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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)

NOTICE OF THE ANNUAL GENERAL MEETING FOR THE YEAR 2025

NOTICE IS HEREBY GIVEN that the annual general meeting for the year 2025 of 麗珠醫藥集團股份有限公司 Livzon Pharmaceutical Group Inc.* (the "**Company**") (the "**Annual General Meeting**") will be held at the Conference Room on the 6th Floor of Headquarters Building, 38 Chuangye North Road, Jinwan District, Zhuhai, Guangdong Province, China at 2:00 p.m. on Friday, 29 May 2026, agenda of which is as below:

I. BASIC INFORMATION OF THE MEETING

1. Convenor: The board of directors of the Company (the "**Board**")

2. Convention time: 2:00 p.m. on Friday, 29 May 2026

3. Venue: Conference Room on the 6th Floor of Headquarters Building, 38 Chuangye North Road, Jinwan District, Zhuhai, Guangdong Province, China

4. Way of conducting the meeting: Combine on-site voting with online voting[Note 1].

   Note 1: The online voting system is provided by the Shenzhen Stock Exchange and is only applicable to A Shareholders.

II. MATTERS TO BE CONSIDERED AT THE MEETING

(I) Ordinary Resolutions

1. To consider and approve the 2025 annual report (full text and summary) and results announcement of 麗珠醫藥集團股份有限公司 Livzon Pharmaceutical Group Inc*.

2. To consider and approve the work report of the Board of the Company for the year 2025.

3. To consider and approve the financial accounts report of the Company for the year 2025.

4. To consider and approve the proposed re-appointment of Grant Thornton (Special General Partnership) as the auditor of the Company for the year 2026 and fix its remuneration.

"**THAT**:

Grant Thornton (Special General Partnership) be re-appointed as the auditor of the Company for the year 2026, and its remuneration be fixed at RMB1.79 million (tax inclusive) and RMB0.36million (tax inclusive) for the audit of the financial statements of the Company for the year 2026 and the internal control of the Company respectively."

5. To consider and approve the 2025 annual profit distribution plan of the Company (the "**2025 Annual Profit Distribution Plan**").

"**THAT**:

The 2025 Annual Profit Distribution Plan proposed by the Board be approved.

The 2025 Annual Profit Distribution Plan: to distribute cash dividend of RMB14.3 (tax inclusive)(the "**Cash Dividend**") for every 10 shares to all shareholders of the Company, based on the Company's total share capital (excluding the shares of the Company which were repurchased but not yet cancelled) as at the record date of shareholding determined for implementation of the 2025 Annual Profit Distribution Plan. There will be no bonus shares, nor will the capital reserves be capitalized.

The Board be authorised to implement the 2025 Annual Profit Distribution Plan."

6. To consider and approve the proposed formulation of the Directors' Remuneration Management System.

7. To consider and approve the proposed remuneration (allowance) plan for the Directors of the Board for 2026.

(II) Special Resolutions

8. To consider and approve the proposed amendments to the Articles of Association and the handling of industrial and commercial change registration.

9. To consider and approve the Company's facility financing and provision of financing guarantees to its subsidiaries.

10. To consider and approve proposed grant of following general mandate to the Board to repurchase H shares (the "**H Shares**") of the Company:

    (a) subject to paragraphs (b), (c) and (d) below, during the Relevant Period (as defined in paragraph (e) below), the Board may exercise all the powers of the Company to repurchase H Shares in issue on the Stock Exchange of Hong Kong Limited (the "**Hong Kong Stock Exchange**"), subject to and in accordance with all applicable laws, rules and regulations and/or requirements of the governmental or regulatory body of securities in the People's Republic of China (the "**PRC**"), the Hong Kong Stock Exchange or of any other governmental or regulatory body;

    (b) the authorisation to the Board in respect of the repurchase of H Shares includes but not limited to:

        (i) formulate and implement specific repurchase proposal, including but not limited to the repurchase price and repurchase amount, and decide the timing of repurchase and time limit;

        (ii) notify the creditor(s) of the Company and publish announcement(s) in accordance with the Company Law of the PRC and the Articles of Association of the Company;

        (iii) open any securities account(s) for repurchase of H Shares and attend relevant registration procedures for foreign exchange, if applicable;

(iv) implement the relevant approval or filing procedures, if applicable, pursuant to the relevant requirements of the regulatory authorities and the listing places;

(v) attend to cancellation matters in respect of the repurchased H Shares, reduce the registered capital, amend the Articles of Association of the Company in relation to the total share capital amount and shareholding structure, and attend the relevant required domestic and overseas registration and reporting procedures, if applicable; and

(vi) execute and handle all other relevant documents and matters in relation to the repurchase of H Shares;

(c) the aggregate number of H Shares authorised to be repurchased pursuant to the approval in paragraph (a) above during the Relevant Period shall not exceed 10% of the aggregate number of H Shares in issue and having not been repurchased as at the date of the passing of this resolution;

