among other things, the appointment of Mr. Wang Chi (“**Mr. Wang**”) as an executive Director and the chief executive officer of the Company with effect from 10 May 2024.

As disclosed in the Announcement, the remuneration of the appointment of Mr. Wang as the chief executive officer of the Company had not yet been determined as at the date of the Announcement. The Board would like to provide the following supplemental information to the Shareholders and potential investors of the Company in relation to the remuneration of the appointment of Mr. Wang in accordance with Rule 13.51(2)(g) of the Listing Rules.

Pursuant to the Director’s service contract (the “**Contract**”) entered into between Mr. Wang and the Company on 10 May 2024, Mr Wang will not receive any director’s fee as an executive Director of the Company. Mr. Wang is entitled to receive remuneration before tax of RMB 2,200,000 per annum (including basic salary and a performance bonus). Such remuneration is determined by reference to his work performance, duties and responsibilities with the Company, the prevailing market rate and the remuneration policy of the Company, and is not covered by the Contract.

Save for the information set out above, the Circular and the Announcement, there is no other information to be updated or disclosed pursuant to Rule 13.51(2) of the Listing Rules and there are no other matters which needs to be brought to the attention of Shareholders in connection with the appointment of Mr. Wang as executive Director and chief executive officer of the Company.

By order of the Board
Beijing Tong Ren Tang
Chinese Medicine Company Limited
Gu Hai Ou
Chairman

Hong Kong, 7 June 2024

As at the date of this announcement, the composition of the Board is as follows:

Executive Directors:

Mr. Gu Hai Ou (*Chairman*)

Mr. Wang Chi

Mr. Chen Fei

Independent Non-executive Directors:

Mr. Tsang Yok Sing, Jasper

Mr. Xu Hong Xi

Mr. Chan Ngai Chi

Non-executive Director:

Ms. Feng Li