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麗珠醫藥集團股份有限公司

LIVZON PHARMACEUTICAL GROUP INC.*

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

(Stock code: 1513)

CONTINUING CONNECTED TRANSACTIONS
ENTERING INTO THE 2026 WATER ELECTRICITY FRAMEWORK AGREEMENT, THE 2026 RECEIPT OF LABOUR SERVICES FRAMEWORK AGREEMENT, THE 2026 PROVISION OF LABOUR SERVICES FRAMEWORK AGREEMENT, THE 2026 SALES FRAMEWORK AGREEMENT AND THE 2026 PURCHASE FRAMEWORK AGREEMENT WITH JOINCARE

Entering into the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement with Joincare

On 30 December 2025, the Company convened a Board meeting to consider and approve the continuing connected transactions for the period from 1 January 2026 to 31 December 2026 in relation to (1) receipt of water, electricity, steam, natural gas and sewage treatment from the Joincare Group by the Group, (2) receipt of labour services from the Joincare Group by the Group, (3) provision of labour services to the Joincare Group by the Group, (4) sales of products to the Joincare Group by the Group, and (5) purchase of products from the Joincare Group by the Group, with an annual cap of RMB36.00 million, RMB33.00 million, RMB170.00 million, RMB38.00 million, and RMB310.00 million, respectively. On the same day, the Company and Joincare entered into the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement in relation to the above-mentioned continuing connected transactions.

Implications of the Hong Kong Listing Rules

As at the date of this announcement, Joincare directly and indirectly owns approximately 46.33% equity interests in the Company, therefore it is the controlling shareholder of the Company. Therefore, Joincare and its associates are the connected persons of the Company and the transactions contemplated under the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Hong Kong Listing Rules, respectively.

As the highest applicable percentage ratios of the 2026 Water Electricity Cap, the 2026 Receipt of Labour Services Cap, the 2026 Provision of Labour Services Cap, the 2026 Sales Cap and the 2026 Purchase Cap are higher than 0.1% but lower than 5%, respectively, the transactions contemplated under the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement are subject to the reporting and announcement requirements, but are exempted from the independent Shareholders' approval requirements under Chapter 14A of the Hong Kong Listing Rules.

I. THE 2026 WATER ELECTRICITY FRAMEWORK AGREEMENT

On 30 December 2025, the Company and Joincare entered into the 2026 Water Electricity Framework Agreement in relation to the continuing connected transactions for receipt of water, electricity, steam, natural gas and sewage treatment from the Joincare Group by the Group for the period from 1 January 2026 to 31 December 2026 with an annual cap of RMB36.00 million.

Date

30 December 2025

Parties

Purchaser: the Company
Seller: Joincare

Term

From 1 January 2026 to 31 December 2026

Conditions precedent

The 2026 Water Electricity Framework Agreement and the transactions contemplated thereunder are subject to the approval of the Board.

Subject Matter

Pursuant to the 2026 Water Electricity Framework Agreement, during the period from 1 January 2026 to 31 December 2026, the Group will receive water, electricity, steam, natural gas and sewage treatment from the Joincare Group. The Group may enter into specific implementation contracts (including but not limited to settlement terms and payment arrangement) with the Joincare Group in respect of receipt of water, electricity,

steam, natural gas and sewage treatment, provided that such detailed terms of the implementation contracts shall not contravene the terms of the 2026 Water Electricity Framework Agreement.

Annual Cap and Basis of Determination

During the period from 1 January 2026 to 31 December 2026, the Group will receive water, electricity, steam, natural gas and sewage treatment from the Joincare Group with an annual cap of RMB36.00 million. The annual cap is determined by the Group and the Joincare Group on arm's length negotiations by taking into account factors such as the historical transaction amounts and the Group's production plan for 2026. The 2026 Water Electricity Cap is higher than the transaction amounts in previous years, which is mainly because the Group's production is expected to increase in 2026, therefore the energy consumption, such as water, electricity, steam, etc., required for production will increase accordingly, and thus the energy consumption costs will also rise accordingly.

Historical Transaction Amounts

Unit: RMB million

For the year ended 31 December 2023 (Audited)	For the year ended 31 December 2024 (Audited)	For the eleven months ended 30 November 2025 (Unaudited)
32.65	31.37	24.67

Pricing Principles and Policies

The prices for provision of water, electricity, steam and natural gas by the Joincare Group to the Group will be determined by reference to the prevailing market prices, and the prices of sewage treatment will be calculated with reference to the volume of sewage treatment and the relevant costs of materials consumed, as well as arm's length negotiations of the parties. As at the date of this announcement, there was no price prescribed by the national price administrative department of the PRC for the provision of water, electricity, steam, natural gas and sewage treatment to the Group by the Joincare Group.