(d) the approval in paragraph (a) above shall be conditional upon:

(i) the passing of a special resolution in the same terms as the resolution set out in this paragraph (except for this sub-paragraph (d)(i)) at the 2026 first class meeting of A shareholders and 2026 first class meeting of H shareholders of the Company; and

(ii) the approval of the relevant regulatory authorities as may be required by the laws, rules and regulations of the PRC and The Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**") being obtained by the Company, if applicable;

(e) for the purpose of this special resolution, "**Relevant Period**" means the period from the passing of this special resolution until whichever is the earlier of:

(i) the conclusion of the next annual general meeting of the Company following the passing of this special resolution; or

(ii) the date on which the authority conferred by this special resolution is revoked or varied by a special resolution of the shareholders of the Company in any general meeting or by a special resolution of holders of H Shares (the "**H Shareholders**") or holders of A Shares (the "**A Shareholders**") of the Company at their respective class meetings.

(III) Ordinary Resolutions

11. To consider and approve the re-election of each of the non-independent directors for the 12th session of the Board.

11.1 To consider and approve the re-election of Mr. Zhu Baoguo (朱保國先生) as a non-executive director for the 12th session of the Board of the Company.

11.2 To consider and approve the re-election of Mr. Tang Yanggang (唐陽剛先生) as an executive director for the 12th session of the Board of the Company.

11.3 To consider and approve the re-election of Mr. Lin Nanqi (林楠棋先生) as a non-executive director for the 12th session of the Board of the Company.

11.4 To consider and approve the re-election of Mr. Qiu Qingfeng (邱慶豐先生) as a non-executive director for the 12th session of the Board of the Company.

12. To consider and approve the re-election of each of the independent non-executive directors for the 12th session of the Board of the Company.

12.1 To consider and approve the re-election of Mr. Luo Huiyuan (羅會遠先生) as an independent non-executive director for the 12th session of the Board of the Company.

12.2 To consider and approve the re-election of Ms. Cui Lijie (崔麗婕女士) as an independent non-executive director for the 12th session of the Board of the Company.

12.3 To consider and approve the re-election of Ms. Wang Zhiyao (王智瑤女士) as an independent non-executive director for the 12th session of the Board of the Company.

13. To consider and approve, item by item, the proposed appointment of executive Directors and independent non-executive Directors of the 12th session of the Board of the Company.

    13.1 To consider and approve the proposed appointment of Mr. Liu Daping (劉大平先生) as an executive Director of the 12th session of the Board of the Company.

    13.2 To consider and approve the re-election of Ms. Kang Li (康立女士) as an independent non-executive director for the 12th session of the Board of the Company.

III. MATTER TO BE REPORTED

To listen to the debriefing report of the independent non-executive directors of the Company for the year 2025.

Notes:

1. All resolutions at the Annual General Meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Hong Kong Listing Rules. The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.livzon.com.cn) in accordance with the Hong Kong Listing Rules.

2. The record date for determining the qualification of the holders of the shares of the Company (the "**Shareholder(s)**") to attend and vote at the Annual General Meeting will be Friday, 22 May 2026. In order to qualify as Shareholders to attend and vote at the Annual General Meeting, H Shareholders who are not registered must lodge all transfers of shares accompanied by the relevant share certificates with the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Friday, 22 May 2026.

3. 2025 Annual Profit Distribution Plan will be proposed for approval at the Annual General Meeting. If approved at the Annual General Meeting, the Cash Dividend will be distributed to Shareholders whose names are on the register of the Shareholders of the Company on Wednesday, 17 June 2026. The aforementioned Cash Dividend will be denominated and declared in RMB and will be distributed in RMB to A Shareholders and in Hong Kong dollar to H Shareholders, using the middle exchange rates for RMB to Hong Kong dollar as published by the People's Bank of China on the date of the Annual General Meeting (Friday, 29 May 2026) as the exchange rate.

The record date for determining the qualification of the Shareholders for the proposed distribution of the Cash Dividend will be Wednesday,17 June 2026. In order to qualify for the proposed distribution of the Cash Dividend, H Shareholders who are not registered must lodge all transfers of shares accompanied by the relevant share certificates with the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Wednesday, 17 June 2026.

For A Shareholders, the record date for Cash Dividend, payment methods and time will be announced separately.

