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TATA Health International Holdings Limited

TATA 健康國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1255)

NOTICE OF THE 2026 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Annual General Meeting of TATA Health International Holdings Limited (the “**Company**”) will be held at Beijing Conference Room (7th Floor, Ascott Hotel), No. 282 Huaihai Middle Road, Huangpu District, Shanghai, China on Wednesday, 20 May 2026 at 10:00 a.m. for the following purposes:

ORDINARY RESOLUTIONS

1. (A) To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors (the “**Directors**”) and auditor of the Company for the year ended 31 December 2023;
- (B) To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the Directors and auditor of the Company for the year ended 31 December 2024;
- (C) To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the Directors and auditor of the Company for the year ended 31 December 2025;
2. To re-elect Mr. Zhang Ming Qi as an executive Director;
3. To re-elect Mr. Li Liang as an independent non-executive Director;
4. To re-elect Ms. Huang Lin as an independent non-executive Director;
5. To authorise the board of Directors to fix the remuneration of the Directors;
6. To re-appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company and to authorise the board of Directors to fix their remuneration;

7. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“**THAT:**

- (a) subject to paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the Directors to exercise during the Relevant Period (as defined below) all the powers of the Company to purchase its shares (the “**Shares**”, each a “**Share**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), subject to and in accordance with the applicable laws;
- (b) the total number of Shares to be repurchased pursuant to the mandate in paragraph 7(a) above shall not exceed 10% of the total number of issued Shares (excluding any Treasury Shares) as at the date of passing this resolution and the said mandate shall be limited accordingly; and if any subsequent consolidation or subdivision of Shares is conducted, the maximum number of Shares that may be repurchased under the mandate in paragraph 7(a) above as a percentage of the total number of issued Shares (excluding any Treasury Shares) at the date immediately before and after such consolidation or subdivision shall be the same; and
- (c) for the purpose of this resolution:

“**Relevant Period**” means the period from the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the revocation or variation of the authority given under this ordinary resolution passed by shareholders of the Company (the “**Shareholders**”) in general meetings; and
- (iii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held.”

8. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“**THAT:**

- (a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Stock Exchange and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the Directors to allot, issue and deal with additional shares in the capital of the Company (including any sale or transfer of treasury shares out of treasury) and to make or grant offers, agreements and options

(including but not limited to bonds, warrants and debentures convertible into ordinary shares of the Company) which might require the exercise of such powers during or after the end of the Relevant Period (as defined below in paragraph (c) of this resolution) in accordance with all applicable laws, rules and regulations;

(b) the aggregate number of shares (including any sale or transfer of any treasury shares out of treasury) the Company allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the directors of the Company pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:

(i) a Rights Issue (as defined in paragraph (c) of this resolution);

(ii) the exercise of the subscription or conversion rights attaching to any warrants, preference shares, convertible bonds or other securities issued by the Company which are convertible into ordinary shares of the Company;

(iii) the exercise of options granted by the Company under any share option agreements and/or option scheme or similar arrangement for the time being adopted for the grant to directors of the Company, officers and/or employees of the Company and/or any of its subsidiaries and/or other eligible person (if any) of rights to acquire the ordinary shares of the Company; and

(iv) any scrip dividend scheme or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company (the “**Articles of Association**”),

shall not exceed 20% of the total number of issued shares of the Company (excluding any treasury shares) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); and

(c) for the purposes of this resolution:

“**Relevant Period**” means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the revocation or variation of the authority given under this resolution by ordinary resolution passed by the Shareholders in general meetings; and

- (iii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or any applicable laws to be held; and

“**Rights Issue**” means an offer of Shares open for a period fixed by the Directors to holders of Shares or any class thereof on the register on a fixed record date in proportion to their then holdings of such Shares or class thereof (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange).”

9. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“**THAT** conditional upon the passing of the resolutions set out in items 7 and 8 of the notice convening this meeting (the “**Notice**”), the general mandate referred to in the resolution set out in item 8 of the Notice be and is hereby extended by the addition to the total number of Shares which may be allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the Directors pursuant to such general mandate of an amount representing the total number of Shares repurchased by the Company pursuant to the general mandate referred to in the resolution set out in item 7 of the Notice, provided that such amount shall not exceed 10% of the total number of issued Shares (excluding any treasury shares) as at the date of passing this resolution (subject to adjustment in the case of any consolidation or subdivision of Shares after the date of passing of this resolution).”

By Order of the Board
TATA Health International Holdings Limited
Zhang Ming Qi
Executive Director

Hong Kong, 28 April 2026

Notes:

- a. All resolutions at the annual general meeting will be taken by poll (except where the chairman of the meeting, in good faith, decides to allow a resolution relating purely to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules. The results of the poll will be published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.s-culture.com) in accordance with the Listing Rules.
- b. Any shareholder of the Company entitled to attend and vote at the annual general meeting is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a shareholder of the Company. A shareholder who is the holder of two or more Shares of the Company may appoint more than one proxy to represent him/her to attend and vote on his/her behalf. 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. Every shareholder of the Company present in person or by proxy shall on a poll be entitled to one vote for each share held by him/her/it.

- c. The instrument appointing a proxy shall be in writing signed by the appointer or his/her attorney duly authorised in writing, or if the appointer is a corporation, either under its seal or signed by an officer or attorney duly authorised.
- d. In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, must be deposited at the Company's branch share registrar (i.e. Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong) as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the meeting (i.e. not later than 10:00 a.m. on Monday, 18 May 2026) or any adjournment thereof. Completion and return of the form of proxy will not preclude shareholders of the Company from attending and voting in person at the meeting and, in such event, the form of proxy shall be deemed to be revoked.
- e. Where there are joint registered holders of any shares of the Company, any one of such persons may vote at the annual general meeting, either personally or by proxy, in respect of such shares as if he/she was solely entitled thereto; but if more than one of such joint holders be present at the annual general meeting personally or by proxy, that one of the said persons as present whose name stands first in the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
- f. To ascertain Shareholders' eligibility to attend and vote at the annual general meeting, the register of members of the Company will be closed from Friday, 15 May 2026, to Wednesday, 20 May 2026 (both days inclusive) during which period no Share transfer will be registered. In order to be eligible for attending and voting at the annual general meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited (at its address shown in Note d above), for registration no later than 4:30 p.m., on Thursday, 14 May 2026. Shareholders whose names appear on the register of members of the Company on 20 May 2026 are entitled to attend and vote at the annual general meeting of the Company.
- g. If a tropical cyclone warning signal number 8 or above is hoisted or "extreme conditions" caused by super typhoons or a black rainstorm warning signal is in force at any time after 7:00 a.m. on the date of the annual general meeting of the Company, the annual general meeting of the Company will be adjourned, changed or postponed in accordance with the articles of association of the Company. Further announcement(s) for details of alternative meeting arrangements will be made. The annual general meeting of the Company will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether you would attend the annual general meeting of the Company under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.
- h. References to time and dates in this Notice are to Hong Kong time and dates.

As at the date of this notice, the Board comprises an executive Director, Mr. Zhang Ming Qi; a non-executive Director, Mr. Chen Qi; and four independent non-executive Directors, namely, Ms. Huang Lin, Mr. Li Liang, Mr. Du Jianfeng and Mr. Tan Kaiguo.