For the prices of water, electricity, steam and natural gas, the Group will seek and invite quotations from at least two independent third party suppliers which are able to provide comparable (including non-price factors such as supply volume and supply stability) of water, electricity, steam and natural gas in the open market as the basis for determining the prices for receiving water, electricity, steam and natural gas from the Joincare Group by the Group, and ensure that they will be no less favourable than the comparable quotations provided by independent third party suppliers.

For sewage treatment, since Jiaozuo Hecheng and Shanghai Livzon Biotechnology are located inside the production site of Jiaozuo Joincare, a subsidiary of Joincare, and there are neither other large-scale sewage treatment facilities in the vicinity other than Jiaozuo Joincare nor sewage treatment plants that meet the pharmaceutical sewage treatment process of the Group, and if the sewage is transported to a third party supplier outside the production site for sewage treatment, sewage can only be carried out through pipelines in accordance with environmental protection regulations, which will significantly increase the cost of sewage transportation and treatment. At present, there are no sewage treatment plants in the surrounding area of the production site that meet the requirements, which renders it infeasible from a practical perspective. The prices of sewage treatment will be calculated, after arm's length negotiation between the parties, with reference to the volume of sewage treatment and the cost of materials consumed in the unit of sewage treatment. The cost of materials (mainly including lime, polyaluminum chloride, polyacrylamide, polymeric ferric sulphate, etc.) consumed in

the sewage treatment process will be calculated with reference to the fair market price and the Group will seek quotations from at least two independent third party suppliers in the open market for the prices of the major materials to be consumed as reference for material costs.

Such quotations will be comprehensively reviewed and evaluated after taking into account the price (including handling costs) and other non-price factors (such as supply volume and supply stability), by designated personnel of the Group, comprising the officer of the procurement department, the manager of the procurement department, and the senior officer of the finance department who is responsible for procurement functions.

The terms for provision of water, electricity, steam, natural gas and sewage treatment to the Group by the Joincare Group shall be determined based on normal commercial terms after arm's length negotiation so as to ensure that the aforesaid transactions will be conducted in the interest of the Group.

Reasons and Benefits of Entering into the 2026 Water Electricity Framework Agreement

Jiaozuo Hecheng and Shanghai Livzon Biotechnology are located inside the production site of Jiaozuo Joincare and require Jiaozuo Joincare to provide water, electricity, steam, natural gas and sewage treatment for production and operation purposes. If Jiaozuo Hecheng and Shanghai Livzon Biotechnology purchase such services separately from the independent third parties, it may take time for Jiaozuo Hecheng and Shanghai Livzon Biotechnology to complete various procedures and formalities, which may affect their production and operation, and Jiaozuo Hecheng and Shanghai Livzon Biotechnology will have to pay for the relevant activation fees and bear the additional administrative costs incurred. Therefore, the receipt of water, electricity, steam, natural gas and sewage treatment from Jiaozuo Joincare by Jiaozuo Hecheng and Shanghai Livzon Biotechnology can reduce the potential impact on the production and operation of Jiaozuo Hecheng and Shanghai Livzon Biotechnology and save costs.

The Directors (including independent non-executive Directors) considered that the 2026 Water Electricity Framework Agreement (including the proposed annual cap) was entered into by the Company on normal commercial terms in the ordinary and usual course of business of the Group, and that the terms thereof are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

II. THE 2026 RECEIPT OF LABOUR SERVICES FRAMEWORK AGREEMENT

On 30 December 2025, the Company and Joincare entered into the 2026 Receipt of Labour Services Framework Agreement in relation to the continuing connected transactions for receipt of labour services from the Joincare Group by the Group for the period from 1 January 2026 to 31 December 2026 with an annual cap of RMB33.00 million.

Date

30 December 2025

Parties

Purchaser: the Company
Seller: Joincare

Term

From 1 January 2026 to 31 December 2026

Conditions precedent

The 2026 Receipt of Labour Services Framework Agreement and the transactions contemplated thereunder are subject to the approval of the Board.

Subject Matter

Pursuant to the 2026 Receipt of Labour Services Framework Agreement, during the period from 1 January 2026 to 31 December 2026, the Group will receive research and development ("**R&D**") services in drugs from the Joincare Group. The Group may enter into specific implementation contracts (including but not limited to settlement terms and payment arrangement) with the Joincare Group in respect of receipt of labour services, provided that such detailed terms of the implementation contracts shall not contravene the terms of the 2026 Receipt of Labour Services Framework Agreement.

