中国泰凌医药集团
CHINA NT PHARMA GROUP

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1011)

PROFIT WARNING AND INSIDE INFORMATION ANNOUNCEMENT UPDATE ON FINANCIAL INFORMATION

This announcement is made by China NT Pharma Group Company Limited (the "**Company**", and together with its subsidiaries, the "**Group**") pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board (the "**Board**") of directors of the Company (the "**Directors**") wishes to inform the shareholders (the "**Shareholders**") and potential investors of the Company that, based on the preliminary assessment of the Group's unaudited consolidated management accounts for the ten months ended 31 October 2024 (the "**Current Period**") and the information currently available to the Board, the Group is expected to record a net loss attributable to owners of the Company in the range between RMB35.0 million and RMB37.0 million for the Current Period, as compared to a net loss of approximately RMB152.9 million for the ten months ended 31 October 2023 (the "**Corresponding Period**"). Such expected decrease in net loss for the Current Period was mainly attributable to (a) the absence of loss from manufacturing and sale of proprietary pharmaceutical products business (the "**Disposed Business**") in the Current Period (the Corresponding Period: loss of approximately RMB110.1 million), which was operated by Suzhou First Pharma Co., Ltd. (a former wholly-owned subsidiary of the Company which was disposed of by the Group in August 2023); and (b) an one-off consultancy fee of RMB37.7 million for the provision of consultancy services by two consultants for overseeing technology and product registration searches and development, crafting research plans for clinical trials, and submitting clinical applications to regulatory bodies for the Group's projects paid by the Group in the Corresponding Period, while no consultancy fee was paid by the Group in the Current Period.

As the Company is still in the process of finalising its annual results for the year ended 31 December 2024, the information contained in this announcement is only based on the preliminary assessment made by the Board according to the information currently available and the unaudited consolidated management accounts of the Group for the Current Period, which have not been reviewed or audited by the Company's auditors or the Company's audit committee and may be subject to adjustment. The Shareholders and potential investors of the Company are advised to refer to the details of the Company's annual results announcement for the year ended 31 December 2024, which is expected to be published in or around late March 2025.

Reference is made to announcements issued by the Company dated 28 November 2024 and 19 December 2024 in relation to, among other things, the Subscription and the Whitewash Waiver (the "**Announcements**"). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

The profit warning statements included in this announcement constitute a profit forecast under Rule 10 of the Takeovers Code and should therefore be reported on by the Company's financial advisers and auditors or accountants in accordance with Rule 10.4 of the Takeovers Code. In view of the requirements of timely disclosure of inside information under Rule 13.09(2)(a) of the Listing Rules and pursuant to Part XIVA of the SFO, the Company is required to issue this announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the reporting requirements set out in Rule 10.4 of the Takeovers Code.

Under Rule 10.4 and Practice Note 2 of the Takeovers Code, if a profit forecast is made during an offer period and is first published in an announcement, it must be repeated in full, together with the reports from the Company's financial advisers and auditors on the said profit forecast, in the next document to be sent to the Shareholders by the Company. In this respect, the requisite reports in connection with the profit warning statements by the Company's financial adviser and auditors in accordance with Rule 10.4 of the Takeovers Code are proposed to be contained in the Circular to be issued by the Company to the Shareholders in accordance with the Takeovers Code, which is expected to be the next document to be sent to the Shareholders by the Company in relation to the Subscription and the Whitewash Waiver.

WARNING: The profit warning statements in this announcement do not meet the standard required by Rule 10 of the Takeovers Code and have not been reported on in accordance with the Takeovers Code. Shareholders and potential investors should exercise caution in placing reliance on the profit warning statements in assessing the merits and demerits of the Subscription and the Whitewash Waiver. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. Persons who are in doubt about their positions should consult their professional advisers.

By order of the Board
China NT Pharma Group Company Limited
NG Tit
Chairman

Hong Kong, 8 January 2025

As at the date of this announcement, the executive Directors are Mr. Ng Tit and Ms. Ng Anna Ching Mei; the non-executive Director is Dr. Qian Wei and Ms. Chin Yu; and the independent non-executive Directors are Mr. Yu Tze Shan Hailson, Mr. Ng Ming Kwan and Dr. Zhao Yubiao.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.