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TIAN YUAN HEALTHCARE

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CHINA TIAN YUAN HEALTHCARE GROUP LIMITED

中 國 天 元 醫 療 集 團 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 557)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the thirty-seventh annual general meeting (the "**Meeting**") of China Tian Yuan Healthcare Group Limited (the "**Company**") will be held at 11/F., 80 Gloucester Road, Wanchai, Hong Kong on Monday, 29 June 2026 at 3 p.m. for the following purposes:

1. To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors for the year ended 31 December 2025.

2. (a) To re-elect Ms. He Mei as a non-executive director.

   (b) To re-elect Mr. Yuen Kwok Kuen as an independent non-executive director.

   (c) To authorise the board of directors to fix the directors' remuneration for the year ending 31 December 2026.

3. To re-appoint Crowe (HK) CPA Limited as auditors for the ensuing year and to authorise the board of directors to fix their remuneration.

To consider and, if thought fit, pass, with or without modifications, the following resolutions as ordinary resolutions of the Company:

4. "**THAT**:

(a) subject to paragraph (c) below, the exercise by the directors of the Company (the "**Directors**") during the Relevant Period (as hereinafter defined) of all powers of the Company to allot, issue and deal with additional shares in the capital of the Company and to make or grant offers, agreements and options which might require the exercise of such powers be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) above shall authorise the Directors during the Relevant Period to make and grant offers, agreements and options which would or might require shares to be allotted after the end of the Relevant Period;

(c) the total number of shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to shares issued as a result of a Rights Issue (as hereinafter defined) or pursuant to the exercise of options under the share option scheme of the Company or any shares allotted in lieu of the whole or part of a dividend on shares in accordance with the articles of association of the Company, shall not exceed 20% of the total number of issued shares of the Company as at the date of the passing of this resolution and the said approval shall be limited accordingly; and

(d) 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 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 of the Cayman Islands to be held; or

(iii) the revocation or variation of this resolution by an ordinary resolution of the shareholders of the Company in general meeting (either unconditionally or subject to conditions).

"Rights Issue" means an offer of shares open for a period fixed by the Directors to holders of shares whose names appear on the register of members of the Company on a fixed record date in proportion to their then holdings of such shares (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or legal or practical problems under the laws of, or the requirements of, any recognised regulatory body or any stock exchange in any territory outside Hong Kong)."

5. "**THAT**:

(a) subject to paragraph (b) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all powers of the Company to purchase its own shares, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, be and is hereby generally and unconditionally approved;

(b) the total number of shares which may be purchased by the Company pursuant to the approval in paragraph (a) above during the Relevant Period shall not exceed 10% of the total number of issued shares of the Company as at the date of the passing of this resolution, and the said approval be limited accordingly; 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 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 of the Cayman Islands to be held; or

(iii) the revocation or variation of this resolution by an ordinary resolution of the shareholders of the Company in general meeting (either unconditionally or subject to conditions)."

6. "**THAT** subject to the passing of resolutions numbered 4 and 5 set out in the notice convening the Meeting, the total number of shares which are purchased by the Company pursuant to the authority granted to the directors of the Company (the "**Directors**") as mentioned in resolution numbered 5 set out in the notice convening the Meeting shall be added to the total number of shares that may be allotted or agreed to be allotted by the Directors pursuant to resolution numbered 4 set out in the notice convening the Meeting, provided that such amount shall not exceed 10% of aggregate amount of the issued shares of the Company on the date of the passing of this resolution."

By order of the board of directors
China Tian Yuan Healthcare Group Limited
Dong Wei
Executive Director

Hong Kong, 27 May 2026

Notes:

(1) A form of proxy for use at the Meeting is enclosed herewith. To be valid, the instrument appointing a proxy must be in writing under the hand of the appointor or of his/her/its attorney authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer, attorney or other person duly authorised.

(2) Any member of the Company entitled to attend and vote at the Meeting or its adjourned meeting (as the case may be) shall be entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it. On a poll votes may be given either personally or by proxy. A proxy need not be a member of the Company but must be present in person at the Meeting to represent the member. A member may appoint more than one proxy to attend on the same occasion. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of each such proxy is so appointed.

(3) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the Company's principal office at 11/F., 80 Gloucester Road, Wanchai, Hong Kong or to the Company's branch registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the Meeting or the adjourned meeting thereof (as the case may be), and in default the instrument of proxy shall not be treated as valid.

(4) Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the Meeting or any adjournment thereof and in such event, the form of proxy will be deemed to be revoked.

(5) Where there are joint registered holders of any share, any one of such joint holders may vote at the Meeting, either personally or by proxy, in respect of such share as if he/she/it were solely entitled thereto; but if more than one of such joint holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.

(6) The resolution set out in this notice of the Meeting will be taken by poll pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

(7) In respect of the ordinary resolution numbered 2 above, Ms. He Mei and Mr. Yuen Kwok Kuen being eligible, offered themselves for re-election. Details of the Directors proposed to be re-elected at the Meeting are set out in Appendix II to the circular of the Company dated 27 May 2026.

(8) For determining the entitlement for the members of the Company to attend and vote at the Meeting, the register of members of the Company will be closed from Wednesday, 24 June 2026 to Monday, 29 June 2026 (both days inclusive), during which period no transfer of shares will be registered. Shareholders whose names appear on the register of members of the Company at the record date on Monday, 29 June 2026 are entitled to attend and vote at the AGM. In order for a shareholder of the Company to be eligible to attend and vote at the Meeting, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 23 June 2026.

(9) If tropical cyclone warning signal No. 8 or above, or a "black" rainstorm warning is in effect any time after 7:00 a.m. on the date of the Meeting, the Meeting will be postponed. The Company will post an announcement on the website of Company at http://aplushk.com/clients/00557ChinaTianYuan and on the HKExnews website at www.hkexnews.hk to notify the members of the Company of the date, time and place of the re-scheduled meeting.

If a tropical cyclone warning signal No. 8 or above or a "black" rainstorm warning signal is lowered or cancelled at or before 7:00 a.m. on the date of the Meeting and where conditions permit, the Meeting will be held as scheduled.

The Meeting will be held as scheduled when an amber or "red" rainstorm warning signal is in force.

After considering their own situations, the members of the Company shall decide on their own whether or not they would attend the Meeting under any bad weather condition and if they do so, they are advised to exercise care and caution.

As at the date of this notice, the board of directors of the Company is composed of five directors of which Ms. Dong Wei is the executive director, Ms. He Mei is the non-executive director and Mr. Yuen Kwok Kuen, Ms. Zhou Siqi and Mr. Li Jun are the independent non-executive directors.