Annual Cap and Basis of Determination

During the period from 1 January 2026 to 31 December 2026, the Group will receive R&D services in drugs from the Joincare Group with an annual cap of RMB33.00 million. The annual cap was determined by the Group and the Joincare Group on arm's length negotiations by taking into account factors such as the estimated time and amount of money to be invested in the R&D of similar drugs of the Group and complexity of R&D. The 2026 Receipt of Labour Services Cap is expected to be higher than the transaction amounts in the last year, which is mainly due to the relatively large milestone payments scheduled to be paid pursuant to the contracts signed, resulting in the expected increase in R&D service fees.

Historical Transaction Amounts

Unit: RMB million

For the year ended 31 December 2023	**For the year ended 31 December 2024**	**For the eleven months ended 30 November 2025**
(Audited)	**(Audited)**	**(Unaudited)**
33.23	43.88	8.28

Pricing Principles and Policies

The price of R&D services in drugs will be determined after arm's length negotiations with reference to the Group's expected R&D investment and taking into account the market conditions. The Group will take into account the budget of the R&D projects of drugs and the service costs of other similar R&D projects in the past, including the materials and equipment consumed for the R&D services, labour costs and time costs, etc. The Group will also search for at least two independent third party suppliers with similar R&D capabilities in the open market and invite them to provide quotations as reference for the then market price of R&D services in drugs received from the Joincare Group.

Such quotations will be comprehensively reviewed and evaluated after taking into account the price and other non-price factors such as R&D experience, delivery efficiency, technical capabilities and quality of services, by designated personnel of the Group, comprising the officer and the general manager of the relevant business departments, and the senior officer of the finance department who is responsible for procurement functions.

The terms of R&D services in drugs to be received by the Group from the Joincare Group shall be determined based on normal commercial terms after arm's length negotiation, and such terms shall be no less favourable than those available to the Group from independent third party suppliers, so as to ensure that the aforesaid transactions will be conducted in the interest of the Group.

Reasons and Benefits of Entering into the 2026 Receipt of Labour Services Framework Agreement

The Joincare Group has extensive experiences in R&D of drugs. It has more successful R&D cases of drugs that are more difficult to R&D than the drugs subject to cooperation this time, as well as experiences in the development of similar new products. The Group can make full use of the Joincare Group's resources and experience in R&D, which will help advance the R&D progress of drugs of the Group. The continuation of cooperation with the Joincare Group will ensure the progress of current R&D work of the Group will not be interrupted.

The Directors (including independent non-executive Directors) considered that the 2026 Receipt of Labour Services Framework Agreement (including the proposed annual cap) was entered into by the Company on normal commercial terms in the ordinary and usual course of business of the Group, and that the terms thereof are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

III. THE 2026 PROVISION OF LABOUR SERVICES FRAMEWORK AGREEMENT

On 30 December 2025, the Company and Joincare entered into the 2026 Provision of Labour Services Framework Agreement in relation to the continuing connected transactions for provision of labour services to the Joincare Group by the Group for the period from 1 January 2026 to 31 December 2026 with an annual cap of RMB170.00 million.

Date

30 December 2025

Parties

Purchaser: Joincare
Seller: the Company

Term

From 1 January 2026 to 31 December 2026

Conditions precedent

The 2026 Provision of Labour Services Framework Agreement and the transactions contemplated thereunder are subject to the approval of the Board.

Subject Matter

Pursuant to the 2026 Provision of Labour Services Framework Agreement, during the period from 1 January 2026 to 31 December 2026, the Group will provide the Joincare Group with commissioned production of drugs, clinical operation management and related services. The Group may enter into specific implementation contracts (including but not limited to settlement terms and payment arrangement) with the Joincare Group in respect of provision of labour services, provided that such detailed terms of the implementation contracts shall not contravene the terms of the 2026 Provision of Labour Services Framework Agreement.

Annual Cap and Basis of Determination

During the period from 1 January 2026 to 31 December 2026, the Group will provide the Joincare Group with commissioned production of drugs, clinical operation management and related services with an annual cap of RMB170.00 million. The annual cap is determined by the Group and the Joincare Group on arm's length negotiations by taking into account various factors. For commissioned production of drugs, it is determined after arm's length negotiations between the parties based on factors such as volume of commissioned production and estimated production costs. For clinical operation management and related services, it is determined after arm's length negotiations between the parties based on factors such as clinical trial protocols of the projects and the clinical operation costs. The 2026 Provision of Labour Services Cap is higher than the transaction amounts in previous years, primarily because Joincare continues to intensify its R&D efforts for innovative drugs. New key innovative drug R&D projects, such as the JKN2306 project and the JKN2401 project, will successively commence clinical trials. Furthermore, there are currently still three to four new projects under negotiation. Therefore, the services related to clinical operations management commissioned by the Joincare Group to the Group are expected to increase accordingly. Furthermore, Acetylcysteine Solution for Inhalation (吸入用乙醯半胱氨酸溶液) has met the criteria for inclusion in the National Volume-based Drug Procurement and is expected to be listed in the 2026 national volume-based procurement catalog. If successfully selected, its sales volume is expected to increase significantly, and therefore the production volume of such product commissioned by the Joincare Group to the Group is also anticipated to rise correspondingly in 2026.

