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## **Zylox-Tonbridge Medical Technology Co., Ltd.**

**歸創通橋醫療科技股份有限公司**

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

**(Stock Code: 2190)**

### **POLL RESULTS OF THE 2021 ANNUAL GENERAL MEETING, THE 2022 FIRST CLASS MEETING OF HOLDERS OF H SHARES AND 2022 FIRST CLASS MEETING OF HOLDERS OF DOMESTIC SHARES**

Reference is made to the circular (the “**Circular**”) of Zylox-Tonbridge Medical Technology Co., Ltd. (the “**Company**”) dated April 13, 2022. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board wishes to announce that the (i) AGM, (ii) Class Meeting of Holders of H Shares, and (iii) Class Meeting of Holders of Domestic Shares (collectively, the “**Meetings**”) were held at Meeting Room 202, 2nd Floor, Zylox-Tonbridge Industrial Park, No. 270 Shuyun Road, Cangqian Street, Yuhang District, Hangzhou, Zhejiang, the PRC on Wednesday, May 18, 2022, and all resolutions proposed at the Meetings were duly passed.

As at the date of the Meetings, the total number of Shares in issue was 332,401,001 (including 7,781,257 Domestic Shares and 324,619,744 H Shares). To the best knowledge, information and belief of the Directors: (1) no Shareholders were required under the Listing Rules to abstain from voting on any of the resolutions; (2) there were no Shares entitling the holders thereof to attend the Meetings and abstain from voting in favor of any of the resolutions under Rule 13.40 of the Listing Rules; and (3) no Shareholders have indicated in the Circular that they intend to vote against or to abstain from voting on any of the resolutions.

Tricor Investor Services Limited, the Company’s H share registrar, acted as the scrutineer for the vote-taking at the Meetings. The convening of the Meetings was in compliance with the Company Law of the People’s Republic of China and the Articles of Association.

Dr. Jonathon Zhong Zhao attended the Meetings in person, Mr. Yang Xie, Dr. Zheng Li, Dr. Hai Lu, Dr. Steven Dasong Wang, Dr. Jian Ji, Mr. Hongze Liang and Ms. Yun Qiu attended the Meetings by electronics means and Mr. Stephen Hui Wang was unable to attend the Meetings due to other business commitments.

## **I. CONVENING OF THE MEETINGS**

### **(I) AGM**

The total number of Shares entitling the holders to attend and vote on the resolutions at the AGM was 332,401,001 (including 7,781,257 Domestic Shares and 324,619,744 H Shares). The number of Shareholders and proxies of Shareholders attending the AGM was 13. Shareholders and proxies of Shareholders who attended the AGM held a total of 272,731,761 Shares with voting rights (including 7,781,257 Domestic Shares and 264,950,504 H Shares), representing approximately 82.05% of the total number of Shares with voting rights.

### **(II) Class Meeting of Holders of H Shares**

The total number of H Shares entitling the holders to attend and vote on the resolutions at the Class Meeting of Holders of H Shares was 324,619,744. The number of H Shareholders and proxies of H Shareholders attending the Class Meeting of Holders of H Shares was 8. H Shareholders and proxies of H Shareholders who attended the Class Meeting of Holders of H Shares held a total of 264,950,504 H Shares with voting rights, representing approximately 81.62% of the total number of H Shares with voting rights.

### **(III) Class Meeting of Holders of Domestic Shares**

The total number of Domestic Shares entitling the holders to attend and vote on the resolutions at the Class Meeting of Holders of Domestic Shares was 7,781,257. The number of Domestic Shareholders and proxies of Domestic Shareholders attending the Class Meeting of Holders of Domestic Shares was 5. Domestic Shareholders and proxies of Domestic Shareholders who attended the Class Meeting of Holders of Domestic Shares held a total of 7,781,257 Domestic Shares with voting rights, representing approximately 100.00% of the total number of Domestic Shares with voting rights.