In accordance with the "Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得税法》)" (the "**CIT Law**") and the "Rules for the Implementation of the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得税法實施條例》)" (the "**Implementation Rules of CIT Law**"), both became effective on 1 January 2008, and the "Notice of the State Administration of Taxation on Issues Relevant to the Withholding of Enterprise Income Tax on Dividends Paid by PRC Resident Enterprises to Offshore Non-resident Enterprise Holders of H Shares (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得税有關問題的通知》(國税函[2008]897號))" promulgated by the State Administration of Taxation on 6 November 2008, the Company is obliged to withhold and pay the PRC enterprise income tax on behalf of non-resident enterprise(s) at a tax rate of 10% when the Company distributes any dividends to resident enterprise Shareholder(s) whose names appear on the register of members for H Shares of the Company. Accordingly, any H Shares which are not registered under the name(s) of individual(s) (which include H Shares registered under the name of HKSCC Nominees Limited, other nominees, trustees, or other organisations or groups) shall be deemed to be H Shares held by non-resident enterprise Shareholder(s), and the enterprise income tax shall be withheld from dividends payable thereon. Non-resident enterprise Shareholders may apply for a tax refund (if any) after receiving dividends in accordance to relevant tax laws such as tax treaty (arrangement).

In accordance with the "Circular on Certain Issues Concerning the Policies of Individual Income Tax (Cai Shui Zi [1994] No. 020) (《關於個人所得税若干政策問題的通知》(財税字[1994]020號))" promulgated by the Ministry of Finance and the State Administration of Taxation on 13 May 1994, overseas individuals are temporarily exempted from the PRC individual income tax for dividends or bonuses received from foreign invested enterprises. As the Company is a foreign-invested enterprise, the Company will not withhold and pay the individual income tax on behalf of overseas individual Shareholders whose names appear on the register of members for H Shares of the Company when the Company distributes dividends to those Shareholders.

In accordance with the "Notice of the Ministry of Finance, the State Administration of Taxation, and the China Securities Regulatory Commission on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shenzhen and Hong Kong Stock Markets (Cai Shui [2016] No. 127) (《财政部、國家税務總局、證監會關於深港股票市場交易互聯互通機制試點有關税收政策的通知》(財税[2016]127號))", (i) for dividends received by mainland individual investor from investing in the H shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the Company shall apply to China Securities Depository and Clearing Corporation Limited ("**CSDCC**") for, and the CSDCC shall provide the Company with the registrar of mainland individual investors and the Company is obliged to withhold personal income tax at a tax rate of 20%. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland securities investment funds through the Shenzhen-Hong Kong Stock Connect, individual income tax shall be calculated in accordance with the above requirements; (ii) for dividends received by domestic enterprise investors from investing in Shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, such amount shall be reckoned in their gross revenue and subject to corporate income tax pursuant to laws. In particular, for the dividends obtained by mainland resident enterprises from holding relevant H Shares for consecutive 12 months, the corporate income taxes shall be exempted pursuant to laws. The Company shall apply to CSDCC for, and the CSDCC shall provide the Company with the registrar of domestic individual investors. The Company will not withhold the income tax on dividend for the domestic enterprise investors, and the tax payable shall be declared and paid by the domestic enterprise investors.

Shareholders are advised to consult their tax advisers regarding PRC, Hong Kong and other tax implications arising from their holding and disposal of H Shares of the Company.

4. Any Shareholder of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more persons as his/her/its proxy to attend and vote in his/her/its stead. A proxy need not be a Shareholder of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.

5. A Shareholder shall attend the Annual General Meeting by his/her/its proxy duly authorised in writing. The instrument appointing a proxy must be signed by the Shareholder(s) or his/her/its attorney duly authorised in writing. Where the Shareholder is a legal person, the proxy form shall be executed under its common seal or under the hand of its director or a legal representative or an attorney duly authorised. If the proxy form is signed by the attorney of the Shareholder, the power of attorney or other documents of authorisation must be notarised. To be valid, the A Shareholders must lodge the proxy form and the notarised power of attorney or other documents of authorisation (if any) with the Secretariat of the Board at Headquarters Building, 38 Chuangye North Road, Jinwan District, Zhuhai, Guangdong Province, China (postal code: 519090) not less than 24 hours before the holding of the Annual General Meeting. To be valid, the H Shareholders must lodge the proxy form with the H Share Registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 24 hours before the holding of the Annual General Meeting. Completion and return of the proxy form will not preclude Shareholders from attending and voting at the Annual General Meeting or any adjournment thereof in person, and in such event, the proxy form shall be deemed to be revoked.

6. Contact details of the Secretariat of the Board are as follows:

Address:	Office of the Secretariat of the Board, Livzon Pharmaceutical Group Inc., Headquarters Building, 38 Chuangye North Road, Jinwan District, Zhuhai, Guangdong Province, China
Postal code:	519090
Contact persons:	Ms. Xia Yu
Telephone:	(86) 756 8135023
Fax:	(86) 756 8891070

7. Shareholders or their proxies shall produce their identity proof when attending the Annual General Meeting.

8. The Annual General Meeting is expected to last for one hour. Shareholders (in person or by proxy) who attend the Annual General Meeting should be responsible for their own travelling, lodging and the related costs.

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
23 April 2026

As at the date of this announcement, the Executive Directors of the Company are Mr. Tang Yanggang (Vice Chairman); the Non-Executive Directors of the Company are Mr. Zhu Baoguo (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*