Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

FOSUN PHARMA
复星医药

上海復星醫藥(集團)股份有限公司

Shanghai Fosun Pharmaceutical (Group) Co., Ltd.*

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

(Stock Code: 02196)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting ("**AGM**") of Shanghai Fosun Pharmaceutical (Group) Co., Ltd.* (the "**Company**") will be held at Sky Fortune Boutique Hotel Shanghai, No. 358 Hong Xu Road, Shanghai, the PRC on Tuesday, 16 June 2026 at 1:30 p.m. for the purposes of considering and, if thought fit, passing (with or without modifications) the following resolutions. Unless otherwise indicated, capitalised terms used herein shall have the same meanings as defined in the circular of the Company dated 11 May 2026 (the "**Circular**").

ORDINARY RESOLUTIONS

1. To consider and approve the annual report of the Group for the year 2025.

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

3. To consider and approve the profit distribution proposal of the Company for the year 2025.

4. To consider and approve the re-appointment of Ernst & Young Hua Ming LLP as the PRC financial report and internal control report auditor of the Company for the year 2026 and re-appointment of Ernst & Young as international financial report auditor of the Company for the year 2026 and the passing of remuneration packages for the PRC and international auditors for the year 2025.

5. To consider and approve the appraisal results and remunerations of Directors for 2025.

6. To consider and approve the appraisal program of Directors for 2026.

7. To consider and approve the Remuneration Management System for Directors and Senior Management of Shanghai Fosun Pharmaceutical (Group) Co., Ltd.

8. To consider and approve the renewed and additional entrusted loans/borrowings quota of the Group.

9. To consider and approve the additional total credit applications of the Company.

10. To consider and approve the authorisation of the management to dispose of the shares of the domestic and overseas listed companies held by the Group.

11. To consider and approve the authorisation to issue interbank market debt financing instruments.

12. To consider and approve the renewed and additional guarantee quota of the Group.

SPECIAL RESOLUTIONS

13. To consider and approve the proposed grant of general mandate to the Board to issue A Shares and/or H Shares:

    (1) Granting of an unconditional general mandate to the Board, subject to the market condition and the needs of the Company, to issue, allot and deal with additional A Shares and/or H Shares of the Company, including the sale or transfer of any treasury H Shares, during the Relevant Period (as defined below).

    (2) Making or granting offers or agreements that might or would require A Shares and/or H Shares to be issued or other transferable rights to subscribe for or purchase A Shares and/or H Shares (collectively, "**Instruments**"), including but not limited to the creation and issue of warrants, bonds, debentures or other Instruments convertible into Shares.

    (3) Issuing additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights issue, bonus or capitalization issues.

    (4) The number of the A Shares and/or H Shares approved to be issued, allotted and dealt with or agreed conditionally or unconditionally to be issued, allotted and dealt with by the Board (regardless of the reason for the allotment), including those underlying offers and/or agreements made or granted (including warrants, convertible bonds and other securities carrying rights of subscription for or conversion into A Shares and/or H Shares) (such securities to be calculated based on the number of A Shares and/or H Shares that may be converted to or allotted), shall not exceed 20% of the respective total number of A Shares and H Shares of the Company in issue as at the date of passing this resolution at the AGM (excluding treasury shares).

    (5) The Board shall be authorized to formulate and implement specific issuance plans when exercising the aforementioned general mandate, including but not limited to the class of new shares to be issued, the pricing methods and/or the

issue price (including the price range), number of Shares to be issued, allottees, use of proceeds, time of issuance, period of issuance, specific subscription methods, the pre-emptive subscription ratio of existing Shareholders and other specific matters relating to the issuance.

(6) The Board shall be authorised to engage services of intermediary institutions for matters in relation to the issuance, and to approve and execute all the acts, deeds, documents and other matters which are necessary, appropriate, desirable or relevant to the issuance; to consider and approve and to execute, for and on behalf of the Company, agreements relating to the issuance, including but not limited to placement and underwriting agreement and engagement agreement of intermediary institutions.

(7) The Board shall be authorized to consider and approve and to execute, for and on behalf of the Company, the statutory documents relating to the issuance for submission to the relevant regulatory authorities. Pursuant to the requirements of the regulatory authorities and places where the Company is listed, it shall implement relevant approval procedures and complete all necessary record, registration and filing procedures with the relevant governmental authorities in Hong Kong and/or other regions and jurisdictions (if applicable).

(8) The Board and/or its authorized persons shall be authorized to amend, as required by the relevant regulatory authorities within or outside the PRC, the agreements and statutory documents referred to in paragraphs 13(6) and 13(7) above.