Historical Transaction Amounts

Unit: RMB million

For the year ended 31 December 2023	**For the year ended 31 December 2024**	**For the eleven months ended 30 November 2025**
(Audited)	**(Audited)**	**(Unaudited)**
2.18	13.01	20.12

Pricing Principles and Policies

The prices for commissioned production of drugs will be determined after arm's length negotiations with reference to factors such as operating costs and comparable current market prices of the commissioned production of drugs. The Group will conduct cost estimates for the commissioned production of drugs, which will take into account the costs of relevant materials, energy consumption, labour, etc., as well as factors such as relevant technical support, production models and allocation of production capacity, and add a reasonable

profit margin to the costs. The profit margin will be determined with reference to the profit margin in the provision of commissioned production of drugs of the same type at a comparable quantity by the Group to at least two (subject to availability of sufficient number of comparable transactions at the time) independent third parties. As the drugs commissioned by the Joincare Group to be manufactured by the Group are proposed to be selected as national volume-based procurement products in 2026, the winning bid sales prices of the varieties in the national volume-based procurement are all relatively low. Therefore, when determining a reasonable profit margin, the Group will also take into account the estimated market allocation volume, market sales volume and market selling price of national volumed-based procured products. The aforesaid measures will ensure that the prices for the provision of commissioned production of drugs to the Joincare Group by the Group are competitive and also reserve reasonable profits for the Group, and the prices are no less favourable than prices for provision of commissioned production of the same type of drugs to independent third parties by the Group.

For clinical operation management and related services, the price to be charged by the Group to the Joincare Group will be determined after arm's length negotiation with reference to factors such as clinical trial protocols, clinical operation costs and prevailing market price of clinical operation services. The Group will estimate the operating costs of the clinical trials of the commissioned drugs, which will take into account the costs of labour, business travel, etc., and consider factors such as relevant technical support, staff allocation and management, etc., and add a reasonable profit margin based on the costs. Such profit margin will be determined by reference to the profit margin when the Group provides comparable quantities of the same type of clinical operations management service to at least two (subject to the availability of a sufficient number of comparable transactions at the time) independent third parties.

The terms for provision of commissioned production of drugs and clinical operation management and related services to the Joincare Group by the Group shall be determined based on normal commercial terms after arm's length negotiations, and such terms shall be no less favourable than those of the comparable transactions of the same type between the Group and independent third parties, so as to ensure that the aforesaid transactions will be conducted in the interest of the Group.

Reasons and Benefits of Entering into the 2026 Provision of Labour Services Framework Agreement

Provision of commissioned production of drugs to the Joincare Group can fully utilize the Group's production workshops that meet the requirements for technique and preparation of small-volume liquid preparation, and utilize the Group's part of surplus production capacity to optimize the capacity utilization of the production workshops of the Group. The provision of clinical operation management and related services to the Joincare Group can make full use of the Group's existing clinical operation management platform and data management and statistical technology platform, which is conducive to the continuous optimisation and enhancement of the management and technology platform.

The Directors (including independent non-executive Directors) considered that the 2026 Provision of Labour Services Framework Agreement (including the proposed annual cap) was entered into by the Company on normal commercial terms in the ordinary and usual course of business of the Group, and that the terms thereof are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

IV. THE 2026 SALES FRAMEWORK AGREEMENT

On 30 December 2025, the Company and Joincare entered into the 2026 Sales Framework Agreement in relation to the continuing connected transactions for sales of products to the Joincare Group by the Group for the period from 1 January 2026 to 31 December 2026 with an annual cap of RMB38.00 million.

Date

30 December 2025

Parties

Purchaser: Joincare
Seller: the Company

Term

From 1 January 2026 to 31 December 2026

Conditions precedent

The 2026 Sales Framework Agreement and the transactions contemplated thereunder are subject to the approval of the Board.

Subject Matter

Pursuant to the 2026 Sales Framework Agreement, during the period from 1 January 2026 to 31 December 2026, the Group will sell raw materials for the production of relevant active pharmaceutical ingredients ("**API**") products and drug preparation products to the Joincare Group. The Group may enter into specific implementation contracts (including but not limited to settlement terms and payment arrangement) with the Joincare Group in respect of sales of products, provided that such detailed terms of the implementation contracts shall not contravene the terms of the 2026 Sales Framework Agreement.

