

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



MicroTech Medical (Hangzhou) Co., Ltd.

微泰醫療器械(杭州)股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 2235)

**(1) APPOINTMENT OF JOINT COMPANY SECRETARY;
WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND
8.17 OF THE LISTING RULES;**

AND

**(2) PROPOSED REDUCTION OF THE REGISTERED CAPITAL AND
AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

I. APPOINTMENT OF JOINT COMPANY SECRETARY

The board (the “**Board**”) of directors (the “**Directors**”, and each a “**Director**”) of MicroTech Medical (Hangzhou) Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that Dr. Shi Yonghui (“**Dr. Shi**”) has been appointed as a joint company secretary of the Company (the “**Joint Company Secretary**”) for a term of three years with effect from March 27, 2024, and the sole company secretary of the Company before the appointment of Dr. Shi, Ms. Chu Pik Man (“**Ms. Chu**”), will continue to serve as the other Joint Company Secretary.

The biographical details of Dr. Shi and Ms. Chu are set out below:

Dr. Shi, aged 44, was appointed as an executive Director and the chief strategy & development officer of the Company in June 2021 and May 2021, respectively. He has been serving as an executive Director, the chief strategy & development officer and the senior vice president, and the secretary to the Board of the Company since August 2022. Dr. Shi successively served as the research scientist from July 2007 to October 2008 and the new business development manager from November 2008 to June 2011 at Procter & Gamble Technology (Beijing) Co., Ltd. (北京寶潔技術有限公司). From July 2013 to May 2021, he successively served as the senior manager and the senior director of Medtronic (Shanghai) Management Co., Ltd. (美敦力(上海)管理有限公司), the head of corporate development, venture capital and innovation incubation department of Medtronic Greater China, and a member of Medtronic Greater China Management Board, during which time he also served as an investment committee member of Medtronic China Venture Capital Fund, the chairman and general manager of Suzhou Meizhong Venture Capital Management Co., Ltd. (蘇州美眾創業投資管理有限公司),

the director of Suzhou Medtronic Sequoia Venture Capital Management Co., Ltd. (蘇州美敦力紅杉創業投資管理有限公司), and the general manager of Shanghai Meiji Entrepreneurship Incubator Management Co., Ltd (上海美濟創業孵化器管理有限公司). Dr. Shi has been serving as the independent director of Scivita Medical Technology Co.,Ltd. (新光維醫療科技(蘇州)控股有限公司) since November 2022.

Dr. Shi received a bachelor's degree with a major in biochemistry and molecular biology and a Ph.D. degree with a major in biochemistry and molecular biology from Peking University in the PRC in July 2002 and July 2007, respectively. He also obtained a master's degree in business administration (in finance and healthcare management) from the Wharton School of the University of Pennsylvania in the United States in 2013.

Ms. Chu, aged 27, was appointed as a Joint Company Secretary on September 26, 2023. She is currently an assistant manager of SWCS Corporate Services Group (Hong Kong) Limited. Ms. Chu has over 5 years of experience in the corporate secretarial field. She is a Chartered Secretary, a Chartered Governance Professional and an Associate of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom. Ms. Chu holds a bachelor's degree of Business Administration (Honours) in Corporate Governance Concentration from Hong Kong Shue Yan University.

II. WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), an issuer must appoint a company secretary who satisfies the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that an issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of a company secretary by virtue of his/her academic or professional qualifications or relevant experience.

Dr. Shi currently does not possess the qualifications of a company secretary as required under Rule 3.28 of the Listing Rules. However, the Company considers that Dr. Shi is capable of discharging the functions of a Joint Company Secretary by virtue of his knowledge and experience. Therefore, the Company has applied for, and the Stock Exchange has granted a waiver (the “**Waiver**”) to the Company from strict compliance with the requirements for the qualifications of a company secretary under Rules 3.28 and 8.17 of the Listing Rules for a period of three years from the date of appointment of Dr. Shi as a Joint Company Secretary (the “**Waiver Period**”) on the following conditions:

- (i) Dr. Shi must be assisted by Ms. Chu during the Waiver Period;
- (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company; and
- (iii) the Company will announce the reasons for, and the details and conditions of the Waiver, and the qualification and experience of both Dr. Shi and Ms. Chu.

Before the end of the Waiver Period, the Company must demonstrate and seek the confirmation from the Stock Exchange that Dr. Shi, having had the benefit of Ms. Chu's assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The Waiver applies to this appointment only and will be revoked immediately if and when Ms. Chu ceases to be a Joint Company Secretary. The Stock Exchange may withdraw or change the Waiver if the Company's situation changes.

The Board would like to take this opportunity to express its welcome to Dr. Shi on his appointment as the Joint Company Secretary.

III. PROPOSED REDUCTION OF THE REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

As (i) the Company intends to cancel a total of 4,604,600 shares of the Company repurchased from the open market from November 24, 2023 to February 23, 2024, and to reduce the Company's registered capital from RMB425,742,600 to RMB421,138,000 accordingly (the "**Proposed Capital Reduction**"); and (ii) the Company is required to comply with the filing requirements of the Market Supervision Administration of Zhejiang Province to clarify its chief financial officer as the person in charge of financial matters of the Company, and to specify the number of deputy general managers as three, the Board proposes (the "**Proposed Amendments to the Articles of Association**") to amend its existing articles of association (the "**Articles of Association**").

The Board approved the Proposed Capital Reduction and the Proposed Amendments to the Articles of Association, which are further subject to the approval of the shareholders of the Company by way of a special resolution at the upcoming annual general meeting of the Company or any adjourned meeting thereof. Prior to that, the existing Articles of Association shall remain effective. A circular containing, amongst others, further details of the Proposed Capital Reduction and the Proposed Amendments to the Articles of Association, will be despatched to the shareholders of the Company in due course.

By order of the Board
MicroTech Medical (Hangzhou) Co., Ltd.
Zheng Pan
Chairman of the Board

Hangzhou, the PRC, March 27, 2024

As at the date of this announcement, the executive Directors of the Company are Dr. Zheng Pan, Dr. Yu Fei, Dr. Shi Yonghui and Ms. Liu Xiu; the non-executive Directors are Mr. Mao Shuo and Ms. Gao Yun; and the independent non-executive Directors are Dr. Li Lihua, Ms. Wang Chunfeng, Mr. Ho Kin Cheong Kelvin and Dr. Cheng Hua.