(9) The Board shall be authorized to approve the increase of registered capital of the Company after issuance of new Shares and make amendments to the Articles of Association relating to, among others, the total share capital and shareholding structure, and the management shall be authorized to carry out the relevant procedures.

(10) The Board will only exercise the aforesaid general mandate in accordance with the Company Law and the Hong Kong Listing Rules or all applicable laws, rules and regulations of any other governmental or regulatory authorities and only if all necessary approvals from the CSRC and/or other relevant governmental authorities of the PRC are obtained.

For the purpose of this resolution, the "Relevant Period" refers to the period commencing from the passing of this resolution at the AGM to the earlier of:

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

(2) the passing of a resolution at any general meeting of the Company revoking or varying the mandate granted under this resolution.

14. To consider and approve the proposed grant of general mandate to repurchase H Shares:

(1) Subject to paragraph 14(2) below, granting of a general mandate to the Board, in compliance with all applicable laws and regulations (as amended from time to time) of the PRC government or securities regulatory authorities, the Hong Kong Stock Exchange or any other government or regulatory authority, to exercise all power of the Company to repurchase H Shares issued by the Company in order to preserve the value of the Company and the interests of its Shareholders on terms that it deems appropriate during the Relevant Period (as defined below).

(2) Subject to obtaining the approval in paragraph 14(1) above, the total number of H Shares to be repurchased under the general mandate to repurchase H Shares during the Relevant Period shall not exceed 10% of the total issued H Shares on the date the resolution is considered and approved at the AGM, A Shareholders Class Meeting and H Shareholders Class Meeting (excluding treasury shares).

(3) The approval in paragraph 14(1) above shall be subject to the satisfaction of the following:

a. the special resolution with the same terms as listed in this resolution 14 herein (except for this paragraph 14(3)a of resolution 14) is passed at the AGM, the A Shareholders Class Meeting and the H Shareholders Class Meeting;

b. all required approvals from regulatory authorities (if applicable) are obtained by the Company according to relevant laws and regulations of the PRC.

(4) To the extent permitted by the laws and the listing rules of the place where the Company is listed, determining the purpose of the H Shares to be repurchased (including but not limited to cancellation and/or holding as treasury shares), and handling the matters necessary for realizing the relevant purposes (including but not limited to cancellation, decrease of the Company's registered capital, amending relevant provisions in the Articles of Association and related matters).

(5) Other matters in relation to the repurchase of H Shares.

For the purpose of this resolution, the "Relevant Period" refers to the period commencing from the considering and passing of such resolution in relation to the H Share Repurchase Mandate at the AGM, the A Shareholders Class Meeting and the H Shareholders Class Meeting to the earlier of:

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

(2) the passing of a special resolution at general meeting, A Shareholders class meeting or H Shareholders class meeting (if applicable) of the Company revoking or varying the general mandate granted under this resolution.

For the purpose of this resolution, the "Repurchase Period" for repurchases under the mandate to repurchase H Shares during the Relevant Period shall be the specific period during which the Board repurchases H Shares pursuant to the H Share Repurchase Mandate.

15. To consider and approve the proposed grant of general mandate to repurchase A Shares:

(1) Subject to paragraphs 15(2) and (3) below, granting of a general mandate to the Board to repurchase A Shares by way of centralised bidding on terms that it deems appropriate during the Relevant Period (as defined below), including but not limited to the Board, subject to relevant laws and regulations (as amended from time to time), formulating, modifying or terminating A Share repurchase scheme and handling all related matters with full authority. The Board shall have the right to authorise the authorised persons to handle all related matters according to the A Share repurchase scheme considered and approved by the Board with full authority. Such scheme shall be in compliance with all applicable laws and regulations and requirements under the Hong Kong Listing Rules (as amended from time to time), and shall be subject to the consideration and approval at the Board meeting attended by more than two-thirds of the Directors.

(2) Subject to the approval in paragraph 15(1) above, the Company may repurchase A Shares only under the following circumstances:

a. the Shares shall be used for the employee share ownership scheme or equity incentive scheme;

b. the Shares shall be used for conversion of corporate bonds which are convertible into shares issued by the Company;

c. necessary to preserve the value of the Company and the interests of its Shareholders.

of which, paragraph 15(2)c shall be subject to the satisfaction of the conditions stipulated in the Shares Repurchase Rules of Listed Companies of the CSRC.