Annual Cap and Basis of Determination

During the period from 1 January 2026 to 31 December 2026, the Group will sell raw materials for the production of relevant API products and drug preparation products to the Joincare Group with an annual cap of RMB38.00 million. The annual cap was determined after arm's length negotiations between the Group and the Joincare Group by taking into account factors such as the Group's cost, production capacity and the estimated market conditions in 2026. The budgeted sales amount for 2026 is higher than the transaction amounts of previous years. This is primarily due to the inclusion of relevant finished dosage form products of Joincare in the National Reimbursement Drug List and as its related API have progressively obtained certifications from overseas clients. Consequently, the sales volume of these products is expected to continue to expand significantly. Therefore, the procurement of raw materials from the Group by the Joincare Group for producing its API and drug products is also projected to increase accordingly. Furthermore, as the key innovative pipelines newly introduced by the Joincare Group, like JKN2306, will successively enter clinical trials, its procurement of raw materials from the Group for clinical studies and formulation process research are expected to rise correspondingly.

Historical Transaction Amounts

Unit: RMB million

For the year ended 31 December 2023	For the year ended 31 December 2024	For the eleven months ended 30 November 2025
(Audited)	(Audited)	(Unaudited)
11.08	6.83	7.15

Pricing Principles and Policies

The prices of the products sold to the Joincare Group by the Group will be determined by reference to the prevailing market prices and being not less favourable than comparable prices offered to independent third party customers.

The sales department of the Group regularly determines the guidance price of the products based on the market sales of the products, which will be determined based on factors such as cost (including costs of production, raw materials, operation and labour), gross profit, market demand, market competition and brand. The prices of the products sold to the Joincare Group by the Group will be determined in the following two ways: (1) if the quality requirements of the products purchased by the Joincare Group are within the standard range of the products on sale, the price will be quoted based on the guidance price of the products; (2) if the quality requirements of the products purchased by the Joincare Group are higher than the standard range of the products on sale, additional fees (including labour costs, materials and inspection costs, maintenance costs for the production workshops, depreciation for equipment, energy consumption costs, etc.) incurred due to the increase in standards will be added to the guidance price of the products, plus a profit margin which is not lower than that of the original standard products. In addition, the Group will compare the prices of the products sold to the Joincare Group to the prices of the same products offered to at least two independent third parties. The aforesaid measures will ensure that the prices of the products sold to the Joincare Group by the Group are no less favourable than comparable prices provided to independent third parties.

The terms of the products sold to the Joincare Group by the Group shall be determined based on normal commercial terms after arm's length negotiation, and such terms shall be no less favourable than those of the comparable transactions of the same type between the Group and independent third parties, so as to ensure that the aforesaid transactions will be conducted in the interest of the Group.

Reasons and Benefits of Entering into the 2026 Sales Framework Agreement

The sale of products to the Joincare Group can effectively optimize the utilization of the production capacity of the Group, accumulate the Group's manufacturing expertise, and increase the revenue of the Group.

The Directors (including independent non-executive Directors) considered that the 2026 Sales Framework Agreement (including the proposed annual cap) was entered into by the Company on normal commercial terms in the ordinary and usual course of business of the Group, and that the terms thereof are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

V. THE 2026 PURCHASE FRAMEWORK AGREEMENT

On 30 December 2025, the Company and Joincare entered into the 2026 Purchase Framework Agreement in relation to the continuing connected transactions for purchase of products by the Group from the Joincare Group for the period from 1 January 2026 to 31 December 2026 with an annual cap of RMB310.00 million.

Date

30 December 2025

Parties

Purchaser: the Company
Seller: Joincare

Term

From 1 January 2026 to 31 December 2026

Conditions precedent

The 2026 Purchase Framework Agreement and the transactions contemplated thereunder are subject to the approval of the Board.

Subject Matter

Pursuant to the 2026 Purchase Framework Agreement, during the period from 1 January 2026 to 31 December 2026, the Group will purchase from the Joincare Group the products and raw materials which are mainly used for the manufacturing of antifungal and antibiotics related drug products and APIs, which include 7-ACA, D7-ACA and voriconazole (伏立康唑), etc. The Group may enter into specific implementation contracts (including but not limited to settlement terms and payment arrangement) with the Joincare Group in respect of purchase of products, provided that such detailed terms of the implementation contracts shall not contravene the terms of the 2026 Purchase Framework Agreement.

Annual Cap and Basis of Determination

During the period from 1 January 2026 to 31 December 2026, the Group will purchase from the Joincare Group the products and raw materials which are mainly used for the production of antifungal and antibiotics related drug preparation products, which include 7-ACA, D7-ACA and voriconazole (伏立康唑) with an annual cap of RMB310.00 million. The annual cap was determined after arm's length negotiations between the Group and the Joincare Group by taking into account factors such as the Group's business and development plan, estimated market condition in 2026 and demand of the Group's products. Based on the product sales plans for the upcoming year agreed between the Group and its key customers, the market demand for relevant products is projected to further expand by 2026. Therefore, the Group's relevant procurement from the Joincare Group is anticipated to increase accordingly, which primarily leading to the 2026 procurement budget being higher than the transaction amounts of previous years.

