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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 2026 SECOND H SHAREHOLDERS CLASS MEETING

NOTICE IS HEREBY GIVEN that the 2026 second H Shareholders class meeting ("**H Shareholders Class Meeting**") of Shanghai Fosun Pharmaceutical (Group) Co., Ltd.* (the "**Company**") will be held immediately after the conclusion of the AGM of the Company and the 2026 Second A Shareholders Class Meeting of the Company or any adjournment thereof on Tuesday, 16 June 2026 at Sky Fortune Boutique Hotel Shanghai, No. 358 Hong Xu Road, Shanghai, the PRC 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**").

SPECIAL RESOLUTIONS

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

   (1) Subject to paragraph 1(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 1(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, the A Shareholders Class Meeting and the H Shareholders Class Meeting (excluding treasury shares).

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

a. the special resolution with the same terms as listed in this resolution 1 herein (except for this paragraph 1(3)a of resolution 1) 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 H Share Repurchase Mandate during the Relevant Period shall be the specific period during which the Board repurchases H Shares pursuant to the H Share Repurchase Mandate.

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

(1) Subject to paragraphs 2(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 authorize the authorized 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 2(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 2(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 2(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 2(1) above shall be subject to the satisfaction of the following:

a. the special resolution with the same terms as listed in resolution 2 herein (except for this paragraph 2(4)a of resolution 2) 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 2(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 general mandate to repurchase A Shares in paragraph 2(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 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 implementation period of A Share repurchase determined under the A Share repurchase scheme formulated by the Board according 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 H Shareholders Class Meeting is entitled to appoint one or more proxies to attend the H Shareholders Class Meeting and vote by poll instead of him/her. A proxy need not be a shareholder of the Company. 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 H Shareholders Class Meeting 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 H Shareholders Class Meeting, the register of members 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 H Shareholders Class Meeting, holders of H Shares should ensure that all transfer documents together with the relevant share certificates for H Shares 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 H Shareholders Class Meeting in person or by proxy shall bear their own travelling and accommodation expenses.

5. This Notice of H Shareholders Class Meeting is dispatched to the holders of H Shares only.

* *for identification purposes only*