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## **UPDATE IN RELATION TO THE DISCLAIMER OF OPINION ON GOING CONCERN SET OUT IN THE ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2024**

Reference is made to the updated information provided in the disclaimer of opinion on going concern matters set out in the Annual Report for the year ended 31 December 2024 (the “**Annual Report**”) published by China NT Pharma Group Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcements.

Influenced by the new development trends of China’s pharmaceutical industry and industrial policy reforms, the board of directors of the Company began to dispose of the group’s heavy pharmaceutical industry assets in succession since 2020, thereby turning to the development of new medical and health business models with light asset operations based on artificial intelligence and formulated a series of development strategies accordingly.

Since the publication of the Annual Report up to the date of this announcement, the Group has implemented the following plans and measures to expedite the completion of business integration and improve the Group’s liquidity and financial position:

### **REGARDING THE BUSINESS PROGRESS OF THE FIRST PHASE FOCUS ON DEVELOPING A FULL-CYCLE SMART HEALTH ECOSYSTEM PLATFORM FOR “TESTING, TREATMENT AND REHABILITATION” IN THE BONE HEALTH FIELD**

#### **(i) Bone health testing business**

The Company convened an extraordinary general meeting on 15 January 2026, at which a resolution was passed approving the relevant matters concerning the Company’s allotment and issue of up to 274,751,679 Shares to the Sellers or their designated third party(ies) at an issue price of HK\$0.45 per Consideration Share, in order to acquire 100% of the issued shares in Junbinxiongdi Limited, Yuehua Limited and Zhong He Qun Lian Limited (collectively, the “**Target Companies**”). The transaction has now proceeded to the completion and execution phase.

The Company has conditionally agreed to purchase 100% of the issued shares in the Target Companies, which in effect represents ultimate control of approximately 58.11% of the equity interest in the PRC Operating Company (Zhejiang Kangyuan Medical Equipment Co., Ltd.\*). Upon completion of the Acquisition, the Group will be able to integrate the PRC Operating Company's core AI diagnostic products, such as the AI X-Ray Bone Density System and the Portable AI X-Ray Device, along with its 12 related patents and 25 original codes. This will enrich the Group's product portfolio and enhance its core competitiveness in the field of AI-powered bone health diagnostics and medical imaging technology, thereby expanding its business in artificial intelligence (AI) bone health diagnostic and testing robotics.

**(ii) Bone health treatment business**

The Group's agency revenue from orthopedic drugs and sales revenue from orthopedic health products have met stable expectations, providing a stable contribution to the Group's financial performance.

**(iii) Bone health rehabilitation business**

In May 2025, the Group partnered with a Chinese state-owned enterprise to establish a smart health management center. This business will provide customized health management services to customers. It is expected to contribute a stable source of revenue to the Company starting in 2026. The Group has also partnered with a Chinese health management company to provide digital health services and generate stable revenue.

**REGARDING THE NEW SOURCES OF FINANCING THROUGH ALL POSSIBLE CHANNELS**

The Group has successfully reached agreements with most of its debtors to extend loan terms or waive repayment requirements for the next twelve months. The Group is actively advancing relevant negotiations to extend the repayment terms of additional borrowings or secure more favorable repayment arrangements. Furthermore, major shareholders have pledged to continue providing necessary financial support, including through loans, to support the Group's strategic transformation, ongoing operations, and repayment of maturing debt.

The Company has been actively exploring new opportunities and possibilities with an aim to promote return to its shareholders. Announcement(s) will be made on the Group's development in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (where applicable) as and when appropriate.

**Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.**

By Order of the Board  
**China NT Pharma Group Company Limited**  
**NG TIT**  
*Chairman*

Hong Kong, 28 January 2026

*As at the date of this announcement, the executive Directors are Mr. Ng Tit and Ms. Ng, Anna Ching Mei; the non-executive Directors are Dr. Qian Wei and Ms. Chin Yu; and the independent non-executive Directors are Mr. Yu Tze Shan Hailson, Dr. Zhao Yubiao, and Mr. Ng Ming Kwan.*

*This announcement contains forward-looking statements that reflect the Company's beliefs, plans or expectations about the future or future events. These statements are based on a number of assumptions, current estimates and projections, and are subject to risks, uncertainties and factors which may be beyond control. Actual outcomes may differ. These statements is not, and shall not be, relied upon as any assurance or representation as to the future or as a representation or warranty otherwise. Neither the Company nor its directors, officers, employees, agents, affiliates, advisers or representatives assume any responsibility to update these statements or to adapt them to future events or developments or to provide supplemental information in relation thereto or to correct any inaccuracies.*

\* For identification purposes only