Historical Transaction Amounts

Unit: RMB million

For the year ended 31 December 2023	For the year ended 31 December 2024	For the eleven months ended 30 November 2025
(Audited)	**(Audited)**	**(Unaudited)**
256.17	237.00	215.74

Pricing Principles and Policies

The prices at which the products and raw materials are to be sold to the Group by the Joincare Group shall be (i) the indicative prices (if any) prescribed by the national price administration department of the PRC; and (ii) where (i) is not available, the comparable market prices based on quotation(s) of the same products and raw materials with comparable order quantities and quality obtained from at least two independent third party suppliers.

As at the date of this announcement, there was no indicative price prescribed by the national price administrative department of the PRC for products and raw materials purchased by the Group from the Joincare Group. Accordingly, prices of all products and raw materials to be purchased from the Joincare Group will be determined by reference to the prevailing market prices and being not less favourable to comparable quotations offered by independent third party suppliers. The Company expects that prices of 7-ACA and D7-ACA and voriconazole (伏立康唑) will be determined principally with reference to the lowest price among the comparable quotations offered by two independent third party suppliers, respectively.

Such quotations will be comprehensively reviewed and evaluated after taking into account the price and other non-price factors (such as supply stability, product quality and credit terms), by designated personnel of the Group, comprising the officer of the procurement department, the manager of the procurement department, and the senior officer of the finance department who is responsible for procurement functions, to ensure that the prices of the products and raw materials to be purchased from the Joincare Group will be no less favourable to the prices and other terms and conditions offered by independent third party suppliers for such products and raw materials.

The terms of the products and raw materials to be purchased from the Joincare Group by the Group shall be determined based on normal commercial terms after arm's length negotiation, and such terms shall be no less favourable than those available to the Group from independent third party suppliers, so as to ensure that the aforesaid transactions will be conducted in the interest of the Group.

Reasons and Benefits of Entering into the 2026 Purchase Framework Agreement

Since 2007, the Group has commenced purchasing products and raw materials from the Joincare Group which are mainly used for the production of antifungal and antibiotics related drug preparation products, and no material quality issue had been found on the products and raw materials supplied by the Joincare Group. The Group has been continuously expanding its business, in order to facilitate the future growth of the Group's business, seize market opportunities, meet customer needs, and ensure supply chain stability. It is anticipated

that more products and raw materials are needed for the Group's production of pharmaceutical products. Taking into account factors such as the quality, price and supply stability of products and raw materials supplied by the Joincare Group and its reputation in the pharmaceutical industry, the continuous purchase of products and raw materials by the Group from the Joincare Group is in the best interest of the Company in response to the Group's business development plan and production needs.

The Directors (including independent non-executive Directors) considered that the 2026 Purchase Framework Agreement (including the proposed annual cap) was entered into by the Company on normal commercial terms in the ordinary and usual course of business of the Group, and that the terms thereof are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

VI. INTERNAL CONTROL MEASURES

In order to ensure that the actual prices of the transactions contemplated under the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement between the Group and the Joincare Group are on normal commercial terms and on terms no less favourable to the Group than that available from third parties, the Group adopts the following internal control procedures for its daily operation:

(i) Each transaction to be conducted under the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement will be signed by the designated staff of the department requesting such transaction and the finance department, and the general manager of the relevant subsidiary and/or the president of the Company.

(ii) The Group will conduct regular checks to review and assess whether the transactions have been conducted in accordance with the terms of the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement. Such checks will be conducted by the general manager of finance of the Company on a monthly basis and the secretary of the Board on a quarterly basis and will be reported to the Board.

(iii) To ensure the continuing connected transactions contemplated under the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement will not exceed the annual caps, each subsidiary will submit monthly financial figures to the financial department of the Company for consolidation and analysis. The Group will conduct transactions in accordance with the annual plan which is formulated by the finance department of the Group at the year end of the preceding year and is subject to quarterly review. In particular, the finance department of the Company is responsible for monitoring the actual transactions amounts between the Group and the Joincare Group on a monthly basis to ensure that the annual caps will not be exceeded. In the event the amount of continuing connected transactions incurred and to be incurred under the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement is expected to exceed the annual caps, the general manager of finance of the Company shall report to the management of the Company in a timely manner for its determination as to whether revision to the annual caps is required to ensure compliance of the requirements under the Hong Kong Listing Rules.