## II. POLL RESULTS OF THE MEETINGS

### (I) Poll Results of the AGM

The poll results in respect of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To consider and approve the resolution on the 2021 report of the board of directors of the Company (the “ <b>Board</b> ”).	272,731,761 (100.00%)	0 (0.00%)
2.	To consider and approve the resolution on the 2021 report of the supervisory committee of the Company (the “ <b>Supervisory Committee</b> ”).	272,731,761 (100.00%)	0 (0.00%)
3.	To consider and adopt the resolution on the 2021 financial auditing report.	272,731,761 (100.00%)	0 (0.00%)
4.	To consider and approve the 2021 profit distribution plan.	272,731,761 (100.00%)	0 (0.00%)
5.	To consider and approve the re-appointment of PricewaterhouseCoopers as the external auditors of the Company for 2022 with a term of one year, and authorize the Board to determine the specific matters, including but not limited to their remunerations, in relation to such appointment.	272,731,761 (100.00%)	0 (0.00%)
6.	To consider and approve the appointment of Mr. Li Dongfang as a non-executive director of the first session of the Board.	271,012,261 (99.37%)	1,719,500 (0.63%)
7.	To consider and approve the appointment of Mr. Liu Tao as a supervisor of the first session of the Supervisory Committee.	271,012,261 (99.37%)	1,719,500 (0.63%)
8.	To authorize the Board to fix the remuneration of the directors of the Company.	272,731,761 (100.00%)	0 (0.00%)

As more than half of the votes from the Shareholders (including their proxies) attending the AGM were cast in favor of the resolutions numbered 1 to 8 above, these resolutions were duly passed.

<b>Special Resolutions</b>		<b>Number of votes (%)</b>	
		<b>For</b>	<b>Against</b>
9.	To consider and approve the resolution on the grant of a general mandate to the Board to issue ordinary shares of the Company.	251,227,261 (92.12%)	21,504,500 (7.88%)
10.	To consider and approve the resolution on the grant of a general mandate to the Board to repurchase H shares of the Company.	272,731,761 (100.00%)	0 (0.00%)

As more than two-thirds of the votes from the Shareholders (including their proxies) attending the AGM were cast in favor of the resolutions numbered 9 and 10 above, these resolutions were duly passed.

## **(II) Poll Results of the Class Meeting of Holders of H Shares**

The poll results in respect of the resolution proposed at the Class Meeting of Holders of H Shares were as follows:

<b>Special Resolution</b>		<b>Number of votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To consider and approve the resolution on the grant of a general mandate to the board of directors of the Company to repurchase H shares of the Company.	264,950,504 (100.00%)	0 (0.00%)

As more than two-thirds of the votes from the H Shareholders (including their proxies) attending the Class Meeting of Holders of H Shares were cast in favor of the resolution above, this resolution was duly passed.

### (III) Poll Results of the Class Meeting of Holders of Domestic Shares

The poll results in respect of the resolution proposed at the Class Meeting of Holders of Domestic Shares were as follows:

Special Resolution		Number of votes (%)	
		For	Against
1.	To consider and approve the resolution on the grant of a general mandate to the board of directors of the Company to repurchase H shares of the Company.	7,781,257 (100.00%)	0 (0.00%)

As more than two-thirds of the votes from the Domestic Shareholders (including their proxies) attending the Class Meeting of Holders of Domestic Shares were cast in favor of the resolution above, this resolution was duly passed.

By order of the Board  
**Zylox-Tonbridge Medical Technology Co., Ltd.**  
**Dr. Jonathon Zhong Zhao**  
*Chairman and Executive Director*

Hong Kong, May 18, 2022

*As at the date of this announcement, the Board comprises Dr. Jonathon Zhong Zhao, Mr. Yang Xie and Dr. Zheng Li as executive Directors, Mr. Stephen Hui Wang, Dr. Steven Dasong Wang and Mr. Dongfang Li as non-executive Directors, and Dr. Jian Ji, Mr. Hongze Liang and Ms. Yun Qiu as independent non-executive Directors.*