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**Tong Ren Tang Technologies Co., Ltd.**  
**北京同仁堂科技发展股份有限公司**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
(Stock code: 8069)

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the annual general meeting (the “AGM”) of Tong Ren Tang Technologies Co., Ltd., (the “Company”) will be held at No. 52 Dong Xing Long Street, Chong Wen District, Beijing, the PRC on Friday, 18 June 2010 at 9:30 a.m., for the purpose of considering and, if thought fit, passing the following resolutions of the Company:

**ORDINARY RESOLUTIONS**

- 1) to receive and consider the audited consolidated financial statements of the Company and the Report of the Directors and the Auditors for the year ended 31 December 2009;
- 2) to receive and consider the Report of the Supervisory Committee of the Company for the year ended 31 December 2009;
- 3) to declare and propose a final dividend of RMB0.45 (including tax) per share for the year ended 31 December 2009. The proposed dividend will be payable before 31 August 2010 to shareholders whose names appear on the register of shareholders of the Company on 18 June 2010. Dividend payable to the shareholders of H shares will be paid in Hong Kong Dollars (“HKD”). The exchange rate between RMB and HKD shall be ascertained on the basis of the average of the middle exchange rates for RMB to HKD as published by the People’s Bank of China for the five trading days prior to 18 June 2010;
- 4) to approve the appointment of Mr. Xie Zhan Zhong as the executive director of the Company for the fourth session of the board of the Company with a term commencing from the conclusion of this annual general meeting to the date of the annual general meeting to be convened in 2012 and to authorize the board of the Company to fix the remuneration and to enter into service or employment contracts with Mr. Xie on and subject to such terms and conditions as the board of directors of the Company shall think fit and to do all such acts and things to give effect to such matters (for biography of Mr. Xie, please refer to the circular of the Company dated 30 April 2010);

- 5) to re-appoint PricewaterhouseCoopers as the auditors of the Company for the year ending 31 December 2010 and to authorize the board of directors of the Company to fix their remuneration.

**AS SPECIAL BUSINESS**, to consider and, if thought fit, to pass, with or without amendments, the following resolution as a special resolution of the Company:

### **SPECIAL RESOLUTION**

- 6) **“THAT** the following amendments to the Articles of Association be and are hereby approved, and any Director be and is hereby authorised to modify the wordings of such amendments as appropriate (such amendments will not be required to be approved by the shareholders of the Company) and execute all such documents and/or do all such matters and take all such actions which the Directors may deem necessary or expedient and in the interest of the Company in accordance with the applicable laws and regulations and fulfilling the requirements (if any) of the relevant PRC authorities (including but not limited to all applications, filings and registrations with the relevant authorities):

The existing Article 10 be deleted in entirety and replaced by the following:

“The scope of businesses of the Company approved by the registration authority shall prevail.

The scope of the Company’s businesses covers development of medical technology, technology consultancy and service; manufacture and sale of Chinese medicine, biological preparations, Chinese herbal medicine, food and healthcare food; e-commerce; export of self-produced products and related technology; manufacturing and import and export of raw and auxiliary materials, machinery and equipment and technology that required by production; development of lease business; businesses of joint venture, production cooperation, processing trade with supplied materials and compensated trade; import and export of other commodities being approved by the Ministry of Foreign Trade and Economic Cooperation (save for items that have not obtained specific licence); operating and acting as an agent in the import and export business of various commodities and technology (excluding those commodities and technology that restricted by the state to operate or those prohibited from import and export (commodities list for import and export is not enclosed)); processing trade with imported materials and “three categories of processing and one category of compensation businesses” (processing with supplied materials, assembling parts supplied by clients, processing with customer’s samples and compensatory trade); re-export trade and counter trade; transportation of ordinary goods; processing of packed tea (operated by branch companies only).”

For and on behalf of the Board of  
**TONG REN TANG TECHNOLOGIES CO., LTD.**

**Mei Qun**  
*Chairman*

Beijing, the PRC  
30 April 2010

*Notes:*

- (i) A member of the Company (“Member”) entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy need not be a Member. A form of proxy for use at the meeting is enclosed herewith. In the case of a joint holding, the form of proxy may be signed by any joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of Members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- (ii) To be valid, the form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited with the H share registrar of the Company in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong and in case of holders of domestic shares, to the Company’s mailing address at No.20 Nansanhuan Zhonglu, Fengtai District, Beijing, the PRC not later than 24 hours before the time appointed for holding the meeting or the time appointed for passing the resolutions. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (iii) Members and their proxies should produce identity proof (and form of proxy in case of proxies) when attending the meeting.
- (iv) The register of Members in Hong Kong will be closed from Wednesday, 19 May 2010 to Friday, 18 June 2010, both days inclusive, during which period no transfer of H shares of the Company will be effected. For the identification of Members who are qualified to attend and vote at the meeting and to be entitled to the proposed final dividend for the year ended 31 December 2009, all transfer document accompanied by the relevant share certificates must be lodged with the Company’s H shares registrar and transfer office in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 4:30 pm on Tuesday, 18 May 2010.
- (v) Holders of H shares of the Company who intend to attend the annual general meeting shall complete the enclosed reply slip for the meeting and return it, by hand or by post to the Company’s H shares registrar and transfer office in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, or by fax to (852) 2865 0990/(852) 2529 6087, on or before Friday, 28 May 2010.
- (vi) Holders of domestic shares of the Company who intend to attend the meeting shall complete the enclosed reply slip for the meeting and return it, by hand or by post or by fax, to the Company’s mailing address on or before Friday, 28 May 2010.
- (vii) It is expect that the meeting will last not more than half day. Shareholders and their proxies attending the meeting shall bear their own travel and accommodation expenses.

*As at the date of this notice, the Board comprises (i) Mr. Mei Qun, Mr. Yin Shun Hai, Mr. Wang Yu Wei and Ms. Fang Jia Zhi as executive directors; (ii) Ms. Ding Yong Ling as non-executive director; and (iii) Ms. Tam Wai Chu, Maria, Mr. Ting Leung Huel, Stephen and Mr. Jin Shi Yuan as independent non-executive directors.*

*This notice, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this notice is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this notice misleading; and (3) all opinions expressed in this notice have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This notice will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least 7 days from the date of its posting and be posted at our Company website <http://www.tongrentangkj.com>.*