(iv) The relevant departments and the finance department of the Company will review the internal pricing policy or mechanism, provisions and implementation status with respect to the continuing connected transactions on an annual basis, including but not limited to identifying the connected persons of the Group and their processes for handling the continuing connected transactions. In the event that the relevant departments consider adjustment to the pricing policy or mechanism is required, they shall make amendment proposals with detailed reasons and supporting materials for the management of the Company to consider and determine appropriate actions to be taken.

(v) The auditor of the Company will conduct an annual review of the transactions contemplated under the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement.

(vi) The audit committee of the Company shall review the continuing connected transactions contemplated under the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement twice a year to confirm whether the relevant transactions are on fair and reasonable terms and in the interest of the Company and the Shareholders as a whole.

Having considered the internal control measures mentioned above, the Directors (including the independent non-executive Directors) consider that such internal control measures are sufficient to ensure the transactions contemplated under the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement will be entered into on normal commercial terms, and will not impair the interests of the Company and the Shareholders as a whole.

VII. INFORMATION OF THE PARTIES

The Company, through its subsidiaries, is principally engaged in the R&D, production and sales of drug preparation products, APIs and intermediates, as well as diagnostic reagents and equipment.

Joincare is a joint stock company incorporated in the PRC and was listed on the Shanghai Stock Exchange in 2001. It is principally engaged in three major business segments, namely R&D, production and sales of (i) drug preparation products; (ii) APIs and intermediates, and (iii) food and health-care food. The ultimate beneficial owner of Joincare is Mr. Zhu Baoguo, a non-executive Director and the chairman of the Company.

VIII. IMPLICATIONS OF THE HONG KONG LISTING RULES

As at the date of this announcement, Joincare directly and indirectly owns approximately 46.33% equity interests in the Company, therefore it is the controlling shareholder of the Company. Therefore, Joincare and its associates are the connected persons of the Company and the transactions contemplated under the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Hong Kong Listing Rules, respectively. As (i) Mr. Zhu Baoguo, a non-executive Director and the chairman of the Company, is also the chairman of Joincare and indirectly holds 48.96% equity interest in Joincare as at the date of this announcement; (ii) Mr. Qiu Qingfeng, a non-executive Director, is a director and a vice president of

Joincare; (iii) Mr. Lin Nanqi, a non-executive Director, is a director and the president of Joincare, Mr. Zhu Baoguo, Mr. Qiu Qingfeng and Mr. Lin Nanqi, are deemed to have material interests in the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement and the transactions contemplated thereunder, and have abstained from voting at the Board meeting in relation to the approval of the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement and the transactions contemplated thereunder. Except for Mr. Zhu Baoguo, Mr. Qiu Qingfeng and Mr. Lin Nanqi, no other Directors are required to abstain from voting at the Board meeting in relation to the above matters.

As the highest applicable percentage ratios of the 2026 Water Electricity Cap, the 2026 Receipt of Labour Services Cap, the 2026 Provision of Labour Services Cap, the 2026 Sales Cap and the 2026 Purchase Cap are higher than 0.1% but lower than 5%, respectively, the transactions contemplated under the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement are subject to the reporting and announcement requirements, but are exempted from the independent Shareholders' approval requirements under Chapter 14A of the Hong Kong Listing Rules.

DEFINITIONS

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

"2026 Provision of Labour Services Cap"	The annual cap of RMB170.00 million regarding the Group's provision of labour services to the Joincare Group during the period from 1 January 2026 to 31 December 2026
"2026 Provision of Labour Services Framework Agreement"	The framework agreement entered into between the Company and Joincare on 30 December 2025 in relation to the continuing connected transaction regarding provision of labour services to the Joincare Group by the Group for the period from 1 January 2026 to 31 December 2026, with an annual cap of RMB170.00 million
"2026 Purchase Cap"	The annual cap of RMB310.00 million regarding the Group's purchase of products from the Joincare Group during the period from 1 January 2026 to 31 December 2026
"2026 Purchase Framework Agreement"	The framework agreement entered into between the Company and Joincare on 30 December 2025 in relation to the continuing connected transaction regarding purchase of products from the Joincare Group by the Group for the period from 1 January 2026 to 31 December 2026, with an annual cap of RMB310.00 million
"2026 Receipt of Labour Services Cap"	The annual cap of RMB33.00 million regarding the Group's receipt of labour services from the Joincare Group during the period from 1 January 2026 to 31 December 2026
"2026 Receipt of Labour Services Framework Agreement"	The framework agreement entered into between the Company and Joincare on 30 December 2025 in relation to the continuing connected transaction regarding receipt of labour services from the Joincare Group by the Group for the period from 1 January 2026 to 31 December 2026, with an annual cap of RMB33.00 million
"2026 Sales Cap"	The annual cap of RMB38.00 million regarding the Group's sales of products to the Joincare Group during the period from 1 January 2026 to 31 December 2026