(3) Subject to obtaining the approval in paragraph 15(1) above, the number of A Shares to be repurchased by the Company under the general mandate to repurchase A Shares during the Relevant Period shall not exceed 10% of the total issued A Shares (excluding treasury shares) on the date the resolution is considered and approved at the AGM, the A Shareholders Class Meeting and the H Shareholders Class Meeting.

(4) The approval in paragraph 15(1) above shall be subject to the satisfaction of the following:

a. the special resolution with the same terms as listed in resolution 15 herein (except for this paragraph 15(4)a of resolution 15) is passed at the AGM, the A Shareholders Class Meeting and the H Shareholders Class Meeting;

b. all required approvals from regulatory authorities (if applicable) are obtained by the Company according to relevant laws and regulations of the PRC.

(5) The A Share repurchase scheme formulated by the Board under the A Share Repurchase Mandate under paragraph 15(1) above shall include, among others, the Repurchase Period (as defined below), the purpose, method, range of price, number of shares, capital source and repurchase amount of the shares to be repurchased.

(6) Determining the implementation or termination of A Share repurchase scheme (if any) with consideration of the Company's actual operations, the performance of stock price and other factors.

(7) Setting up the securities account for repurchase or other relevant securities accounts upon the completion of relevant procedures.

(8) Handling the cancellation of A Shares not transferred during the period stipulated by relevant laws and regulations (as amended from time to time) under the repurchase scheme according to the implementation of A Share repurchase scheme formulated according to the A Share Repurchase Mandate in paragraph 15(1) above, including amending relevant provisions in the Articles of Association, notifying the creditors of the Company pursuant to requirements under relevant laws and regulations and the Articles of Association and publishing announcements, convening the bondholders' meeting (if applicable), and registering the changes and/or filing and related matters.

(9) Other matters in relation to the repurchase of A Shares, except power to be exercised by the general meeting as specified by laws and regulations and regulatory documents.

For the purpose of this resolution, the "Relevant Period" refers to the period commencing from the considering and passing of such resolution in relation to the A Share Repurchase Mandate at the AGM, the A Shareholders Class Meeting and the H Shareholders Class Meeting to the earlier of:

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

(2) the passing of a special resolution at general meeting, A Shareholders class meeting or H Shareholders class meeting (if applicable) of the Company revoking or varying the general mandate granted under this resolution.

For the purpose of this resolution, the "Repurchase Period" refers to the specific period during which the Board repurchases A Shares under the A share repurchase scheme formulated pursuant to the A Share Repurchase Mandate.

By order of the Board
Shanghai Fosun Pharmaceutical (Group) Co., Ltd.*
Chen Yuqing
Chairman

Shanghai, the PRC
11 May 2026

As at the date of this announcement, the executive directors of the Company are Mr. Chen Yuqing, Ms. Guan Xiaohui, Mr. Wen Deyong, Mr. Wang Kexin, and Mr. Liu Yi; the non-executive directors of the Company are Mr. Chen Qiyu, and Mr. Pan Donghui; the independent non-executive directors of the Company are Mr. Yu Tze Shan Hailson, Mr. Wang Quandi, Mr. Chen Penghui and Mr. Yang Yucheng; and the employee director of the Company is Ms. Yan Jia.

Notes:

1. A holder of H Shares entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend the AGM and vote by poll instead of him/her. A proxy need not be a shareholder. If more than one proxy is so appointed, the appointment shall specify the number of H Shares in respect of which each such proxy is so appointed.

2. In order to be valid, the form of proxy together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company's Hong Kong share registrar for H Shares, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 24 hours before the time appointed for the convening of the AGM. Return of the form of proxy will not preclude any holder of H Shares from attending the AGM and voting in person if such shareholder so wishes and in such event, the form of proxy will be deemed to be revoked.

3. For the purpose of determining the entitlement of Shareholders to attend and vote at the AGM, the register of holders of H Shares will be closed from Thursday, 11 June 2026 to Tuesday, 16 June 2026 (both days inclusive), with the record date of Tuesday, 16 June 2026. In order to qualify for attending and voting at the AGM, holders of H Shares should ensure that all transfer documents for H Shares together with the relevant Share certificates should be lodged for registration with the Company's Hong Kong share registrar for H Shares, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Wednesday, 10 June 2026.

4. Shareholders who attend the AGM in person or by proxy shall bear their own travelling and accommodation expenses.

5. This Notice of AGM is dispatched to the holders of H Shares only. The notice of AGM to the holders of A Shares and proxy form are separately published on the websites of the Company (https://www.fosunpharma.com) and the Shanghai Stock Exchange (https://www.sse.com.cn).

* *for identification purposes only*