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TATA Health International Holdings Limited

TATA 健康國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1255)

DISCLOSEABLE TRANSACTION AMENDMENT AGREEMENT

References are made to the announcements of TATA Health International Holdings Limited (the “**Company**”) dated 29 June 2021 (the “**First Announcement**”) and 10 August 2021 in relation to, among other things, the Investment. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the First Announcement.

Parties to the Investment and Shareholders Agreement have entered into an amendment agreement (the “**Amendment Agreement**”) on 30 August 2021.

Pursuant to the Amendment Agreement:

- (i) the Long Stop Date has been extended to 27 October 2021;
- (ii) Shang Ying, SOFIPOLE and Fund + will together provide a further cash advance to Promethera Therapeutics in the total amount of EUR1,262,500 out of which Shang Ying will provide EUR1,000,000 (the “**Additional Cash Advance**”). The Additional Cash Advance and the cash advance of EUR500,000 (together with the Additional Cash Advance, the “**Cash Advances**”) paid by Shang Ying under the Investment and Shareholders Agreement will remain refundable until the condition precedent that neither the Stock Exchange nor the SFC having raised any material objection to the transactions contemplated under the Investment and Shareholders Agreement has been fulfilled. The Cash Advances shall be deducted from the amounts to be paid by Shang Ying under the First Instalment. In addition, the Co-lenders will provide interim loans of a total of EUR240,000 to Promethera Therapeutics; and

- (iii) Promethera Therapeutics has a right to raise up to EUR5,000,000 additional equity financing within a period from the date of the Amendment Agreement to three months after the Closing Date on the same terms set out in the Investment and Shareholders Agreement, subject to the approval of (x) if before the Closing Date, Promethera Therapeutics and Investors representing more than 50% of the total amount of the Investment, or (y) if after the Closing Date, the board of directors of Promethera Therapeutics deciding at the special majority as agreed in the Investment and Shareholders Agreement, i.e. Shang Ying has a veto right.

Accordingly, the Long Stop Date under the Share Purchase Agreement and the Sub-Licensing Agreement Term Sheet has also been extended to 27 October 2021.

Save and except for the aforesaid amendments, all other terms and conditions of the Investment and Shareholders Agreement, the Share Purchase Agreement and the Sub-Licensing Agreement Term Sheet remain unchanged and in full force and effect in all respects.

By order of the Board
TATA Health International Holdings Limited
Yang Jun
Chairman

Hong Kong, 30 August 2021

As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Yang Jun and Mr. Lai Wenjing; four non-executive Directors, namely, Mr. Lin Zheming, Mr. Lin Jun, Mr. Chu Chun Ho, Dominic and Mr. Chen Anhua and three independent non-executive Directors, namely, Mr. Xie Rongxing, Prof. Yan Haifeng and Ms. Tan Yuying.