"2026 Sales Framework Agreement"	The framework agreement entered into between the Company and Joincare on 30 December 2025 in relation to the continuing connected transaction regarding sales of products to the Joincare Group by the Group for the period from 1 January 2026 to 31 December 2026, with an annual cap of RMB38.00 million
"2026 Water Electricity Cap"	The annual cap of RMB36.00 million regarding the Group's receipt of water, electricity, steam, natural gas and sewage treatment from the Joincare Group during the period from 1 January 2026 to 31 December 2026
"2026 Water Electricity Framework Agreement"	The framework agreement entered into between the Company and Joincare on 30 December 2025 in relation to the continuing connected transaction regarding receipt of water, electricity, steam, natural gas and sewage treatment from the Joincare Group by the Group for the period from 1 January 2026 to 31 December 2026, with an annual cap of RMB36.00 million
"associate(s)"	has the meaning ascribed to it under the Hong Kong Listing Rules
"Board"	the board of Directors
"Company"	Livzon Pharmaceutical Group Inc.* (麗珠醫藥集團股份有限公司), a joint stock company incorporated in the PRC with limited liability, the shares of which are listed on the Shenzhen Stock Exchange and the Stock Exchange
"connected person(s)"	has the meaning ascribed to it under the Hong Kong Listing Rules
"controlling shareholder(s)"	has the meaning ascribed to it under the Hong Kong Listing Rules
"Director(s)"	the director(s) of the Company
"Group"	collectively the Company and its subsidiaries
"Hong Kong"	Hong Kong Special Administrative Region of the PRC
"Hong Kong Listing Rules"	The Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, as amended and supplemented or otherwise modified from time to time
"independent third party (ies)"	a person or persons or a company or companies that is not or are not the connected person(s) of the Group

"Jiaozuo Hecheng"	Jiaozuo Livzon Hecheng Pharmaceutical Manufacturing Co., Ltd.* (焦作麗珠合成製藥有限公司), a subsidiary of the Company, which is a limited liability company established in the PRC in 2009 and mainly engages in the production and sales of pharmaceutical intermediates and chemical products
"Jiaozuo Joincare"	Jiaozuo Joincare Pharmaceutical Industry Co., Ltd.* (焦作健康元生物製品有限公司), a subsidiary of Joincare, which is a limited liability company established in the PRC in 2005 and mainly engages in research, development, production and sales of pharmaceutical intermediates
"Joincare"	Joincare Pharmaceutical Industry Group Co., Ltd.* (健康元藥業集團股份有限公司) (Shanghai Stock Exchange stock code: 600380), a joint stock company incorporated in the PRC and listed on the Shanghai Stock Exchange in 2001, and is one of the controlling shareholders of the Group
"Joincare Group"	Joincare and its subsidiaries (excluding the Group for the purpose of the transactions contemplated under the 2026 Water Electricity Framework Agreement, the 2026 Receipt of Labour Services Framework Agreement, the 2026 Provision of Labour Services Framework Agreement, the 2026 Sales Framework Agreement and the 2026 Purchase Framework Agreement)
"PRC"	the People's Republic of China, excluding Hong Kong, Macau Special Administrative Region of the PRC and Taiwan for the purpose of this announcement
"RMB"	Renminbi, the lawful currency of the PRC
"Shanghai Livzon Biotechnology"	Shanghai Livzon Biotechnology Co., Ltd., Jiaozuo Branch*(上海麗珠生物科技有限公司焦作分公司), a subsidiary of the Company, which a limited liability branch company established in the PRC in 2013. It is mainly engaged in the production and sales of pharmaceutical intermediates and chemical products
"Shanghai Stock Exchange"	the Shanghai Stock Exchange (上海證券交易所)
"Shareholder(s)"	holder(s) of the share(s) of the Company
"Shenzhen Stock Exchange"	the Shenzhen Stock Exchange (深圳證券交易所)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent

By order of the Board
麗珠醫藥集團股份有限公司
Livzon Pharmaceutical Group Inc. *
Liu Ning
Company Secretary

Zhuhai, China
30 December 2025

As at the date of this announcement, the Executive Directors of the Company are Mr. Tang Yanggang (President) and Mr. Xu Guoxiang (Vice Chairman and Vice President); the Non-Executive Directors of the Company are Mr. Zhu Baoguo (Chairman), Mr. Tao Desheng (Vice Chairman), Mr. Lin Nanqi and Mr. Qiu Qingfeng; the Employee Representative Director of the Company is Ms. Ran Yongmei; and the Independent Non-Executive Directors of the Company are Mr. Bai Hua, Mr. Luo Huiyuan, Ms. Cui Lijie and Ms. Wang Zhiyao.

** For identification purpose only*